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Sent: Tuesday, April 15, 2025 9:47 PM

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SEC Registration No: AS94008880

Company Name: PETROENERGY RESOURCES CORP.

Document Code: SEC_Form_17-A

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1. General Information Sheet (GIS-Stock)
2. General Information Sheet (GIS-Non-stock)
3. General Information Sheet (GIS- Foreign stock & non-stock)
4. Broker Dealer Financial Statements (BDFS)
5. Financing Company Financial Statements (FCFS)
6. Investment Houses Financial Statements (IHFS)

- 7. Publicly – Held Company Financial Statement
- 8. General Form for Financial Statements
- 9. Financing Companies Interim Financial Statements (FCIF)
- 10. Lending Companies Interim Financial Statements (LCIF)

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SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters, 7907 Makati Avenue,
Salcedo Village, Barangay Bel-Air, Makati City,
1209, Metro Manila, Philippines

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COVER SHEET

ASO94-08880

SEC Registration Number

P	E	T	R	O	E	N	E	R	G	Y		R	E	S	O	U	R	C	E	S		C	O	R	P	O	R	A	T	I	O	N
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(Company’s Full Name)

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

Maria Cecilia L. Diaz De Rivera
(Contact Person)

8637-2917
(Company Telephone Number)

1	2	3	1
Month		Day	
(Fiscal Year)			

Form Type				
1	7	-	A	

0	7	1	8
Month		Day	
(Annual Meeting)			

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

1,977
Total No. of Stockholders

Total Amount of Borrowings	
Domestic	Foreign

To be accomplished by SEC Personnel concerned									
File Number					LCU				
Document ID					Cashier				

STAMPS									
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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, AS AMENDED
ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended December 31, 2024
2. SEC Identification Number ASO94-08880
3. BIR Tax Identification No. 004-471-419-000
4. Exact name of issuer as specified in its charter PetroEnergy Resources Corporation
5. Metro Manila, Philippines
Province, Country or other jurisdiction of
incorporation or organization
6. (SEC Use Only)
Industry Classification Code:
7. 7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City
Address of principal office
- 1600
Postal Code
8. (632) 8637-2917
Issuer's telephone number, including area code
9. Not Applicable
Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common (par value of ₱1.00/share)</u>	<u>568,711,842</u>
11. Are any or all of these securities listed on a Stock Exchange

Yes ☒ No ☐

If yes, state the name of such stock exchange and the classes of securities listed therein:
Philippine Stock Exchange
12. Check whether the issuer:
 - (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes ☒ No ☐
 - (b) has been subject to such filing requirements for the past ninety (90) days.

Yes ☒ No ☐
13. As of December 31, 2024, the aggregate market value of the voting stock held by non-affiliates for the Company amounts to One Billion Four Hundred Million Thirty-Seven Thousand One Hundred Sixty Seven Pesos (₱1,400,037,167) or 388,899,213 shares at ₱3.60 per share.

**APPLICABLE ONLY TO ISSUERS INVOLVED IN
INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS
DURING THE PRECEDING FIVE YEARS:**

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

Not Applicable.

DOCUMENTS INCORPORATED BY REFERENCE

15. The following documents are incorporated by reference:

- 2024 Consolidated Audited Financial Statements (Consolidated AFS)
- 2024 Parent Audited Financial Statements (Parent AFS)
- 2024 Sustainability Report

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PART I - BUSINESS AND GENERAL INFORMATION

Item 1 - Business Development

PetroEnergy Resources Corporation (“PERC” or “PetroEnergy” or the “Parent Company”) is a publicly-listed domestic corporation. Its registered office and principal place of business is 7/F, JMT Building, ADB Avenue, Ortigas Center, Pasig City.

PERC was organized on September 29, 1994 as Petrotech Consultants, Inc. to provide specialized technical services to its then parent company, Petrofields Corporation, and to companies exploring for oil in the Philippines.

In 1997, PERC simultaneously adopted its present name and changed its primary purpose to oil exploration and development and mining activities. Subsequently in 1999, PERC assumed Petrofields’ oil exploration contracts in the Philippines and the Production Sharing Contract covering the Etame discovery block in Gabon, West Africa.

On August 11, 2004, PERC’s shares of stock were listed at the Philippine Stock Exchange (“PSE”) by way of introduction.

In 2009, following the enactment of Republic Act No. 9513, otherwise known as the “Renewable Energy Act of 2008” (RE Law), PERC amended its articles of incorporation to include among its purposes the business of generating power from renewable sources such as, but not limited to, biomass, hydro, solar, wind, geothermal, ocean and such other renewable sources of power.

On March 31, 2010, PERC incorporated PetroGreen Energy Corporation (“PetroGreen” or “PGEC”), its 75%-owned subsidiary (77%-owned in 2022), to act as its renewable energy arm and holding company. PGEC ventured into renewable energy development and power generation through its subsidiaries: (a) Maibarara Geothermal, Inc. (“MGI”, 65%-owned) – owner and Renewable Energy (RE) developer of the 20 MW Maibarara Geothermal Power Project (MGPP-1) in Santo Tomas, Batangas and its expansion, the 12 MW MGPP-2; (b) PetroSolar Corporation (“PetroSolar or PSC”, 56%-owned) – owner and RE developer of the 50 MW_{DC} Tarlac Solar Power Project (TSPP-1) in Tarlac City and its 20 MW_{DC} expansion (TSPP-2); and (c) PetroWind Energy Inc. (“PetroWind or PWEI”, 40%-owned subsidiary in 2023 (joint venture in 2022) – owner and developer of the 36 MW Nabas Wind Power Project (NWPP-1) and its 13.2 MW expansion (NWPP-2) in Nabas and Malay, Aklan.

In 2021, PGEC forged an alliance with Danish energy firm, Copenhagen Energy A/S, to develop three (3) offshore wind power projects in Occidental Mindoro, Ilocos Norte, and Iloilo, under three special purpose vehicles, namely, (a) BuhaWind Energy Northern Mindoro Corporation (“BENMC”); (b) BuhaWind Energy Northern Luzon Corporation (“BENLC”); and (c) BuhaWind Energy East Panay Corporation (“BEEPC”). PGEC owns a 40% equity interest in each of these companies.

In 2022, PERC and EEI Power Corporation (“EEIPC”) entered into a subscription agreement and a shareholders’ agreement with Japanese company, Kyuden International Corporation (“KIC”), giving KIC a 25% stake in PGEC and reducing PERC’s ownership in PGEC to 67.5%. The transaction was completed in early 2023. The proceeds from this transaction are intended for the development of new RE projects.

In April 2023, PERC increased its RE holdings by acquiring from EEIPC the following: (a) an additional 7.5% equity interest in PGEC, thereby increasing PERC’s ownership in PGEC to 75%; (b) a 20% direct ownership in PetroWind; and (c) 44% direct ownership in PetroSolar.

In August 2023, PGEC incorporated a new solar holding company, Rizal Green Energy Corporation (“RGEC”), that will own and develop the following projects through their respective SPVs (all of which are 100% owned by RGEC): (a) the 27MW_{DC} Dagohoy Solar Power Project in Bohol under Dagohoy Green Energy Corporation (“DGE”); (b) 10.1MW_{DC} Phase 1 and 9.5MW_{DC} Phase 2 of San Jose Solar Power Project in Nueva Ecija under San Jose Green Energy Corporation (“SJGEC”); (c) the 25MW_{DC} Bugallon Solar Power Project in Pangasinan under Bugallon Green Energy Corporation (“BGE”); and (d) the 6MW_{DC} Phase 1 and 33.8MW_{DC} of the Limbuan Solar Power Project in Isabela under BKS Green Energy Corporation (“BKS”). PGEC currently owns a 75% equity interest in RGEC, while Taisei Corporation, a new Japanese partner that came on board in April 2024 through an Investment Framework Agreement, owns a 25% equity interest.

On November 20, 2024, PGEC incorporated EcoSolar Energy Corporation (“EcoSolar” or “ESEC”), a subsidiary that will own and develop new RE projects and other energy facilities, including solar power projects and Battery Energy Storage Systems (BESS).

PetroGreen owns majority of the voting power of MGI, PetroSolar, PetroWind, RGEC, and EcoSolar. PetroEnergy, PetroGreen, MGI, PetroSolar, PetroWind, RGEC, and EcoSolar are collectively referred to as the “Group” and were incorporated in the Philippines.

Update on Production

Production was routed to the Petroleo Nautipa, the spread-moored Floating Production Storage and Offloading (FPSO) vessel from the Etame, Avouma-Southeast Etame-North Tchibala and Ebouri platforms, and from the wells tied to the subsea Etame manifold. The produced oils were processed and exported from the FPSO, which had a storage capacity of one million barrels of oil (MMBO).

Throughout 2022, facility reconfiguration works were undertaken in parallel for the hook-up and commissioning of the new Floating Storage and Offloading (FSO) vessel, Teli, that was then set to replace the Petroleo Nautipa FPSO vessel in mid-October 2022. The FSO vessel has since been operational and receiving crude from all Etame Marin platform wells. The two (2) old subsea wells – Etame-6H and Etame-7H – which were originally connected directly to the old Petroleo Nautipa FPSO, have been hooked-up to the FSO on December 30, 2022.

Crude production comes from four (4) oil fields (Etame, Avouma, Ebouri and North Tchibala).

In 2024, total crude production reached 5.61 MMBO. The Consortium managed eight liftings, resulting in net crude export of 5.05 MMBO, with crude oil market prices ranging from US\$ 69.19 – US\$ 91.17 per barrel.

In 2023, total crude production reached 6.25 MMBO. The Consortium managed 10 liftings, resulting in a net crude export of 6.01 MMBO, with crude oil market prices ranging from US\$75-US\$90 per barrel.

In 2022, total crude production reached 5.94 MMBO. The Consortium managed 11 liftings, resulting in net crude export of 5.133 MMBO, with crude oil market prices ranging from US\$76-US\$133 per barrel.

Since the Gabon oilfield has been put on-line in 2002, a total of 142.35 MMBO has been extracted to date over the last 22 years.

As of December 31, 2024 and 2023, PetroEnergy has investments in Gabon, West Africa included in “Wells, platforms and other facilities” account under “Property, plant and equipment” amounting to ₱515.10 million and ₱605.04 million, respectively. With the fluctuation in crude oil prices and recoverable oil reserves, impairment losses (reversal of impairment loss) were recognized amounting to ₱52.44 million in 2024, ₱76.86 million in 2023, and ₱74.14 million in 2022.

Philippine Operations

SC 14-C2 - West Linapacan, Northwest Palawan

West Linapacan was discovered in the early 1990s. It produced oil from 1992 to 1996, peaking at 18,000 barrels of oil per day (BOPD), before it was shut-in due to early water incursion.

The SC 14-C2 Consortium, led by operator The Philodrill Corporation, negotiated with a potential farmee for the drilling of potential drilling targets, in exchange for a majority share and Operatorship of SC 14C2. This farm-in is subject to the approval of the Department of Energy (DOE).

While the consortium awaited the farmee’s completion of the farm-in documentation, Philodrill continued to do in-house G&G work over at the West Linapacan area at the interim. For compliance, a “Transition Work Program and Budget, covering November 2020 to March 2021 was submitted to the DOE in November 2020 and was approved.

Throughout the second half of 2021 and 2022, the SC 14-C2 consortium proceeded with a third-party technical evaluation of the West Linapacan B field, to assess potential production opportunities. SC 14-C2 is due to expire in December 2025.

On May 11, 2023, the SC 14-C2 consortium approved to unitize the service contract with SC 6B, subject to the issuance of a DOE Department Circular regarding application for new petroleum service contract. However, the circular, which was subsequently issued on December 18, 2023, stated that the application process for new petroleum service contracts would be issued in a supplementary guideline. While waiting for the supplementary guideline, the consortium continues to evaluate farm-in proposals from interested parties. On December 29, 2023, the DOE approved the 2024 Work Program and Budget submitted by the Consortium. SC 14-C2 is due to expire in December 2025.

Due to the limited term remaining, the Group assessed the recoverability of the investment included in “Wells, platforms and other facilities” account under “Property, plant and equipment” and recorded impairment loss amounted to ₱0.34 million and ₱0.30 million in 2024 and 2023, respectively.

As of December 31, 2024 and 2023, PetroEnergy’s investments in the West Linapacan Oilfield included in “Wells, platforms and other facilities” account under “Property, plant and equipment” amount to nil.

SC-75 – Offshore Northwest Palawan

Service Contract 75 (SC-75) was signed on December 27, 2013 with partners PXP Energy Corporation (50%) and PNOC-Exploration Corporation (35%). The block covers the West Philippine Sea with an area of 616,000 hectares.

On October 14, 2020, the Department of Energy (DOE) issued a formal notice to the SC-75 consortium, lifting the Force Majeure imposed since September 2015. Through this letter, the consortium was notified to resume its Work Program commitments under SC-75, including the committed ~1,000 sq. km 3D seismic survey over the identified leads in SC-75.

On January 6, 2022, the SC-75 consortium officially engaged Shearwater Geoservices Ltd. for the ~1,100 sq. km 3D seismic survey over SC-75 using the M/V Geo Coral seismic vessel. However, the programmed 3D seismic acquisition campaign was suspended on April 6, 2022 after Operator PXP Energy Corporation received a written directive from the DOE to put all exploration activities on hold until the Security, Justice and Peace Coordinating Cluster (SJPPC) issues the necessary clearance to proceed. On April 11, 2022, PXP declared a Force Majeure event over the suspended seismic survey.

The SC-75 consortium is awaiting further instructions from the DOE, while all contracted vessels and personnel for the seismic survey have since demobilized from the SC-75 area.

As of December 31, 2024 and 2023, the corresponding percentages of the Group’s participation in various Petroleum SC areas are as follows:

Gabonese Oil Concessions	2.525%
SC-14-C2 - West Linapacan	4.137%
SC-75 - Northwest Palawan	15.000%

The oil revenues are derived from Gabon Operations. All contractual obligations with the Gabonese Government are complied with. The Philippine contracts are in exploration stage and some contracts are being farmed out to reduce risk inherent to the business.

(2) Development, and power generation from Renewable Energy Resources

(a) Geothermal Energy

Maibarara Geothermal Power Project

Geothermal Renewable Energy Service Contract (GRESK) No. 2010-02-012

Following the DOE’s Philippine Energy Contracting Round for Geothermal in 2009, PetroEnergy signed the Service Contract for the Maibarara Geothermal Power Project (MGPP) on February 1, 2010. PetroEnergy then conducted pre-development activities from 2010 to 2011. In order to carry out the development and operations of the MGPP, PetroEnergy (through its subsidiary, PetroGreen) then created Maibarara Geothermal, Inc. (“MGI”) along with Trans-Asia Oil and Energy Development Corporation (“Trans-Asia”), subsequently renamed as

PHINMA Energy Corporation or “PHINMA”, and now known as ACEN Corporation or (“ACEN”) and PNOC Renewables Corporation (“PNOC RC”), with 65%, 25%, and 10% equity ownerships, respectively.

In June 2019, ACEN, the energy platform of Ayala Corporation, completed the acquisition of PHINMA, including PHINMA’s 25% share in MGI.

20 MW Maibarara-1 Geothermal Power Plant (MGPP-1)

The DOE confirmed the commerciality of the 20-MW MGPP-1 in 2011, allowing MGI to proceed with the MGPP’s development stage, involving 1) the drilling of two (2) wells to complete the steam production and reinjection well capacities, and 2) the construction of the steamfield and power plant facilities. The MGPP-1’s 115kV Transmission Line system was successfully connected to the existing Manila Electric Company (MERALCO) line in September 2013. Upon completion of the reliability and performance testing, the MGPP-1 went on commercial operations on February 8, 2014. All electricity generated is sold to offtaker, ACEN, following the aforementioned acquisition of PHINMA by ACEN.

The MGPP-1 exported 160.27 GWh and 159.85 GWh of electricity in 2024 and 2023, respectively.

12 MW Maibarara-2 Geothermal Power Plant (MGPP-2)

With the stable performance of the reservoir, MGI decided to pursue an expansion of the MGPP. There was at least 5 MW of excess steam supply from the MGPP-1 wells, and with the ~6 MW capacity of the new well, an expansion of 12 MW was decided and approved in 2015.

Major power plant components from Fuji Electric Co. Ltd. (“Fuji”, the same supplier as the MGPP-1) were delivered and installed on site from March to April 2017. MGPP-2 was first synchronized to the grid on March 9, 2018, with the full 12 MW attained on March 18, 2018. Reliability tests were then conducted from March 18 to 27, 2018, during which the power plant was on full 12 MW operation.

The Energy Regulatory Commission (ERC) formally notified MGI of the approval of MGPP-2’s Certificate of Compliance (COC) application on April 26, 2018. Subsequently, the MGPP-2 was accepted into the Wholesale Electricity Spot Market (WESM) on April 30, 2018—pegging the MGPP-2’s start of Commercial Operations on the same date. This operationally started the application of MGPP-2’s Electricity Supply Agreement (ESA) with PHINMA, now ACEN, wherein all of MGPP-2’s generated electricity are sold to ACEN.

Steam flow requirements of the MGPP-2 are also supplied by two (2) production wells, MB-12D and MB-18D, with the common steam line.

MGPP-2 exported 96.49 GWh and 95.77 GWh of electricity in 2024 and 2023, respectively.

On June 23-28, 2023, the MGPP-1 and MGPP-2 had opportunity maintenance shutdowns during the relocation of the transmission line and stub poles affected by the SLEX-TR4 construction. Also, on February 13 to 16, 2024, both power plants had their scheduled minor preventive maintenance shutdown. Various maintenance activities for the plants’ mechanical, electrical, and instrumentation facilities, as well as for the switchyard and transmission lines, were carried-out by MGI technical staff and private contractors.

On the steamfield side, three (3) production wells supply steam to two power plant units with a combined capacity of 32 MW. Mai-6D and MB-12D supply steam to the 20 MW MGPP-1, while MB-18D exclusively supply steam to the 12 MW MGPP-2.

Separated brine from the production wells and power plant condensates are reinjected into the reservoir to maintain reservoir pressure and adhere to environmental regulations. Reinjection wells MB-14RD, MB-17RD, and MB-15D were temporarily put offline after MB-19R became operational in September 2024. MB-19R is the sole reinjection well currently being used.

The MGPP-1 and MGPP-2 are connected to MERALCO’s distribution system.

Both MGPP-1 and MGPP-2 are registered with the Board of Investments (BOI) and are enjoying incentives under the Renewable Energy Act of 2008. The MGPP-1 had already completed its 7-year income tax holiday (ITH) and is now subject to 10% income tax. The MGPP-2 is still under ITH.

(b) Solar

Tarlac Solar Power Project (TSPP)

Solar Energy Service Contract (SESC) No. 2015-03-115

The SESC for the TSPP was awarded by the DOE on March 19, 2015. On June 17, 2015, PGEC and affiliate EEI Power Corporation (“EEIPC”, 100% subsidiary of EEI Corporation), incorporated PetroSolar Corporation (“PSC”) to undertake the development of the TSPP.

50 MW_{DC} Tarlac Solar Power Project-1 (TSPP-1)

On June 22, 2015, PetroGreen and solar farm lot owner, Luisita Industrial Park Corporation (LIPCO), executed a Lease Agreement for the 55-hectare solar farm development. This was assigned to PSC on September 15, 2015. As the LIPCO property is within the Central Technopark, which is under the jurisdiction of the Philippine Economic Zone Authority (PEZA), PSC was able to register as an Ecozone Utilities Enterprise on July 28, 2015, entitling it to the incentives available to PEZA locators.

After only four (4) months of ground works, the TSPP-1 was completed by mid-January 2016 and was able to export power to the grid on January 27, 2016. The DOE eventually gave its Certificate of Endorsement (COE) – Feed-in-Tariff (FIT) for TSPP-1, with an official Commercial Operations Date (COD) on February 10, 2016. Subsequently, on April 6, 2016, PSC executed its Renewable Energy Payment Agreement (REPA) with the National Transmission Corporation (TransCo), assuring the TSPP-1’s revenues from the FIT payment of ₱8.69/kWh from 2016 to 2036.

TSPP-1 exported 69.48 GWh and 72.82 GWh in 2024 and 2023, respectively.

20 MW_{DC} Tarlac Solar Power Project (TSPP-2)

On September 17, 2018, the BOI formally awarded to PSC the latter’s Certificate of Registration for the 20 MW_{DC} TSPP-2. This approval entitles the TSPP-2 to enjoy duty-free importations, and a seven-year ITH, among others.

After the site construction works for the TSPP-2 were completed in March 2019 and its registration with the WESM was secured from the Independent Electricity Market Operator of the Philippines Inc. (IEMOP) on April 21, 2019, the TSPP-2 started exporting power to the grid on April 22, 2019 as part of its testing and commissioning activities. The ERC conducted its technical inspections for the TSPP-2 on May 31, 2019, as part of PSC’s COC for TSPP-2.

On February 27, 2020 and March 18, 2020, the DOE formally issued to PSC the Certificate of Confirmation of Commerciality (COCOC) and the COE for TSPP-2, respectively. The COE is a prerequisite to the issuance of the COC by the ERC. The COC will determine the official COD for TSPP-2.

The ERC issued a Provisional Approval to Operate (PAO) to TSPP-2 on December 16, 2021, subject to PSC’s compliance with the 1) public ownership requirement and 2) terms under PSC’s Point-to-Point application, once approved. The said PAO was valid until December 15, 2022, and set TSPP-2’s WESM COD to January 25, 2022.

On October 25, 2022, PSC applied for validity extension of the PAO for TSPP-2. While evaluation of the application was underway, ERC issued the 2023 COC revised guidelines that extended the effectivity of TSPP-2’s PAO until December 15, 2024. On December 13, 2024, the ERC extended the validity of the PAO for one (1) year from December 16, 2024 until December 15, 2025.

On December 22, 2022, a Power Supply Agreement (PSA) was signed between PSC and SN Aboitiz Power-Magat, Inc. (SNAP-MI). Under the PSA, PSC agreed to supply and sell all power generated by TSPP-2 to SNAP-MI, on an energy-based and “as available” basis, from December 26, 2022 until December 25, 2023. On September 20, 2023, PetroSolar entered into a PSA with Shell Energy Philippines, Inc. (SEPH), under which, PSC committed to supply and sell all power generated by TSPP-2 to SEPH from December 26, 2023 to December 25, 2026. The offtake rates range from ₱4.90/kWh to ₱5.20/kWh, with mechanisms in place for upward adjustments.

In December 2023, PSC completed the construction of the TSPP-2’s 49 MW_{AC} substation. PSC will use this new substation once it receives approval from the ERC.

TSPP-2 exported 28.92 GWh and 30.36 GWh in 2024 and 2023, respectively.

Enrique T. Yuchengco Bldg. Rooftop Solar Power Project (ETY) – Binondo, City of Manila

On April 29, 2021, PGEC completed its first commercial and industrial (C&I) rooftop solar project for the Enrique T. Yuchengco Bldg. in Binondo, Manila.

The building owner E.T. Yuchengco Inc. (ETY) and project owner PGEC signed a 15-year Rent-to-Own Agreement for a 140.8-kWp solar rooftop facility on January 14, 2021. The rental period commenced upon the project's completion in April 2021. After the said 15-year cooperation period, PGEC will turn-over the said rooftop solar facility to ETY free of charge.

The ETY rooftop solar facility exported 0.137 GWh and 0.142 GWh of electricity in 2024 and 2023, respectively.

Mapúa Malayan Colleges Mindanao (MMCM) Solar Rooftop Project – Davao City, Davao del Sur

On February 13, 2024, PGEC signed a Solar Rooftop System Installation and Maintenance Agreement with MMCM for a 360 kWp solar rooftop project utilizing 600 units of 600 Wp solar panels manufactured by Canadian Solar. The MMCM Solar Rooftop Project was successfully completed on July 8, 2024.

For the year 2024, the project generated 0.208 GWh of electricity.

Bugallon Solar Power Project (BSPP)

Solar Energy Operating Contract (SEOC) No. 2022-04-622-AFI

On May 5, 2022, PGEC was awarded a Solar Energy Operating Contract (SEOC) by the DOE for its Bugallon Solar Power Project (BSPP) in Brgy. Salomague Sur, Bugallon, Pangasinan.

Following the incorporation of Bugallon Green Energy Corporation (BGEC) on October 14, 2023, SEOC No. 2022-04-622 was later transferred to BGEC on April 16, 2024.

From 2022 to 2024, PGEC and later BGEC secured all necessary local and national permits and completed pre-construction activities (pre-engineering studies, site leveling/ grading, etc. and commenced construction of the solar farm and grid connection facilities.

On November 12, 2024, BGEC was awarded with a Certificate of Energy Project of National Significance (CEPNS), entitling the BSPP to all rights and privileges stated in DOE Department of Order No. DO2024-04-0003.

The BGEC was a winning bid in the second round of the Green Energy Auction Program (GEA-2) held in June 2023. Upon its delivery commencement date, the project will be entitled to a Green Energy Tariff of ₱4.4043/kWh for a term of twenty years.

Dagohoy Solar Power Project (DSPP)

Solar Energy Operating Contract (SEOC) No. 2022-06-629-AFI

On June 28, 2022, PGEC was awarded a SEOC by the DOE for its Dagohoy Solar Power Project (DSPP) located in Brgy. San Vicente, Dagohoy, Bohol.

Favorable endorsements for the land reclassification of the DSPP site were secured from the Dagohoy Sangguniang Bayan (SB) in October 2022 and from the Bohol SP in December 2022. Said resolutions are needed to secure the requisite Locational Clearance and Building Permit for the DSPP.

On December 22, 2022, PGEC entered into a four-year offtake agreement with SN Aboitiz Power-Magat, Inc. (SNAP-M) counted from the start of commercial operations.

PGEC, through third-party consultants, achieved completion of the System Impact Study (SIS) on August 1, 2023 and Facility Study on September 26, 2023.

Moreover, on August 17, 2023, the Global Environment Centre Foundation (GEC) of Japan announced that the DSPP has been selected to receive Joint Crediting Mechanism (JCM) subsidy.

Following the incorporation of Dagohoy Green Energy Corporation (DGEC) on September 13, 2023, SEOC No.

2022-06-629 was later transferred to DGEC on February 28, 2024.

Consequently, a novation agreement was signed on May 22, 2024, transferring the rights and obligations of PGEC under the offtake agreement to DGEC.

After completing all necessary solar farm and grid connection facilities, the project was successfully energized on November 12, 2024, marking the start of the testing and commissioning (T&C) activities.

For the year 2024, the DSPP exported 4.13 GWh of electricity to the grid.

San Jose Solar Power Project (SJSPP)

Solar Energy Service Contract (SESC) No. 2015-09-251-AF2

On July 19, 2023, the DOE approved the assignment of Solar Energy Service Contract No. 2015-09-251-AF1 from V-mars Solar Energy Corporation (V-MARS) to PGEC.

On July 27, 2023, PGEC purchased parcels of land located in the Municipalities of San Jose and Science City of Munoz, Nueva Ecija owned by V-MARS. The lots were registered with the Registry of Deeds for San Jose, Nueva Ecija under the name of PGEC on September 21, 2023.

Following the incorporation of the San Jose Green Energy Corporation (SJGEC) on October 14, 2023, the same SESC was transferred to SJGEC on April 16, 2024.

On March 29, 2024, the Global Environment Center Foundation (GEC) of Japan announced that the SJSPP has been selected to receive Joint Crediting Mechanism (JCM) subsidy.

On May 3, 2024, SJGEC signed an offtake agreement with SNAP-M.

After completing all necessary solar farm and grid connection facilities, the project was successfully energized on December 21, 2024, marking the start of the T&C activities.

For the year 2024, the SJSPP exported 0.61 GWh of electricity to the grid.

Isuzu Autoparts Manufacturing Corporation (IAMC) Solar Rooftop Project – Biñan City, Laguna

On July 23, 2024, PGEC entered into a Supply and Install Contract for the installation of a 3.002 MWp rooftop solar project at IAMC's manufacturing facility in Laguna. PGEC will also be responsible for the operations and maintenance of the solar facility for the duration of the contract.

The EPC contract was awarded to Fravinz Enterprises, Inc. on August 9, 2024. Construction commenced in January 2025 and is expected to be completed by April 2025. Upon completion, it will be among the largest commercial and industrial (C&I) rooftop solar facilities in Laguna.

Limbauan Solar Power Project (LSPP)

Solar Energy Operating Contract (SEOC) No. 2017-05-394

The LSPP is located in the province of Isabela and its SEOC is held by BKS Green Energy Corporation (BKS). The LSPP will be developed in two (2) phases: (a) 6MW_{DC} Phase 1 (LSPP-1) and (b) the 33.8MW_{DC} (LSPP-2).

On August 16, 2023, PGEC acquired 100% of the outstanding capital stock of BKS from its previous stockholders. The corresponding Certificate Authorizing Registration (CAR) was issued by the BIR in September 2023, approving the transfer of the BKS shares in its stock and transfer books under PGEC. On December 19, 2024, PGEC sold 100% of BKS shares to RGEC, which will eventually be transferred in the name of RGEC once the CAR is secured from the BIR.

On November 10, 2020, BKS and Isabela Electric Cooperative II (ISELCO II) executed a Power Supply Agreement for LSPP-1 for the supply of power to the franchise area of ISELCO II with a term of 15 years at a rate of ₱5.40/kWh. The application for approval of the PSA is still pending with the ERC.

For the year 2023 to 2024, BKS accomplished all the necessary amendments to local and national permits, completed pre-engineering studies and substantially completed pre-construction activities (site grading/ leveling and fencing). Construction of the solar farm and grid connection facilities commenced in Q1 2025.

On November 04, 2024, BKS was awarded with a CEPNS, entitling the LSPP to all rights and privileges stated in DOE Department of Order No. DO2024-04-0003.

The LSPP-2 was a winning bidder in the second round of the Green Energy Auction Program (GEA-2) held in June 2023. Upon its delivery commencement date, the project will be entitled to a Green Energy Tariff of ₱ 4.4043/kWh for a term of twenty years.

EcoSolar Energy Corporation

On November 20, 2024, the SEC approved the incorporation of EcoSolar Energy Corporation (ESEC), currently, a wholly owned subsidiary of PGEC and is planned to hold PGEC's new projects such as large solar, aquavoltaics and Battery Energy Storage Systems (BESS), among others.

(c) Wind

Nabas Wind Power Project (NWPP)

Wind Energy Service Contract (WESC) No. 2009-09-002

The service contract for the Nabas Wind Power Project (NWPP) covers 2,000 hectares of public and private lands in rolling terrain in the province of Aklan, located near the northwestern tip of the Panay Island. It lies about 6 km southeast of Catiglan, and electricity-deficient Panay and Boracay islands which are natural markets of power from the NWPP.

It was decided that the NWPP will be constructed in two phases: (a) the 36 MW Phase 1 (NWPP-1), consisting of 18 Wind Turbine Generators (WTG) at 2 MW each WTG; and (b) the 13.2 MW Phase 2 (NWPP-2) consisting of six (6) WTGs at 2.2 MW each WTG. Three (3) of the NWPP-2 WTGs are already under testing and commissioning.

Nabas Wind Power Project-1 (NWPP-1)

On August 01, 2013, the DOE issued the Confirmation of Commerciality for the 36 MW NWPP-1, making it the third WESC to be declared commercial. Construction of NWPP-1 started in December 2013 and was completed in the first half of 2015.

On June 16, 2015, the DOE released the COE for FIT Eligibility (COE-FIT), endorsing the official start of commercial operation to be June 10, 2015. On August 17, 2015, the ERC approved PWEI's COC for NWPP-1. This confirms the commercial operations date of the wind farm to be June 10, 2015. The FIT for the NWPP-1 is ₱7.40/kWh for the years 2015-2035.

The NWPP-1's annual total energy exported to the grid were 96.38 GWh, 88.64 GWh, 80.79 GWh in 2024, 2023, and 2022, respectively.

Nabas Wind Power Project-2 (NWPP-2)

On May 13, 2020, the DOE formally issued to PWEI a revised COCOC, separating the capacities of the 36 MW as FIT-eligible and the then planned expansion project, the 14 MW Nabas-2 Wind Power Project (NWPP-2) as Merchant Generator. The revised COCOC signifies that NWPP-2 has been approved for construction as being commercially feasible.

On February 17, 2021, the DENR-EMB Region 6 issued the amended Environmental Compliance Certificate (ECC) to PetroWind for NWPP-2, while the Forest Land Use Agreement (FLAg) has been signed by the DENR Central Office in January 4, 2022.

On June 24, 2022, the NWPP-2 was formally announced as the winning bidder for the Visayas wind allocation of the DOE's Green Energy Auction Program (GEAP) for a 20-year offtake term with a price of ₱5.7555/kWh. On September 28, 2022, the DOE issued to PWEI its Certificate of Award for the GEAP wind allocation corresponding to the NWPP-2's capacity of 13.2 MW.

On January 13, 2023, DENR signed the Special Agreement for Protected Areas (SAPA) of the NWPP-2. This agreement allows PWEI to develop and operate the NWPP-2 in the approved area for at least 25 years.

Following completion of necessary grid connection facilities, PWEI energized the initial three (3) WTGs with a total capacity of 6.6 MW in April 2024. The construction of the remaining three (3) WTGs commenced in Q1 2025.

As of December 31, 2024, NWPP-2 exported 18.24 GWh of electricity to the grid.

On April 24, 2023, PERC and EEIPC entered a Share Purchase Agreement where PERC agreed to purchase all of EEIPC's equity interests in PWEI (20%). The full payments for the EEIPC shares in PWEI were made on May 10, 2023.

San Vicente Wind Hybrid Power Project (SVWHPP)
Wind Energy Service Contract (WESC) No. 2017-09-118

On November 11, 2019, the DOE officially awarded to PetroGreen the San Vicente, Palawan WESC. The WESC, effective October 9, 2019, vests PetroGreen with the rights and responsibilities to harness wind energy and develop and operate the corresponding renewable energy facility in the area. The proposed project is situated in the municipality of San Vicente, Palawan, approximately 130 km north of Puerto Princesa.

Activities for the meteorological mast installation program for the San Vicente Wind Hybrid Power Project (SVWHPP) have been put on-hold due to COVID-19-related travel restrictions. Nonetheless, PGEC has secured on May 07, 2020 a Certificate of Non-Coverage (CNC) from the Department of Environment and Natural Resources (DENR) for the mast installation. PGEC also secured a Special Land Use Permit (SLUP) from the DENR on March 9, 2021 for the mast installation in San Vicente.

In December 2020, PGEC's contractor was mobilized to San Vicente, Palawan to carry out the installation works for the 60-meter meteorological mast to be used for the wind measurement campaign of the SVWHPP. The said mast was commissioned and turned over to PGEC in July 2021.

The two-year wind measurement campaign, which began in July 2021, was completed by August 2023. In June 2023, PGEC submitted the Distribution Impact Study (DIS) to Palawan Electric Cooperative (PALECO) for evaluation and review.

While PGEC is exploring potential offtake options, it continues to implement its work program commitments (i.e. shortlisting of potential WTG suppliers and negotiation, potential partners and financial modelling).

(e) Offshore Wind

Northern Mindoro Offshore Wind Power Project (NMOWPP)

Northern Luzon Offshore Wind Power Project (NLOWPP)

East Panay Offshore Wind Power Project (EPOWPP)

In 2021, PGEC secured three (3) new Wind Energy Service Contracts (WESC) from the DOE covering three (3) offshore wind blocks, namely: 1) Northern Luzon Offshore Wind Power Project (located offshore Ilocos Norte), 2) Northern Mindoro Offshore Wind Power Project (located offshore Occidental Mindoro), and 3) East Panay Offshore Wind Power Project (located offshore Iloilo).

These projects will be developed by PGEC alongside Danish energy firm Copenhagen Energy A/S (CE) through three (3) Special Purpose Vehicles (SPVs), namely: BuhaWind Energy Northern Luzon Corporation (BENLC), BuhaWind Energy Northern Mindoro Corporation (BENMC) and BuhaWind Energy East Panay Corporation (BEEPC); all duly incorporated in November 2022.

Following the formal notices from the DOE, service contracts covering the NLOWPP, NMOWPP and EPOWPP were assigned/ transferred to BENLC, BENMC and BEEPC on February 28, 2024, December 29, 2023 and December 27, 2023, respectively.

For NLOWPP, PGEC and CE commenced with additional pre-development studies, namely: 1) initial environmental pre-scoping study conducted in October-November 2022, 2) Final System Impact Study (SIS) issued by NGCP in December 2024, 3) initial discussions with contractors for on-site wind measurement campaign with target commencement by Q2 2025 and 4) initial offshore wind port layout/ configuration submitted to the DOE in April 2024.

As of December 31, 2024, these entities are still in the pre-development stage and have not yet started their operations.

Products

The Group derives revenues from the sale of electricity generated from renewable energy resources and from its share in crude oil production.

Electricity sales contributed 77.24% of the total revenues as of December 31, 2024. These are from the electricity generated by MGPP-1, MGPP-2, TSPP-1, TSPP-2, NWPP-1, NWPP-2, DSPP, and SJPP.

Oil revenues are derived from PERC's share of producing offshore oil fields in Gabon, West Africa, which contributed 20.68% of the total revenues as of December 31, 2024.

Distribution Method

Electricity Sales

For MGPP-1 and MGPP-2 that started commercial operations on February 8, 2014 and April 30, 2018, respectively, all the energy exported is sold to ACEN Corporation (formerly PHINMA Energy Corporation), a retail electricity supplier (RES), through an electricity supply agreement (ESA).

For the TSPP-1, which started its commercial operations on February 10, 2016 and qualified for the Feed-in-Tariff (FIT) scheme, all energy is exported to the grid and is distributed to all end-users who are connected to the grid. The National Transmission Corp. (TransCo), as the FIT administrator, facilitates the payments to FIT-eligible plants, such as TSPP-1.

For the TSPP-2 that started WESM commercial operations on January 25, 2022, all the energy exported were sold to SN Aboitiz Magat, Inc and Shell Energy Philippines Inc. in 2022 and 2023, respectively, a retail electricity supplier (RES), through a power supply agreement (PSA).

On September 20, 2023, TSPP-2 entered into a PSA with SEPH. Under this agreement, PetroSolar committed to supply and sell all power generated by 20MW_{DC} solar farm (TSPP-2) to SEPH from December 26, 2023 to December 25, 2026. The offtake rates range from ₱4.90/kWh to ₱5.20/kWh, subject to upward adjustments.

The NWPP-1 started its commercial operations on June 10, 2015 under the FIT scheme. All energy generated is exported to the grid and is distributed to all end-users who are connected to the grid. The National Transmission Corp. (TransCo), as the FIT administrator, facilitates the payments to FIT-eligible plants, such as NWPP-1.

Crude oil

The Consortium entered into a crude sales agreement with Glencore Energy UK Ltd. where a single buyer is committed to buy based on a pricing scheme that is benchmarked on Dated Brent. Dated Brent represents the value of physical crude oil trading for prompt delivery in the open spot market. With this type of agreement, the Consortium will be assured of its crude oil being purchased at a fixed pricing scheme.

Physical transfer of the oil was effected at the offshore production site from the Floating Production Storage and Offloading Vessel (FPSO) to the buyer's oil tanker. The FPSO was replaced by the FSO in October 2022, carrying out similar functions as the FPSO.

Competition

In the Company's RE business, there is a risk that bigger power producers, particularly those that operate coal power plants, may command lower prices and thus be preferred by potential offtakers over the electricity generation from power generating assets of the Company. To mitigate this risk, long-term contracts have been and will be secured for its RE power projects. MGI has secured a long-term Electricity Supply Agreement with PHINMA, now ACEN Corporation ensuring stable and predictable cash flows for the 20-year duration of the agreement. As for the TSPP-1 and NWPP-1, FIT rates of ₱8.69/kWh and ₱7.40/kWh, respectively, have been secured from the DOE, with the

approval of the Energy Regulatory Commission (ERC). The new solar projects, such as the BSPP and LSPP-2 has assured offtake through the Green Energy Auction Program of the DOE. Both projects received Certificates of Award entitling them to a Green Energy Tarriff of ₱4.4045/kWh for a period of twenty years.

For the local oil industry, industry, companies form a consortium to explore certain areas due to high cost of exploration. Competition arises when 2 or more parties bid for a single block offered by the government and have to come up with the best program for exploration. Oil companies with local presence in the Philippines include: The Philodrill Corporation, ACEN Corporation formerly, PHINMA Energy, Forum Energy Philippines Corporation, PXP Energy Corporation, among others. The Company formed consortiums with these companies in some Philippine service contracts.

Sources and Availability of Raw Materials and Names of Principal Suppliers

The Company is not into manufacturing and has no need for raw materials for its business.

Dependence on a single customer or few customers

For the MGPP-1 and MGPP-2, Electricity Supply Agreements (ESAs) were signed with PHINMA, now ACEN Corporation, for a period of 20 years, wherein it will buy all of the energy exported for a fixed agreed price, re-priced every 5 years. These ESAs were later on amended on August 23, 2019 effecting, among others, the extension of the electricity supply period for both plants until June 25, 2039.

For the TSPP-1, consequent to the issuance of FIT COC in its favor, PSC entered into a REPA with the TransCo on April 6, 2016. Under the REPA, TransCo shall pay the FIT Rate for all metered generation of PSC-TSPP1 for a period of twenty (20) years from start of Commercial Operations.

On December 22, 2022, a Power Supply Agreement (PSA) was signed between PetroSolar and SN Aboitiz Power-Magat, Inc. (SNAP-MI). Under the PSA, PetroSolar agreed to supply and sell all power generated by TSPP-2 to SNAP-MI, on an energy-based and “as available” basis, from December 26, 2022 until December 25, 2023. On September 20, 2023, PetroSolar entered into a PSA with Shell Energy Philippines, Inc. (SEPH). Under this agreement, PetroSolar committed to supply and sell all power generated by TSPP-2 to SEPH from December 26, 2023 to December 25, 2026. The offtake rates range from 4.90/kWh to 5.20/kWh, with mechanisms in place for upward adjustments.

For the oil liftings, these are sold to a single buyer, Glencore Energy UK Ltd.

Transaction with and/or Dependence on Related Parties

Please see “Item 12” for discussion on Related Party transactions.

Summary of principal terms and expiration dates of all patents, trademarks, copy rights, licenses, franchises, concessions and royalty agreements

Aside from the Petroleum Properties and Renewable Energy Service Contracts discussed, there are no other patents, trademarks, copyrights, licenses, franchises, concessions, and royalty agreements entered into by the Group as of December 31, 2024, and 2023.

Need for Government approvals of Principal Products

Oil industry in the Philippines is regulated by the policies and rules and regulations provided by government agencies like the Departments of Energy (DOE), Finance and Environment and Natural Resources. Moreover, generation and sale of electricity need prior approval from the Energy Regulatory Commission (ERC).

Effect of existing or probable governmental regulations and Costs and Effects of Compliance with Environmental Laws

For the Renewable Energy Projects, the Company conducted extensive studies to determine the environmental impact and possible mitigating actions to reduce, if not, eliminate potential threats to the environment connected with the power plant operations. In all the power plant sites, active coordination and consultation with local government units and other stakeholders are also being carefully observed.

For MGPP, the Environmental Compliance Certificate (ECC) was issued on August 10, 2010. For TSPP, the ECC was issued by the DENR-EMB Region III on August 4, 2015 and was amended on June 13, 2018, prompting the commencement of ground works on the solar park site and project development. For PWEI, the ECC for the 50 MW NWPP was released by the DENR Region 6 office in June 2012, as amended on March 29, 2021.

The ECCs, being a planning tool, guides the respective sites through the Pollution Control Officers (PCOs) in complying with the related environmental rules and regulations. Each power plant religiously implements its respective Environmental Management System to further improve and go beyond compliance in support of the sustainable development goals of the country. Thus, compliance with governmental regulations is embedded in the operations of all the RE projects.

Amount spent on research and development activities

A. Renewable Energy Research and Development

As of December 31, 2024, the group has Deferred development costs amounting to ₱328.20 million representing costs incurred for the prospective solar and wind power projects.

B. Oil Exploration and development – bulk of the additions to the Wells and Platforms Account (Note 11 of the Consolidated AFS) pertains to PERC's share in the drilling program.

Total Number of Employees and Number of Full-Time Employees

As of December 31, 2024, there were 183 regular employees of the Group. The Group may hire employees in the next twelve (12) months due to increased volume of business, specifically for its renewable energy business.

Below is the break-down of regular employees of PERC and its subsidiaries:

PetroEnergy	17
PetroGreen	43
Maibarara	85
PetroSolar	10
PetroWind	20
Bugallon Green	1
Dagohoy Green	5
San Jose Green	2
Total Employees	183

Risk Factors

Risks Relating to Gabon and the Philippines

Political, Economic and Legal Risks in the Philippines

The Philippines has, from time to time, experienced military unrest, mass demonstrations, and similar occurrences, which have led to political instability. The country has also experienced periods of slow growth, high inflation and significant depreciation of the Peso. The regional economic crisis which started in 1997 negatively affected the Philippine economy resulting in the depreciation of the Peso, higher interest rates, increased unemployment, greater volatility and lower value of the stock market, lower credit rating of the country and the reduction of the country's foreign currency reserves. There have also been growing concerns about the unrestrained judicial intervention in major infrastructure project of the government.

There is no assurance that the political environment in the Philippines will be stable and that current or future governments will adopt economic policies conducive to sustained economic growth.

Continuous and peaceful operations in the project areas are dependent on the Company's good relationships with the host local government units. Presently, the Company's operating renewable energy projects are in the following provinces: Batangas for its geothermal energy project; Tarlac, for its first solar power projects; and Aklan for the wind energy projects. The new solar power projects that are expected to be operating soon are located in Bohol, Isabela, Nueva Ecija, and Pangasinan. The local governments in these areas—from the provincial, municipal and barangay levels—are supportive of these projects. Generally, local government endorsements and resolutions have not been a problem in these areas.

The Company's oil projects, on the other hand, are located in Palawan. Since these are oil exploration projects, getting local government support have been challenging.

To ensure that host local government units give their support and to mitigate the risk of their withdrawal of support of the Company's projects, the Company invests in corporate social responsibility projects (CSR). These CSR projects are geared towards providing long term and sustainable development to the communities within the host local government units, particularly in the areas of health, education, and livelihood. The Company likewise heavily invests in environmental protection and damage mitigation measures to ensure that the projects are environmentally sound and would benefit the host LGUs.

Political, Economic and Legal Risks in Gabon

Despite its internal problems, the State of Gabon is said to be politically stable by African standards. Gabon was led by President Omar Bongo, the continent's second longest-serving head of state, who has been in power since 1967 until his death in 2009. Through an election held soon after, his son, Ali-Ben Bongo Ondimba, succeeded him as President. Its political stability and ample natural resources have helped make Gabon a wealthy nation compared to the rest of Sub-Saharan Africa. It must be noted however that Gabon's wealth is not distributed equitably, and almost half of the population lives below the poverty line.

Gabon held a presidential election in August 2016, and the change in administration also introduced new fiscal terms that could likewise change and negatively impact the Company's business. A new Hydrocarbon Law, which took effect since 2014, introduces new fiscal terms for all upstream operators – which include increased government shares and royalties, decreased cost recovery, and the imposition of 35.0% income tax on profit oil – all of which would significantly work in favor of the Gabonese Government. The Consortium was, however, able to secure favorable concessions from the Gabonese Government, like the non-imposition of the 35% income tax on profit oil, which has now been permanently lifted for all upstream oil operators.

The oil industry is the key to Gabon's economy although the government is trying to distance itself from oil dependence and focus on non-oil businesses such as forestry products due to concerns over the life of the oil reserves.

The general political situation in and the state of economy of Gabon may thus influence the growth and profitability of the Company. Any future political or economic instability in Gabon may have a negative effect on the financial results of the Company.

Furthermore, the continuity of the Gabon Operations is dependent on the validity of the permits and licenses issued the Gabon Consortium. A stable regulatory environment that would allow unhampered operations in Gabon is crucial to the Company's continuous profitability.

Technical Risk

The petroleum exploration industry is a high risk, capital intensive and highly speculative industry. Risks in upstream petroleum exploration include 1) prospectivity of the concession area in terms of actually finding oil in commercial quantity, 2) varying oil prices and project economics, 3) joint venture structuring and key personnel management, among others. Finding oil in commercial quantity is highly dependent on appropriate geologic conditions for oil to accumulate, and be able to be extracted by drilling. Once commercial oil is found, one has to make capital expenditures in terms of field appraisal (determining the extent of the reserves) for proper field development. The Company mitigates this high degree of technical risk through the use of advanced and sophisticated tools, engagement of experienced consultants, and constant intensive discussion and information-sharing with joint venture partners.

From late 2016 onwards, much of the discussions of the Consortium have been over the economic life of the Etame Marin complex. To date, the Consortium believes that it has already recovered 50.00% of the estimated ultimate recoverable reserves, which means that production from the Gamba sand reservoir may soon start to decline as a natural consequence. The planned future drillings in the area are mostly from the deeper Dentale sands. These sands are not as well characterized as the Gamba, thus, putting uncertainty in its production. Two (2) wells are currently producing from these sands.

Moreover, there is not much area to produce the Gamba from within the Etame Marin Permit as some acreage has been relinquished to the government in 2012. There is also the current issue on production of sour gas (hydrogen sulfide gas) within the Gamba sands in the northern Ebouri production sector. Souring usually happens when extraction of oil has already reached deeper in the reservoir.

Souring of wells is a concern which may extend further to the other production fields as extraction continues. Currently, all wells that turned sour are kept shut since the facilities are not designed to handle the corrosive oil. Production from these sour wells may be realized either through installation of processing platforms or re-installation of sour-resistant pipes at the surface facilities. Both options entail high costs.

These risks are key considerations for the Consortium's on-going studies and discussions for the Integrated Field Development Plan (IFDP) for the remainder of the field life. The IFDP aims to 1) augment long-term production by strategic drilling program/s to near-field areas and deeper targets, 2) address the risk of souring by evaluating options for crude sweetening, and 3) optimize the crude handling capacity for more profitable crude sales.

Operational Risk

The production of crude oil may involve many risks such as breakdown of equipment, unexpected levels of output or efficiency, natural disasters, and the need to comply with further directions of the relevant government authority. Moreover, like most oil discovery areas, there are concerns over how long these reserves will last. Any of the foregoing circumstances could significantly reduce revenues or increase the cost of operating the contract area.

As the field matures, the existing wells age and become more prone to mechanical fatigue and failures. In case these wells fail, the Consortium conducts workover operations on these wells to repair these damages and restore lost crude production. These are budgeted and conducted at regular year intervals in anticipation of potential or unexpected failures for the existing wells.

The Consortium entered into a crude sales agreement with Glencore Energy UK Ltd. where a single buyer is committed to buy based on a pricing scheme that is benchmarked on Dated Brent. With this type of agreement, the Consortium will be assured of its crude oil being purchased at a fixed pricing scheme. Aside from this, the Consortium also plans to balance its operating expenses and to increase oil production to ensure that revenues do not drop drastically as a result of low oil prices.

The Consortium is currently examining the most optimal drilling program to ensure maximum recoverable oil, while ensuring positive returns for the consortium members. This includes an optimal drilling program in which the Consortium could further extract as much of the Gamba and Dentale reservoirs and address the sour oil from

the affected wells while keeping capital expenditures and operating expenses at manageable levels to hope for positive returns. These are all heavily dependent on the global oil price trends.

An equally crucial aspect of the IFDP is the efficiency of the storage and offtake facilities for the produced crude oil from the Etame Marin field. The FPSO contract with BW Offshore that owns the Petroleo Nautipa expired in September 2022 after operating since 2002. This vessel was only capable of handling ~700,000 bbls of crude and suffered various downtimes resulting in curtailed production. Continuous use of this FPSO presented an operational risk. There was, therefore, a need to switch to a new vessel that could handle ~1.1 MMbbls of crude that would help ensure that the field could handle and export more crude, while also reducing vessel-related downtimes and unhampered production. Thus, in August 2021, the Consortium entered into a Bareboat Charter Agreement and Operating Agreement with World Carrier Offshore Services Corporation (World Carrier) to provide and operate a Floating Storage and Offloading (FSO) unit at the Etame Marin field for up to eight (8) years with additional option periods available upon the expiration of the FPSO contract with BW Offshore. Throughout 2022, facility reconfiguration works were being conducted in parallel for the hook-up and commissioning of the new FSO vessel, Teli, which replaced the Petroleo Nautipa FPSO vessel in mid-October 2022. The FSO vessel is now operational and receiving crude from all Etame Marin platform wells. The two (2) old subsea wells – Etame-6H and Etame-7H – which were originally connected directly to the old Petroleo Nautipa FPSO, have been hooked-up to the FSO on December 30, 2022.

Risk of Venturing into Renewable Energy Projects

The following risks on the Group's ventures in geothermal, wind and solar energy developments may have significant effect in the Group's business, financial condition, and results of operations:

- Offtake risks or market risks;
- Breakdown or failure of power generation equipment, steam supply equipment, transmission lines, pipelines or other necessary equipment or processes, leading to unplanned outages and other operational issues;
- Flaws in the design of equipment or in the construction of an electric generation or steam supply plant;
- Problems with the quality and quantity of geothermal, wind, and solar resources;
- Material changes in law or in governmental permit requirements;
- Operator error;
- Performance below expected levels of output or efficiency;
- Labor disputes, work stoppages, and other industrial actions by employees affecting the projects directly;
- Pollution or environmental contamination affecting the operation of the plants;
- Planned and unplanned power outages due to maintenance, expansion and refurbishment;
- The inability to obtain required governmental permits and approvals including the FIT allocation;
- Opposition from local communities and special interest groups;
- Social unrest and terrorism;
- Engineering and environmental problems;
- Construction and operational delays, or unanticipated cost overruns;
- Force majeure and other catastrophic events such as fires, explosions, earthquakes, floods and acts of terrorism and war that could result in forced outages, personal injury, loss of life, severe damage or destruction of a plants and suspension of operations;
- Grid failure and
- Denial of Land Conversion Application with the Department of Agrarian Reform.

The group cannot assure that future occurrences of any of the events listed above or any other events of a similar or dissimilar nature would not significantly decrease or eliminate the expected revenues from any of its power or steam generating assets, or significantly increase the costs of operating any such assets.

The Group avoids or mitigates the operational risks through proper maintenance of machinery and equipment and by making sure that Operations and Maintenance (O&M) contracts with competent third-party service providers are always active and effective. The Group also ensures that the operating units would hire competent personnel. Design flaws are addressed by professional indemnity insurances that could cover losses from the same. Constant communication with regulators and maintenance of good relations with them help in planning ahead for any potential change in regulations or regulatory requirements. For the social aspects of the projects, the Group maintains a good Corporate Social Responsibility Program, with focus on health, education and livelihood programs, thus helping in achieving host community acceptance, and reduction of social unrest and terrorism. The Group also ensures that the operating units are adequately covered by sabotage and terrorism insurance policies.

Foreign Currency Risk

A portion of the Company's revenues are denominated in U.S. Dollars. However, the obligation and expenses of the local areas which do not contribute revenues to the Company are denominated in U.S. Dollars. In addition, a substantial portion of the Company's future capital expenditures in Gabon are denominated in currencies other than the Peso. During the last decade, the Philippine economy has from time-to-time experienced instances of devaluation of the Peso and limited availability of foreign exchange. Recurrence of these conditions may adversely affect the financial condition and results of operations of the Company. The Company does not normally hedge its foreign currency exposures as it believes that it has sufficient revenues in U.S. Dollar and/or Philippine Peso, as the case may be, to answer for corresponding obligations.

Equity Partnership Risk

The Company has been participating in various oil exploration and development activities in Gabon and the Philippines with other parties. The Company is currently engaged in a production sharing contract with an equity share of 2.525% covering the Etame discovery block in the Atlantic shelf along with its Gabon Consortium partners. Such equity partnership requires the sharing in costs and revenues from the sale of the Etame crude oil. This situation may involve special risks associated with the possibility that the equity partner (i) may have economic or business interests or goals that are inconsistent with those of the Company; (ii) take actions contrary to the interests of the Company; (iii) be unable or unwilling to fulfill its obligations under the production sharing contract or sales contract; or (iv) experience financial difficulties. These conflicts may adversely affect the Company's operations. To date, the Company has not experienced any significant problems with respect to its equity partners.

In the Philippines, the Company, through its subsidiary, PetroGreen, partnered with different foreign and local companies. For MGI, the Company (65.00% through PetroGreen) partnered with PHINMA (25.00%) (PHINMA was acquired by the AC Energy, Inc. and has been renamed to ACEN Corporation or "ACEN") and PNOC RC (10.00%); in PWEL, the Company (40.00% through PetroGreen) partnered with EEIPC (20.00%) and CapAsia ASEAN Wind Holdings Cooperatief U.A. (40.00%) (CapAsia was later acquired by BCPG Public Company Ltd. And renamed to BCPC Wind Cooperatief U.A.); for PSC, the Company (56.00%) partnered with EEIPC (44.00%); in the Buhawind Energy SPVs, the Company (40.00%) partnered with CE Pacific ApS (60.00%) a wholly-owned subsidiary of Copenhagen Energy A/S); and for RGEN, the Company (75%) partnered with Taisei Corporation (25%).

In September 2022, PetroGreen, PetroEnergy and Kyuden International Corporation (KIC), a wholly-owned subsidiary of Japan's Kyushu Electric Power Co., Inc., executed the Subscription Agreement and Shareholders' Agreement. Pursuant to the said documents, PetroGreen will issue 712,251,720 shares in two tranches in favor of KIC equivalent to 25% ownership interest in PetroGreen upon completion of the conditions precedent for the transaction. On January 10, 2023, the date of "Second Closing", the remaining balance of the escrow account amounting to ₱1.63 billion was released and the stock certificate for the 349,006,880 subject shares was issued in favor of Kyuden. After the Second Closing on January 10, 2023, Kyuden already holds 25% ownership interest in PetroGreen.

On April 23, 2024, Taisei Corporation of Japan signed an Investment Framework Agreement and Shareholders' Agreement with PGEC to acquire a 25% equity stake in RGEN. Following the fulfillment of the transaction's conditions precedent, the Subscription Agreement was signed on May 31, 2024, with the consideration remitted on the same day.

This situation may involve special risks associated with the possibility that the equity partner (i) may have economic or business interests or goals that are inconsistent with those of the Company; (ii) take actions contrary to the interests of the Company; (iii) be unable or unwilling to fulfill its obligations under the production sharing contract or sales contract; or (iv) experience financial difficulties. These conflicts may adversely affect the Company's operations. Further to these, the Company continues to evaluate joint venture or partnership opportunities.

Cooperation among the joint venture and consortium partners on business decisions is crucial to the sound operation and financial success of these joint venture companies. Although the Company believes it maintains good relationships with its partners, there is no assurance that these relationships will be sustained in the future or

that problems will not develop. For example, the Company's joint venture partners may be unable or unwilling to fulfill their obligations, take actions contrary to its policies or objectives, or may experience financial difficulties. If any of these events occur, the businesses of these joint ventures could be severely disrupted, which could have a material adverse effect on PERC's business, financial condition and results of operations.

In order to avoid or mitigate these risks, PERC employs care and prudence in its partner selection. The backgrounds of would be partners are heavily scrutinized; attention is given in knowing the personalities behind the potential partners, their culture, and their industry reputation. The shareholders' agreements or joint venture agreements contain penalty provisions in case a partner refuses or fails to fulfill its obligations. There are likewise exit mechanisms that could be utilized in case the relations among partners become sour.

In 2023, the Company decided to increase its foothold on its existing RE projects by acquiring from EEIPC the following equity interests: (a) additional 7.5% interest in PGEC that increased PERC's ownership over PGEC to 75%; (b) 20% interest in PWEI, thereby giving PERC and PGEC a combined 60% equity interest in PWEI; and (c) 44% in PSC. These acquisitions allow PERC to more effectively direct the operations of these companies and their respective projects.

Risks Relating to Change in Regulations

The Group is compliant with the laws, rules and regulations in the Philippines and Gabon that enable it to legally operate or participate in the energy projects it has invested in. In the same manner, the relevant permits, endorsements, clearances applicable to the respective energy projects which the Group has invested in have either been secured or are currently being processed. These permits are based on present rules, regulations and laws of the Philippines and Gabon. There is a risk that the Philippines and Gabon will change any rule, regulation and law that may affect the Group's and its projects' existing permits. To mitigate this risk, the Group constantly monitors the policy direction of both the governments of the Philippines and Gabon in order to anticipate any change in regulation that may affect the Group and its projects.

Risks relating to the Environment

The Group's projects involve energy exploration, development and utilization, which entail putting up of infrastructure, erection and installation of equipment and facilities, extraction and utilization of natural resources –all of which may involve temporary disturbances to the environment. To minimize and mitigate the risks involved in these temporary disturbances, the Group ensures that environmental risks (such as erosion and siltation) have been considered during the planning stage of the construction activities and thus the necessary mitigating measures and plans have been incorporated in the projects' environmental management plan. In the case of the NWPP, the PWEI installed slope protection measures to prevent erosion and degeneration of the land.

Risk from Natural Calamities

The Philippines is prone to natural calamities such as typhoons, floods, volcanic eruptions, earthquakes, mudslides, and droughts, and thus, the Company's operations and those of its subsidiaries and affiliates may be disrupted by the occurrence of such natural calamities, and could thereby materially and adversely affect the Company's and its subsidiaries' and affiliate's ability to generate revenues. There is no assurance that the insurance coverage maintained by the Company and its subsidiaries and affiliates would adequately compensate them for all damages and economic losses resulting from natural calamities including possible business interruptions. To mitigate this, insurance policies are regularly reviewed and updated as necessary in accordance with industry standards. Furthermore, the Company and its subsidiaries and affiliates formulated emergency preparedness plans in order to lessen the impact of natural calamities to their respective operations.

Risk from the COVID-19 and Similar Pandemic

Manpower for operations may be affected due to state-imposed self-quarantine, partial lockdown, and curfew. To address this, the Company has devised an alternative working arrangement of work-from-home and skeletal workforce scheme for its employees. Business support units were equipped with appropriate protocols and digital tools to be able to support the operations unit and ensure unhampered business operations. Due to travel restrictions, scheduled power plant maintenance by third-party foreign suppliers may also be affected. In preparation for this, the Company has communicated with its Operations and Maintenance (O&M) providers to strengthen its remote support and provide contingencies. PERC has also ensured that the insurance coverage maintained for the Company, its subsidiaries and affiliates, would adequately compensate for any business interruptions. In addition, there is also the risk relating to compliance with regulatory permits and submissions due

to changes in work schedule both in public and private sectors. As a response, PERC regularly monitors the advisories from relevant Government agencies to ensure that requirements are submitted on time.

Financial Risk Management Objectives and Policies

The Group's principal financial instruments include cash and cash equivalents, financial assets at FVTPL, receivables, restricted cash, loans payable, accounts payable, accrued expenses and dividends payable. The main purpose of these financial instruments is to fund the Group's working capital requirements.

The Group manages and maintains its own portfolio of financial instruments in order to fund its own operations and capital expenditures. Inherent in using these financial instruments are the following risks on liquidity, market and credit.

Please refer to the 2024 Consolidated AFS, Note 28 for the discussion of main financial risks arising from the Group's financial instruments.

Capital Management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholders' value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may increase its debt from creditors, adjust the dividend payment to shareholders or issue new shares.

Based on the Group's assessment, the capital management objectives were met in 2024 and 2023.

Please refer to the 2024 Consolidated AFS, Note 20 for the discussion the Group's Capital Management.

Item 2 - Properties

The principal properties of the Group consist of various oil areas located in the Philippines and in Gabon, and renewable energy service contracts. Please refer to the "*Business of the Issuer*" for the details of the Production Sharing Contract in Gabon and Service Contracts in the Philippines.

Also, PERC owns a 714-square meter office unit located at 7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City. The title of the Company over the property is clean and free from any lien and encumbrance.

The Group does not intend to acquire additional property in the next twelve (12) months.

Item 3 - Legal Proceedings

MGI has outstanding input VAT claims for refund with the BIR, Court of Tax Appeals (CTA) and Supreme Court (SC). The outstanding input VAT claims which are still pending with the CTA and SC amounted to ₱98.79 million as of December 31, 2024 and 2023, respectively.

Aside from the discussions above, The Group is neither a party to, nor is involved in, any litigation that affects or will affect its interests. It has neither any knowledge of any litigation, present or contemplated, against the Company.

There are no other pending legal proceedings to which the Group is a party or which any of its property is subject to.

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

There were no matters that were submitted to a vote of security holders during the fourth quarter of the fiscal year covered by this report.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5 - Market for Registrant's Common Equity and Related Stockholder Matters

A) Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters

1. Market Information

Stock Market Price and Dividend on Registrant's Common Equity (last 2 years)

Particulars	1st Quarter		2nd Quarter		3rd Quarter		4th Quarter	
	2024	2023	2024	2023	2024	2023	2024	2023
Par value	Php1.00	Php1.00	Php1.00	Php1.00	Php1.00	Php1.00	Php1.00	Php1.00
High	Php4.95	Php4.86	Php4.60	Php5.10	Php4.30	Php4.77	Php3.90	Php5.00
Low	Php4.10	Php4.13	Php3.97	Php4.53	Php3.66	Php4.19	Php3.45	Php4.15
Volume	6.401MM	1.188MM	1.386MM	3.238MM	6.451MM	1.157MM	2.00MM	6.415MM

2. Holders

As of December 31, 2024 the Company has 1,977 stockholders.

Hereunder is the list of the top 20 Stockholders (as of December 31, 2024):

STOCKHOLDERS	OUTSTANDING SHARES	PERCENTAG
1 PCD NOMINEE CORP - FILIPINO	526,647,444	92.60
2 HOUSE OF INVESTMENTS, INC.	21,805,861	3.83
3 PAN MALAYAN MANAGEMENT AND INVESTMENT COF	5,377,079	0.95
4 HYDEE MANAGEMENT & RESOURCE CORPORATION	1,880,779	0.33
5 BAGUYO, DENNIS G.	1,698,888	0.30
6 PCD NOMINEE CORP - NON FILIPINO	1,215,664	0.21
7 YAN, LUCIO	355,468	0.06
8 ONG PAC, SALLY C.	327,030	0.06
9 R.P. LAND DEVELOPMENT CORP.	309,078	0.05
10 TAN, JUANITA UY	300,781	0.05
11 DAVID GO SECURITIES CORP.	277,949	0.05
12 LEY, FELY	266,600	0.05
13 CHEN HUA BI	266,599	0.05
14 MENDOZA, ALBERTO &/OR JEANIE C.	251,492	0.04
15 SOLAR SECURITIES, INC.	181,000	0.03
16 PHIL. ASIA EQUITY SEC. INC. U-055	159,959	0.03
17 ORIENTRADE SECURITIES, INC.	121,500	0.02
18 UY-TIOCO, GEORGE	106,640	0.02
19 ROQUE JR., GONZALO &/OR ERIC ROQUE	90,234	0.02
20 CHAN, JUANITO &/OR SUSANA CO	88,865	0.02
Sub-Total	561,728,910	98.77
Others	6,982,932	1.23
Total	568,711,842	100

Minimum Public Ownership

The Company is compliant with the required Minimum Public Ownership of at least 10% of the total issued and outstanding capital stock, as mandated by Section 3, Article XVIII of the Continuing Listing Requirements of the Listing and Disclosure Rules. As of December 31, 2024, the Company's public float was 37.08%.

1. Dividends

In accordance with the Corporation Code of the Philippines, the Company intends to declare dividends (either in cash or stock or both) in the future. The shareholders of the Company are entitled to receive a

proportionate share in cash dividends that may be declared by the Board of Directors out of surplus profits derived from the Company's operations. The same right exists with respect to a stock dividend, the declaration of which is subject to the approval of stockholders representing at least two-thirds (2/3) of the outstanding shares entitled to vote. The amount will depend on the Company's profits and its capital expenditure and investment requirements at the relevant time.

Dividend declaration in two (2) most recent years

Date of Declaration	Dividends per Share		Record Date	Payment Date
	Cash	Stock		
November 29, 2023	5%	-	December 14, 2023	December 28, 2023
July 18, 2024	5%	-	August 8, 2024	August 30, 2024

2. Recent Sale of Unregistered Securities

There was no sale of unregistered securities for the past three (3) years.

B) Description of Registrant's Securities

1. Common Stock

The details of the Company's capital stock are as follows:

	No. of shares	Amount
Authorized - 700 million shares at P1.00 par value		
Issued and outstanding	568,711,842	₱568,711,842

2. Debt Securities - Not Applicable

3. Stock Options - Not Applicable

4. Securities Subject to Redemption call – Not Applicable

5. Warrants – Not applicable

6. Market Information for Securities Other than Common Equity – Not Applicable

7. Other Securities – Not Applicable

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

1. Management's Discussion and Analysis (Amounts are in Philippine Peso (₱))

a. Consolidated Financial Position (As of December 31, 2024 and 2023)

	As of December 31 (Audited)		% Change	% in Total Assets
	2024	Restated 2023		
ASSETS				
Cash and cash equivalents	₱2,770,469,655	₱2,334,304,367	18.69%	11.86%
Short term investments	200,000,000	1,975,286,425	-89.87%	0.86%
Restricted cash	217,290,257	293,744,077	-26.03%	0.93%
Receivables	759,004,222	730,521,441	3.90%	3.25%
Financial assets at fair value through profit and loss (FVTPL)	6,144,437	6,958,720	-11.70%	0.03%
Crude oil inventory	49,440,029	13,676,052	261.51%	0.21%
Contract assets - current portion	161,320,397	127,134,899	26.89%	0.69%
Other current assets	434,581,875	232,238,237	87.13%	1.86%
Property and equipment-net	14,974,940,788	12,245,311,886	22.29%	64.10%
Deferred oil exploration cost	431,416,713	386,796,965	11.54%	1.85%
Intangible assets and goodwill	875,957,481	914,051,525	-4.17%	3.75%
Contract assets - noncurrent portion	675,168,269	609,572,499	10.76%	2.89%
Investment in a joint venture	2,882,000	2,882,000	0.00%	0.01%
Right of use of asset	302,353,808	322,894,463	-6.36%	1.29%
Deferred tax assets-net	8,182,787	18,349,138	-55.41%	0.04%
Investment properties-net	1,611,533	1,611,533	0.00%	0.01%
Other noncurrent assets	1,489,876,484	1,445,572,602	3.06%	6.38%
TOTAL ASSETS	₱23,360,640,735	₱21,660,906,829	7.85%	100.00%
LIABILITIES AND EQUITY				
Accounts payable and accrued expenses	899,967,148	798,052,764	12.77%	3.85%
Current portion of loans payable	1,263,628,373	3,699,707,830	-65.85%	5.41%
Lease liabilities-current	37,063,244	54,756,559	-32.31%	0.16%
Income tax payable	32,721,792	14,329,114	128.36%	0.14%
Loans payable - net of current portion	6,881,665,545	4,178,456,690	64.69%	29.46%
Lease liabilities - net of current portion	282,061,826	269,881,742	4.51%	1.21%
Asset retirement obligation	162,534,249	167,532,915	-2.98%	0.70%
Deferred tax liabilities	138,837,688	138,837,688	0.00%	0.59%
Other noncurrent liability	45,610,791	30,603,592	49.04%	0.20%
TOTAL LIABILITIES	9,744,090,656	9,352,158,894	4.19%	41.71%
EQUITY				
Attributable to equity holders of the Parent Company	8,069,731,218	7,473,426,939	7.98%	34.54%
Non-controlling interest	5,546,818,861	4,835,320,996	14.71%	23.74%
TOTAL EQUITY	13,616,550,079	12,308,747,935	10.62%	58.29%
TOTAL LIABILITIES AND EQUITY	₱23,360,640,735	₱21,660,906,829	7.85%	100.00%

Total assets amounted to ₱23.360 billion and ₱21.643 billion as of December 31, 2024, and December 31, 2023, respectively. Book value is at ₱14.19/share from ₱13.14/share.

Cash and cash equivalents consist of cash on hand, cash in banks and money market placements with original maturities of not more than three months. The 18.69% net increase from ₱2.334 billion as of December 31, 2023

to ₱2.770 billion as of December 31, 2024 is mainly due to the following:

- RGEC's receipt of Taisei's investment, net of payments relating to new solar projects;
- PGEC's conversion of short-term investments, on maturity date;
- DGEC's loan drawdowns, net of loan interest payments and progress billing payments for EPC contract;
- PWEI's receipt of insurance proceeds; and
- Collection of receivables from electricity sales of operating RE companies and receipt of proceeds from oil liftings, net of payments for Vaalco cash calls, working capital requirements, loan principal and interest requirements and cash dividend payout for the period.

Short term investments with maturities of more than three months decreased by 89.87% due to above-mentioned conversion of short-term investments to cash and cash equivalents.

Restricted cash decreased as a result of timing difference between funding of PWEI's DSRA for Nabas 1's principal and interest payments and actual debt service.

The **Receivables** account mainly consists of receivables from electricity sales and lifting/sales of crude oil revenue. The 3.90% increase is primarily due to receivables from timewriting for services provided by PERC and PGEC employees for Offshore Wind (OSW) Projects, covering the period, July 2023 to December 2024.

Financial assets at fair value through profit and loss (FVPL) amounted to ₱6.144 million and ₱6.959 million as of December 31, 2024 and 2023, respectively. The decrease is due to average negative stock price movement of investment in stocks covering the period January 2024 to December 2024.

Crude oil inventory increased due to higher number of crude oil barrels lifted compared to production.

Contract assets – current and non-current portions pertain to PWEI's and PSC's receivables from TransCo on FIT arrears, which are currently recorded at net present values since these will be collected over five (5) years. PWEI's and PSC's collections started in 2021 and 2022, respectively. The increase for the current portion is due to the reclassification from non-current to current account. For noncurrent portion, increase is due to recording of additional FIT arrears and amortization of interest income using the adjusted FIT rates applied by TransCo for the period of January 1, 2024 – December 31, 2024, net of reclassification from non-current to current account.

Other current assets consist of supplies inventory, prepaid expenses, and other current assets. The bulk of the net increase of 87.23% is due to set-up of prepaid expenses for insurances for Nabas-2 project, ESEC's advance lease payments, and option fees to be amortized over the lease term.

Property, plant and equipment (PPE) amounted to ₱14.975 billion and ₱12.245 billion as of December 31, 2024 and December 31, 2023, respectively. The 22.29% net increase is mainly due to the purchase of solar modules for Dagohoy Solar Power Project (DSPP), progress billings for EPC contract for San Jose Solar Power Project (SJSPP) and additions to construction in progress on main balance of plant for Nabas-2 Wind Power Project, net of continuous depreciation of the Renewable Energy Power Plants, depletion of oil assets and other assets.

Deferred oil exploration cost increased by 11.54% due to the continuous development of the Gabon oil field.

Intangible assets and goodwill – Goodwill from acquisition and consolidation of PWEI

The Group's consolidated financial statements reflect the consolidation of PWEI after the completion of the acquisition of 20% equity interest from EEI Power Corporation effective May 10, 2023. This is in addition to the PERC's existing 40% ownership through PGEC. The Group accounts for the acquired business using the acquisition method, which requires extensive use of accounting judgments and estimates to allocate the purchase price to the fair market values of the acquiree's identifiable assets, liabilities and contingent liabilities, if any, at the acquisition date. Any excess in the purchase price over the fair market values of the net assets acquired is recorded as goodwill in the consolidated statement of financial position. Judgment used in estimating the fair values to be assigned to the acquiree's assets and liabilities can materially affect the Group's financial position and performance.

The bulk of **Intangible assets and goodwill** pertain to assets recognized as a result of the business combination of PWEI. The decrease in this account is a result of the amortization of customers relationship account for 2024.

Investment in a joint venture refers to the investment in three (3) BuhaWind Special Purpose Vehicle's (SPV) namely: BuhaWind Energy Northern Luzon Corporation, BuhaWind Energy Northern Mindoro Corporation and

BuhaWind Energy East Panay Corporation.

Right of use of asset and lease liabilities – these resulted from the adoption of the new PFRS 16 – leases in 2019. Please refer to Note 14 of the Consolidated AFS. The 6.36% in Right of Use Asset decline pertains to the amortization of the account during the period.

Investment properties-net refers to land and parking lot space, with the cost remains the same as of December 31, 2024.

Other non-current assets amounted to ₱1.490 billion and ₱1.446 billion as of December 31, 2024 and December 31, 2023, respectively. The 3.06% net increase is mainly due to additions to deferred development costs related to the development and expansion of various renewable energy projects.

Accounts payable and accrued expenses increased by 12.77% mainly due to accruals of payables to contractors and suppliers.

Current portion of loans payable decreased by 65.85% due to conversion of short-term loan (STL) to long-term loan (LTL) and partial settlement of loans during the period.

Loans payable – net of current portion increased by 64.69% mainly due to the following:

- drawdowns to fund the development of DSPP and Nabas-2; and
- settlement of STL.

Lease liabilities – current net decrease of 32.31% is mainly due to annual payment of land lease for TSPP-1.

Lease liabilities – net of current portion increased mainly due to the interest recognized during the period.

The increase in **Income tax payable** account mainly pertains to additional set-up of provision during the period.

Asset retirement obligation amounted to ₱162.534 million and ₱167.533 million as of December 31, 2024 and December 31, 2023, respectively. The 2.98% decrease mainly pertains to foreign exchange adjustments during the period.

Other non-current liability pertains to the Group's accrued retirement liability account.

Equity attributable to equity holders of the Parent Company amounted to ₱8.070 billion or ₱14.19 book value per share and ₱7.473 billion or ₱13.14 book value per share, as of December 31, 2024 and December 31, 2023, respectively. The increase in total Equity is mainly due to the continuous income generation from the renewable energy and oil operations.

Non-controlling interest (NCI) pertains to the following:

- 25% share of Kyuden in PetroGreen as of December 31, 2024 and December 31, 2023;
- 25% direct share of AC Energy, the 10% direct share of PNOC-RC, and 16.25% (25% of the 65% of PGEC) indirect share of Kyuden in MGI as of December 31, 2024 and December 31, 2023;
- 14% (25% of 56% share of PGEC) total indirect share of Kyuden in PSC as of December 31, 2024 and December 31, 2023;
- 40% direct share of BCPG in PWEI as December 31, 2024 and December 31, 2023; and
- 25% direct share of Taisei in RGEC as of December 31, 2024 and nil in December 31, 2023.

Non-controlling interest increased by 14.71% from ₱4.835 billion on December 31, 2023 to ₱5.547 to December 31, 2024 billion due to PERC's acquisition of EEIPC's ownership interests in PetroGreen, PetroWind and PetroSolar and Taisei's investment in RGEC in May 2024.

b. Consolidated Results of Operations (As of December 31, 2024, 2023 and 2022)

	Years Ended December 31 (Audited)			% Change 2024 vs. 2023	% in Total Revenues 2024
	2024	Restated 2023	2022		
REVENUES					
Electricity sales	₱2,810,666,553	₱2,326,772,267	₱1,695,931,748	20.80%	81.52%
Oil revenues	520,426,862	623,038,856	726,054,534	-16.47%	15.10%
Other revenues	116,543,194	62,662,074	129,112,773	85.99%	3.38%
	3,447,636,609	3,012,473,197	2,551,099,055	14.45%	100.00%
COST OF SALES					
Cost of electricity sales	1,320,805,417	1,069,685,754	752,403,321	23.48%	38.31%
Oil production	326,298,188	315,347,519	355,336,217	3.47%	9.46%
Depletion	90,653,867	101,223,727	85,286,880	-10.44%	2.63%
Change in crude oil inventory	(35,763,976)	761,140	(1,820,516)	-4798.74%	-1.04%
Cost of sales - Others	106,655,356	60,776,865	127,388,501	75.49%	3.09%
	1,808,648,852	1,547,795,005	1,318,594,403	16.85%	52.46%
GROSS INCOME	1,638,987,757	1,464,678,192	1,232,504,652	11.90%	47.54%
GENERAL AND ADMINISTRATIVE EXPENSES	343,457,096	266,767,569	221,232,231	28.75%	9.96%
OTHER INCOME (CHARGES) - net					
Share in net income of a joint venture	-	50,738,697	81,512,921	-100.00%	0.00%
Interest income	191,203,364	225,839,685	51,154,475	-15.34%	5.55%
Net foreign exchange gains (loss)	3,798,132	(3,103,808)	12,377,485	-222.37%	0.11%
Net loss on fair value changes on financial assets at FVPL	(814,283)	(530,445)	(47,138)	53.51%	-0.02%
Accretion expense	(11,980,721)	(6,944,814)	(3,622,334)	72.51%	-0.35%
Net impairment reversal (loss)	(52,442,592)	(77,167,996)	11,299,369	-32.04%	-1.52%
Interest expense	(555,725,055)	(408,735,771)	(292,324,806)	35.96%	-16.12%
Miscellaneous income	124,260,971	61,036,999	30,047,518	103.58%	3.60%
Loss on remeasurement on previously held interest	-	(514,326,209)	-	100.00%	0.00%
	(301,700,184)	(673,193,662)	(109,602,510)	-55.18%	-8.75%
NET INCOME BEFORE INCOME TAX	993,830,477	524,716,961	901,669,911	89.40%	28.83%
Provision for (benefit from) income tax	112,417,756	58,898,292	38,592,892	90.87%	3.26%
NET INCOME	₱881,412,721	₱465,818,669	₱863,077,019	89.22%	25.57%
NET INCOME ATTRIBUTABLE TO:					
Equity holders of the Parent Company	471,809,019	156,880,236	548,523,238	200.74%	13.68%
Minority interest	409,603,702	308,938,433	314,553,781	32.58%	11.88%
NET INCOME	₱881,412,721	₱465,818,669	₱863,077,019	89.22%	25.57%

The Group generated a consolidated net income and consolidated net income attributable to parent company amounting to ₱881.412 million and ₱471.809 million and ₱465.819 million and ₱156.880 million as of December 31, 2024 and 2023, respectively.

The increases in the above accounts are mainly due to the following:

- Loss on remeasurement in 2023 as a result of final Purchase Price Allocation (PPA) study conducted by a third-party which necessitated the restatement of the 2023 audited financial statements (AFS);
- Full year consolidation of PWEI's financials in 2024 compared to only eight (8) months in 2023 on account of PERC's direct acquisition of EEIPC's 20% equity interest in PWEI in May 2023
- PWEI's receipt of insurance proceeds for Business Interruption and Material Damage relating to WTG2 lightning strike incident; and

- Testing and commissioning generation of Nabas-2's first three (3) WTGs and SJGEC starting April 4, 2024, November 12, 2024 and December 21, 2024, respectively.

The positive impact of PWEI's consolidation of revenues is, however, partly reduced by the following:

- PERC's decline in oil revenues due to lower crude oil production and prices; and
- PSC's lower revenues as a result of reduced average effective rate in 2023.

Revenues:

Electricity sales refer to the electricity power generation from MGPP, TSPP and NWPP. The 20.80% net increase in 2024 versus same period last year is due to testing and commissioning revenues of Nabas-2's first three (3) WTGs, DGEC and SJGEC.

Oil revenues decreased by 16.47% from ₱623.039 million as of December 31, 2023 to ₱520.427 million in December 31, 2024 mainly due to lower crude oil production barrels from average 506Kbbl to 453Kbbl and decline in crude oil price from average US\$82.86/bbl to US\$80.05/bbl from 2023 to 2024, respectively.

Other revenues pertain to MGI's pass on Meralco wheeling, ancillary and transmission charges and Wholesale Electricity Spot Market (WESM) transactions and PGEC's set-up of revenue for the sale of asset, which is the installation of solar rooftop facility. The increase of 85.99% from ₱62.662 million to ₱116.543 million is mainly due to the one-time recording of revenue for the sale of asset and higher accruals of pass on charges made during the period.

Pass-on charges/costs are reflected in cost of sales-others to offset the amount recorded in other revenue account.

Costs and Expenses:

Cost of electricity sales pertain to the direct costs of generating electricity power including operating and maintenance costs (O&M) of all RE subsidiaries' power plants. The increase is mainly due to the consolidation of PWEI's financials, testing and commissioning activities of DGEC and SJGEC and MGI's increased non-cash expenses relating to the depreciation of additional capital assets.

Oil production operating expenses increased by 3.47% mainly due to adjustments in fuel and personnel costs to actualize based on actual Joint Venture Cost Statements, Vaalco's estimated expenditures per cash call paid.

Depletion decreased mainly due to reduced crude oil production of 5,440 Kbbls in December 2024, compared to 6,074 Kbbls in December 2023.

Any oil produced but not delivered is recognized as crude oil inventory valued at its current crude oil price (net realizable value). The movement in crude oil inventory is presented as **Change in crude oil inventory**.

General and administrative expenses, Other Income (Charges) and Provision for (Benefit from) Income Tax:

General and administrative expenses (G&A) increased by 28.75% primarily due DST on loan term loans with full year tenor in 2024 versus DST on short term loans with 90-day tenor in 2023. The said loans funded PERC's acquisition of EEPC's interest in RE.

Other income (charges) amounted to (₱301.700) million and (₱673.194) million as of December 31, 2024 and 2023, respectively. Below presents the itemized discussion of the changes in other income (charges) – net account.

- 100% decrease in **share in net income of a joint venture** refers to the reversal of PGEC's share in net income of PWEI, initially presented at 40% prior to actual consolidation for the period of May to December 2023;
- The decrease in **interest income** is primarily due to reduction in PGEC's fund investment in money market placements because funds are used for new renewable energy projects.
- **Net forex exchange gain (loss)** of ₱3.798 million and (₱3,104 million) for the years 2024 and 2023, respectively, are due to restatement of USD accounts to Peso;

- **Net loss on fair value changes in financial assets at FVPL** the increased is due to average negative stock price movement of investment in stocks covering the period January 2024 to December 2024.
- increase in **accretion expense** is mainly due to change in asset retirement obligation estimates as a result of year-end audit.
- recognition of **net impairment loss** amounting to ₱52.443 million is due to decreased projected crude oil production for Integrated Full Field Development Plan (IFDP) wells, lower projected oil prices and increase in carrying values due to Etame reconfiguration project.
- bulk of the **interest expense** pertains to interest due on loans. The increase in interest expense of 35.96% from ₱408.736 million in 2023 to ₱555.725 million in 2024 is mainly due to full year consolidation of PWEI's financials in 2024 as compared to only eight (8) months in 2023 and recording of interest expense for the three (3) completed WTGs of Nabas-2 from April 2024 to December 2024. These are partially offset by reduction in RE subsidiaries' interest expense due to continuous loan principal repayments.
- increase in **miscellaneous income** is mainly due to higher time-writing income relating to offshore wind projects which cover the period July 2023 to December 2024 and receipt of PWEI's insurance claim for WTG2 lightning strike incident; and
- **Loss on remeasurement on previously held interest** is a result of the company valuation performed due to PERC's acquisition of EEIPC's interest in PWEI.

Provision for (benefit from) income tax:

Provision for income tax current pertains to the following:

- PSC's income tax – 5.00% special gross income tax under the PEZA incentives;
- MGI's 10% special corporate income tax rate, after the 7-year income tax holiday (for the MGPP-1), which ended last February 8, 2021, as part of its BOI incentives under RE Law;
- PWEI's 10% special corporate income tax rate since the 7-year income tax holiday of NWPP-1 has ended last June 9, 2022; and
- PERC's and PGEC's 2% minimum corporate income tax.

Net Income Attributable to Non-controlling interest (NCI) is computed using the following equity holdings as of December 31, 2024 and December 31, 2023:

- 25% share of Kyuden in PetroGreen as of December 31, 2024 and December 31, 2023;
- 25% direct share of AC Energy, 10% direct share of PNOC-RC as of December 31, 2024 and December 31, 2023, respectively;
- 14% (25% of 56% share of PGEC) total indirect share of Kyuden in PSC as of December 31, 2024 and December 31, 2023, respectively;
- 40% share of BCPG in PWEI as of December 31, 2024 and December 31, 2023; and
- 25% direct share of Taisei in RGEC as December 31, 2024 and December 31, 2023.

c. Consolidated Financial Position (As of December 31, 2023 and 2022)

	As of December 31 (Audited)		% Change	% in Total Assets
	Restated 2023	2022		
ASSETS				
Cash and cash equivalents	₱2,334,304,367	₱1,677,231,584	39.18%	10.78%
Short term investments	1,975,286,425	946,044,355	108.79%	9.12%
Restricted cash	293,744,077	2,063,387,986	-85.76%	1.36%
Receivables	730,521,441	452,192,649	61.55%	3.37%
Financial assets at fair value through profit and loss (FVTPL)	6,958,720	7,540,090	-7.71%	0.03%
Crude oil inventory	13,676,052	14,437,192	-5.27%	0.06%
Contract assets - current portion	127,134,899	21,949,016	479.23%	0.59%
Other current assets	232,238,237	165,279,803	40.51%	1.07%
Property and equipment-net	12,245,311,886	8,196,897,057	49.39%	56.53%
Deferred oil exploration cost	386,796,965	311,883,011	24.02%	1.79%
Intangible assets and goodwill	914,051,525	140,262,493	551.67%	4.22%
Contract assets - noncurrent portion	609,572,499	274,409,474	122.14%	2.81%
Investment in a joint venture	2,882,000	1,877,522,983	-99.85%	0.01%
Right of use of asset	322,894,463	342,614,655	-5.76%	1.49%
Deferred tax assets-net	18,349,138	10,927,929	67.91%	0.08%
Investment properties-net	1,611,533	1,611,533	0.00%	0.01%
Other noncurrent assets	1,445,572,602	315,620,289	358.01%	6.67%
TOTAL ASSETS	₱21,660,906,829	₱16,819,812,099	28.78%	100.00%
LIABILITIES AND EQUITY				
Accounts payable and accrued expenses	798,052,764	551,463,206	44.72%	3.68%
Current portion of loans payable	3,699,707,830	947,144,643	290.62%	17.08%
Lease liabilities-current	54,756,559	22,734,502	140.85%	0.25%
Income tax payable	14,329,114	5,995,154	139.01%	0.07%
Loans payable - net of current portion	4,178,456,690	2,530,784,409	65.11%	19.29%
Lease liabilities - net of current portion	269,881,742	306,059,838	-11.82%	1.25%
Asset retirement obligation	167,532,915	66,230,330	152.95%	0.77%
Deferred tax liabilities	138,837,688	-	0.00%	0.64%
Other noncurrent liability	30,603,592	12,077,639	153.39%	0.14%
TOTAL LIABILITIES	9,352,158,894	4,442,489,721	110.52%	43.18%
EQUITY				
Attributable to equity holders of the Parent Company	7,473,426,939	6,763,246,278	10.50%	34.50%
Non-controlling interest	4,835,320,996	3,963,021,100	22.01%	22.32%
Deposit for future stock subscription	-	1,651,055,000	100.00%	0.00%
TOTAL EQUITY	12,308,747,935	12,377,322,378	-0.55%	56.82%
TOTAL LIABILITIES AND EQUITY	₱21,660,906,829	₱16,819,812,099	28.78%	100.00%

Total assets amounted to ₱21.643 billion and ₱16.820 billion as of December 31, 2023 and December 31, 2022, respectively. Book value is at ₱13.14/share from ₱11.89/share. Starting September 2023 reporting, 100% of PWEI's financials are presented as part of PERC's consolidated financial statements.

Cash and cash equivalents consist of cash on hand, cash in banks and money market placements with original maturities of not more than three months. The 39.18% net increase from ₱1.677 billion as of December 31, 2022 to ₱2.334 billion as of December 31, 2023 is mainly due to the effect of consolidation of PWEI and collections from electricity sales, net of payments for loan principal, interest and working capital requirements for the period.

Short term investments with maturities of more than three months increased by 108.79% due to additional money market placements from the proceeds of the Second Final Closing of Kyuden International Corporation's (Kyuden) share subscription on January 10, 2023.

Restricted cash decreased as a result of release of the escrow funds relating to Kyuden share subscription. Restricted cash pertaining to subsidiaries' debt service payment and reserve account also decreased due to payment of principal loan amortization. In addition, the Parent Company's share in the escrow funds related to Etame Abandonment Fund has also been used for payment of FPSO decommissioning and Etame Field Asset Retirement Obligations.

The **Receivables** account mainly consists of receivables from electricity sales and lifting/sales of crude oil revenue. The 61.55% increase is mainly due to effect on consolidation of PWEI, PGEC's receivable from SPVs for pre-development expenditures and more barrels of crude oil lifted in 2023.

Financial assets at fair value through profit and loss (FVTPL) amounted to ₱6.959 million and ₱7.540 million as of December 31, 2023 and 2022, respectively. The market prices of the portfolio are maintained leaving only minimal changes in the account.

Crude oil inventory decreased due to lower number of barrels produced than the actual barrels lifted.

Contract Assets – current and non-current portions pertain to PSC's and PWEI's receivable from TransCo on FIT arrears, which is currently recorded at net present value since this will be collected over five (5) years. PSC's and PWEI's collections started in 2022 and 2020, respectively. The increases in current and noncurrent portions are mainly due to the effect of consolidation of PWEI's financials for the period and additional set-up of the FIT arrears adjustment for TSPP1 for the period.

Other current assets consist of supplies inventory, prepaid expenses, and other current assets. The bulk of the net increase of 40.51% is mainly due to the effect on consolidation of PWEI for the period, prepayments for insurance, real property taxes and business permits to be amortized over the year.

Property, plant and equipment (PPE) amounted to ₱12.245 billion and ₱8.197 billion as of December 31, 2023 and December 31, 2022, respectively. The 49.39% net increase is mainly due to the effect on consolidation of PWEI, net of continuous depreciation of the Renewable Energy Power Plants and other assets, and depletion of oil assets.

Deferred oil exploration cost increased by 24.02% resulting from the continuous development of the Gabon oil field.

Intangible assets and goodwill – Goodwill from acquisition and consolidation of PWEI

The Group's consolidated financial statements reflect the consolidation of PWEI after the completion of PERC's acquisition of EEIPC's 20% interest in PWEI effective May 10, 2023. This is in addition to the existing 40% ownership in PWEI through PGEC. The Group accounts for the acquired business using the acquisition method, which requires the extensive use of accounting judgments and estimates to allocate the purchase price to the fair market values of the acquiree's identifiable assets and liabilities and contingent liabilities, if any, at the acquisition date. Any excess in the purchase price over the fair market values of the net assets acquired is recorded as goodwill in the consolidated statement of financial position. Judgment used in estimating the fair values to be assigned to the acquiree's assets and liabilities can materially affect the Group's financial position and performance.

The increase of 551.67% is due to the effect of consolidation of PWEI resulting in the recognition of customer relationship and goodwill from the excess of the acquisition cost over the fair value of net assets acquired.

Investment in a joint venture refers to investment in PWEI and three (3) incorporated special purpose vehicles namely: BuhaWind Energy Northern Luzon Corporation, BuhaWind Energy Northern Mindoro Corporation and BuhaWind Energy East Panay Corporation. Bulk of the 99.85% net decrease from ₱1.878 billion to ₱2.882 million is due to transfer of investment to controlling interest after PERC's acquisition of EEIPC's 20% interest in PWEI

on May 10, 2023.

Right of use of asset and lease liabilities – these resulted from the first-time adoption of the new PFRS 16 – leases in 2019. Please refer to Note 13 of the Consolidated AFS. The 5.76% decrease in **Right of use of asset** pertains to the amortization of the account during the period.

Deferred tax assets – net is due to timing difference in recognizing temporary deductible expenses and temporary taxable revenues such as accrued profit share, accretion expenses, accrued retirement liability, provision for probable losses, unrealized gains or losses and change in crude oil inventory. As of December 31, 2023 and December 31, 2022, this amounted to -nil- and ₱10.928 million, respectively. The nil balance in 2023 is a result of the effect on consolidation of PWEI's financials for the period.

Investment properties-net account remains the same as of December 31, 2023.

Other non-current assets amounted to ₱1.446 billion and ₱315.620 million as of December 31, 2023 and December 31, 2022, respectively. The 358.01% net increase is mainly due to additions to deferred development costs account related to the exploration and effect of 100% PWEI's financials, development, production, and expansion of various renewable energy projects also contributed to the increase.

Accounts payable and accrued expenses increased by 44.72% mainly due to accruals of payables to contractors and suppliers.

Loans payable current and noncurrent portions increased by 290.62% and 65.11%, respectively due to additional loan for PetroWind (PWEI). On February 22, 2023, PWEI entered into ₱1.81 billion OLSA with DBP to finance the NWPP-2 project. The principal shall be payable in twenty-five (25) equal semi-annual installments in arrears to commence at the earlier of thirty-sixth (36th) month from initial drawdown or six (6) months from COD until fully paid. The interest shall be for fixed two (2) years based on the higher of 2-year BVAL plus 1.0% p.a. or 6.25% p.a. determined at the time of drawdown subject to repricing.

Lease liabilities – current increased mainly due to the interest recognized during the period and reclassification from non-current account.

Lease liabilities – net of current portion decreased due to reclassification to current account which are due in six months.

The increase in the **Income tax payable** account is mainly pertains to additional set-up of provision during the period.

Asset retirement obligation amounted to ₱167.533 million and ₱66.230 million as of December 31, 2023 and December 31, 2022, respectively. The 152.95% increase mainly pertains to the effect of consolidation of PWEI and accretion made during the period.

Other non-current liabilities pertain to the Group's accrued retirement liability account.

Equity attributable to equity holders of the Parent Company amounted to ₱7.473 billion or ₱13.14 book value per share and ₱6.763 billion or ₱11.89 book value per share, as of December 31, 2023 and December 31, 2022, respectively. Changes in equity and equity attributable to PERC Parent are mainly due to consolidation of PWEI's financials in PERC's financial statements.

Non-controlling interest (NCI) pertains to the following:

- 25% share of Kyuden in PetroGreen as of December 31, 2023, 14.53% December 31, 2022;
- Nil share of EEIPC in PetroGreen as of December 31, 2023, 8.55% in December 2022;
- 25% direct share of AC Energy, the 10% direct share of PNOC-RC, and 16.25% (25% of the 65% of PGEC)
- total indirect share of Kyuden and EEIPC in MGI as of December 31, 2023;
- 14% (25% of 56% share of PGEC) total indirect share of Kyuden in PSC as of December 31, 2023. and
- 40% direct share of BCPG in PWEI as of December 2023.

Non-controlling interest increased by 22.01% from ₱4.836 billion to ₱3.963 billion due to the acquisition of EEIPC's ownership interests in PetroGreen, PetroWind and PetroSolar.

Deposit for future stock subscription as of December 31, 2022 pertains to the balance of KIC's subscription amount after deducting the shares for the Initial Closing. This account will be converted into shares after the completion of the Second Final Closing on January 10, 2023.

d. Consolidated Results of Operation (As of December 31, 2023 and 2022)

	Years Ended December 31 (Audited)			% Change 2023 vs. 2022	% in Total Revenues 2023
	Restated 2023	2022	2021		
REVENUES					
Electricity sales	₱2,326,772,267	₱1,695,931,748	₱1,899,726,215	37.20%	77.24%
Oil revenues	623,038,856	726,054,534	461,246,131	-14.19%	20.68%
Other revenues	62,662,074	129,112,773	61,981,804	-51.47%	2.08%
	3,012,473,197	2,551,099,055	2,422,954,150	18.09%	100.00%
COST OF SALES					
Cost of electricity sales	1,069,685,754	752,403,321	760,968,319	42.17%	35.51%
Oil production	315,347,519	355,336,217	236,284,770	-11.25%	10.47%
Depletion	101,223,727	85,286,880	76,513,364	18.69%	3.36%
Change in crude oil inventory	761,140	(1,820,516)	22,473,648	-141.81%	0.03%
Cost of sales - Others	60,776,865	127,388,501	61,357,825	-52.29%	2.02%
	1,547,795,005	1,318,594,403	1,157,597,926	17.38%	51.38%
GROSS INCOME	1,464,678,192	1,232,504,652	1,265,356,224	18.84%	48.62%
GENERAL AND ADMINISTRATIVE EXPENSES	266,767,569	221,232,231	180,825,547	20.58%	8.86%
OTHER INCOME (CHARGES) - net					
Share in net income of a joint venture	50,738,697	81,512,921	100,127,158	-37.75%	1.68%
Interest income	225,839,685	51,154,475	12,913,159	341.49%	7.50%
Net foreign exchange gains (loss)	(3,103,807)	12,377,485	5,086,734	-125.08%	-0.10%
Net loss on fair value changes on financial assets at FVPL	(530,445)	(47,138)	55,641	1025.30%	-0.02%
Accretion expense	(6,944,814)	(3,622,334)	(3,478,294)	91.72%	-0.23%
Net impairment reversal (loss)	(77,167,996)	11,299,369	(164,323,294)	-782.94%	-2.56%
Interest expense	(408,735,771)	(292,324,806)	(333,375,545)	39.82%	-13.57%
Miscellaneous income	61,036,999	30,047,518	18,416,546	103.13%	2.03%
Loss on remeasurement on previously held interest	(514,326,209)	-	-	100.00%	-17.07%
	(673,193,661)	(109,602,510)	(364,577,895)	514.21%	-22.35%
NET INCOME BEFORE INCOME TAX	524,716,962	901,669,911	719,952,782	-41.81%	17.42%
Provision for (benefit from) income tax	58,898,292	38,592,892	54,480,634	52.61%	1.96%
NET INCOME	₱465,818,670	₱863,077,019	₱665,472,148	-46.03%	15.46%
NET INCOME ATTRIBUTABLE TO:					
Equity holders of the Parent Company	156,880,237	548,523,238	325,461,592	-71.40%	5.21%
Minority interest	308,938,433	314,553,781	340,010,556	-1.79%	10.26%
NET INCOME	₱465,818,670	₱863,077,019	₱665,472,148	-46.03%	15.46%

The Group generated a **consolidated net income** and consolidated net income attributable to equity holders amounting to ₱465.819 million and ₱156.880 million; and ₱863.077 million and ₱548.523 million as of December 31, 2023 and 2022, respectively.

The favorable financial performance of the Group is mainly due to the following:

- MGI's full plant operations as of December 2023 as compared to the same period last year when MGI had a major plant preventive maintenance shutdown in February 2022;
- Consolidation of PWEI's financials into PERC's and PGEC's respective financials due to acquisition of EEIPC's share in PWEI; and
- interest income from short term investments

Revenues:

Electricity sales refer to the electricity power generation from MGPP, TSPP and NWPP. The 37.20% net increase in 2023 versus same period last year is due to the effect on consolidation of PWEI and MGI's higher generation as a result of hook-up of MB-18D to the system on November 10, 2022.

Oil revenues decreased by 14.19% from ₱726.055 million as of December 31, 2023 to ₱623.039 million in December 31, 2022 mainly due to the decline in crude oil price from average US\$102.20/bbl in 2022 to average US\$84.12/bbl in 2023.

Other revenues and Cost of sales- thers pertain to passed on Meralco wheeling, ancillary and transmission charges and Wholesale Electricity Spot Market (WESM) transactions. The decrease of 51.47% in **Other revenues** from ₱129.113 million to ₱62.662 million is mainly due to lower pass-on wheeling charges as a result of MERALCO's rationalization program and decrease in ACEN's WESM purchase settlement transactions.

Pass-on charges/costs are reflected in cost of sales-others to offset and close the amount recorded in other revenues account.

Costs and Expenses:

Cost of electricity sales pertain to the direct costs of generating electricity power including operating and maintenance costs (O&M) of all RE subsidiaries' power plants. The income is due to the effect on consolidation of PWEI's financials, MGI's fluid collection and reinjection system (FCRS), depreciation, and other costs directly attributed to producing electricity.

Oil production operating expenses decreased by 11.25%, primarily due to lower royalty expenses in the Gabon Etame Operations. This decline was caused by reduced oil revenue related to lower crude oil prices.

Depletion increased mainly due to the higher number of barrels of 6,074Kbbls in December 2023 versus 5,752Kbbls in December 2022.

Any oil produced but not delivered is recognized as crude oil inventory valued at its current crude oil price (net realizable value). The movement in crude oil inventory is presented as **Change in crude oil inventory**.

General and administrative expenses, Other Income (Charges) and Provision for (Benefit from) Income Tax:

General and administrative expenses (G&A) increased by 20.58% mainly due to the effect of consolidation of PWEI's financials in PERC's FS and higher expenses incurred during the period related to documentary stamp taxes on loan availment and renewals.

Other income (charges) amounted to (₱673.194) million and (₱109.603) million as of December 31, 2023 and 2022, respectively. Below presents the itemized discussion of the changes in other income (charges) – net account.

- 37.75% net decrease in **share in net income of a joint venture** refers to the reversal of PGEC's share in net income of PWEI, initially presented at 40% prior to actual consolidation for the period of May 2023 to November 2023.
- **interest income** increased mainly due to the full year effect of the interest earned from time deposits, MMPs and savings account derived primarily from KIC's investment.
- Net forex gain (loss) of (₱3.104 million) and ₱12,377 million for the years 2023 and 2022, respectively are due to reinstatement of USD accounts to Peso;
- upturn movement in the market value of the investments in FVPL resulted from net unrealized gain of ₱0.047 million to unrealized gain of ₱0.530 million;
- change in **accretion expense** is mainly due to effect on consolidation of PWEI financials.
- recognition of **net impairment reversal (loss)** amounting to ₱77.168 million in 2023 is due to decreased projected production for Integrated Full Field Development Plan (IFDP) wells by 11.79MMBO, lower

projected oil prices and increase in carrying value due to Etame reconfiguration project.

- bulk of the **interest expense** pertains to the interest due from loans. Increase in interest expense of 39.82% from ₱292.325 million to ₱408.736 million in 2022 and 2023, respectively, is mainly due to additional interest on new loans of PERC to fund the acquisition of EEIPC's interests in PWEI, PSC and PGEC and the effect on consolidation of 100% PWEI's interest on loan offset by the decline in subsidiaries' interest expense as a result of loan principal amortization;
- increase in **miscellaneous income** is mainly due to higher time-writing income charges relating to offshore wind projects which cover the period January 2020 to June 2023; and
- Loss on remeasurement on previously held interest amount refers to the valuation performed due to PERC's acquisition of EEIPC's interest in PWEI.

Provision for (benefit from) income tax:

Provision for income tax current pertains to the following:

- PSC's tax payable - 5.00% provision for income tax under the PEZA incentives;
- MGPP's, 10% tax rate, after the income tax holiday (for the M1), which ended last February 8, 2021, as part of its BOI incentives under RE Law;
- PWEI's 10% special corporate income tax rate since the 7- year income tax holiday of Nabas 1 has ended last June 9, 2022; and
- 1.5% minimum corporate income tax due for PERC and PGEC

Net Income Attributable to Non-controlling interest (NCI) is computed using the following equity holdings as of December 31, 2023 and December 31, 2022:

- nil share of EEIPC in PetroGreen as of December 31, 2023; 10% as of December 31, 2022;
- 25% share of Kyuden in PetroGreen as of December 31, 2023, 14.53% in December 31, 2022;
- 25% direct share of AC Energy, the 10% direct share of PNOC-RC, and 16.25% (25% of the 65% of PGEC) total indirect share of Kyuden in MGI as of December 31, 2023;
- 14% (25% of 56% share of PGEC) total indirect share of Kyuden in PSC as of December 31, 2023; and
- 40% share of BCPG in PWEI as of December 2023.

e. Consolidated Financial Position (As of December 31, 2022 and 2021)

Total assets amounted to ₱16.819 billion and ₱13.215 billion as of December 31, 2022 and December 31, 2021, respectively. Book value is at ₱11.89/share from ₱9.81/share.

Cash and cash equivalents consist of cash on hand, cash in banks and money market placements with original maturities of not more than three months. The 35.07% net increase from ₱1.242 billion as of December 31, 2021 to ₱1.677 billion as of December 31, 2022 is mainly due to the proceeds from issuance of shares to Kyuden International Corporation (KIC).

Short term investments with maturities of more than three months and **Restricted cash** accounts likewise increased as a result of the investments of KIC. Bulk of the restricted cash pertains to the deposit for future stock subscription still under the escrow account as of December 31, 2022.

The **Receivables** account mainly consists of receivables from electricity sales and lifting/sales of crude oil revenue. The 15.16% increase is mainly due to higher outstanding receivables from electricity sales at the end of the year.

Financial assets at fair value through profit and loss (FVPL) amounted to ₱7.540 million and ₱7.587 million as of December 31, 2022 and 2021, respectively. The market prices of the portfolio are maintained leaving only minimal change in the account.

Crude oil inventory increased due to revaluation at a higher price of barrels left unsold during the period.

Contract Assets – current and non-current portion pertains to PSC's receivable from TransCo, pertaining to FIT arrears, which is currently recorded at net present value since this will be collected over five (5) years. PSC's collection started this year 2022. The increase is mainly due to additional set-up of the FIT arrears adjustment for

the TSPP1 for the period.

Other current assets consist of supplies inventory, prepaid expenses, and other current assets. The bulk of the net decrease of 10.25% is mainly due to the withdrawal of SRO funds under escrow account. On April 18, 2022, the remaining SRO funds were withdrawn from the escrow account for the purpose of loan principal and interest payment.

Property, plant and equipment (PPE) amounted to ₱8.197 billion and ₱7.985 billion as of December 31, 2022 and December 31, 2021, respectively. The 2.65% net increase is mainly due to the following:

- additional 4 new wells in the Gabon Etame Field;
- net impairment reversal of the oil assets (refer to Note 11 and 12 of the Consolidated AFS)

Deferred oil exploration cost increased by 169.31% due to Etame Reconfiguration Project related to the switch from old Floating Production Storage and Offloading (FPSO) vessel to new Floating Storage and Offloading (FSO) vessel.

Investment in a joint venture refers to the remaining 40.00% shareholdings in PWEI. Bulk of the 8.22% net increase from ₱1.735 billion to ₱1.877 billion pertains to the Group's share in net income generated by PWEI during the period. The Group also made additional investment in three newly incorporated special purpose vehicles namely: BuhaWind Energy Northern Luzon Corporation, BuhaWind Energy Northern Mindoro Corporation and BuhaWind Energy East Panay Corporation. during the period amounting to ₱1.26 million.

Right of use of asset and lease Liabilities – these resulted from the first time adoption of the new PFRS 16 – leases in 2019. Please refer to Note 13 of the Consolidated AFS. The 5.68% decline pertains to the amortization of the account during the period.

Deferred tax assets – net occurs due to timing differences in recognizing temporary deductible expenses and temporary taxable revenues such as accrued profit share, accretion expenses, accrued retirement liability, provision for probable losses, unrealized gains or losses and change in crude oil inventory. As of December 31, 2022 and December 31, 2021, this amounted to ₱10.928 million and ₱12.460 million, respectively. The net decrease pertains to movements of the temporary deductible expenses and temporary taxable revenues during the period.

The Investment properties-net account remains the same as of December 31, 2022.

Other non-current assets amounted to ₱455.883 million and ₱368.875 million as of December 31, 2022 and December 31, 2021, respectively. The 23.59% net increase is mainly due to the additions to Deferred Development Cost related to the exploration, development, production and expansion of renewable energy projects

Accounts payable and accrued expenses increased by 47.04% mainly due to accruals of payables to contractors and suppliers.

Current portion of loan payable increased by 14.41% and Loans payable – net of current portion decreased by 21.76%, mainly because of reclassification of current portion and settlement of principal loans during the period.

Lease liabilities – current and non-current movement is mainly due to the reclassification of current portion for the period.

The decrease in the **Income tax payable** account mainly pertains to the start of TSPP2's tax holiday starting January 2022. The project, which was under the regular tax rate of 25% in previous year is now subject to 5% gross income tax under the PEZA rules.

Asset retirement obligation amounted to ₱66.230 million and ₱92.810 million as of December 31, 2022 and 2021, respectively. The 28.64% decrease resulted from changes in estimates made during the period.

Other non-current liabilities pertains to the Group's accrued retirement liability account, net decrease of 34.31% is mainly due to the change in demographic assumptions.

Equity attributable to equity holders of the Parent Company amounted to ₱6.763 billion or ₱11.89 book value per share and ₱5.577 billion or ₱9.81 book value per share, as of December 31, 2022 and December 31, 2021,

respectively. The increase is mainly due to continuous income generation from the Renewable Energy Operations and Oil operations.

Non-controlling interest (NCI) pertains to the following:

- 8.55% share of EEI-PC in PetroGreen as of December 31, 2022; 10% as of December 31, 2021
- 14.53% share of KIC in PetroGreen as of December 31, 2022; nil in 2021
- 25% share of Trans-Asia, the 10% share of PNOC-RC, and 23% of the 65% share of EEI-PC (indirect) in MGI;
- 44% share of EEI-PC (direct) and 23% of 56% share (indirect) in PSC;

Non-controlling interest increased by 44.82% from ₱3.963 billion to ₱2.583 billion due to net income from RE projects.

Deposit for future stock subscription as of December 31, 2022 pertains to the balance of the KIC's subscription amount after deducting the subject shares for the Initial Closing. This account will be converted into shares after the completion of the Second Final Closing on January 10, 2023.

f. Results of Operations (For the years ended December 31, 2022 and 2021)

The Group generated a **consolidated net income** and consolidated net income attributable to equity holders amounting to ₱863.077 million and ₱548.523 million; and ₱665.472 million and ₱325.435 million as of December 31, 2022 and 2021, respectively.

The net increase in the Financial Performance of the Group is mainly due to the recovery of crude oil prices, continuous operations of the RE projects; decreasing interest expenses (due to the semi-annual settlement of principal instalment due).

Revenues:

Electricity sales refer to the electricity power generated by MGPP and TSPP. This totalled ₱1.696 billion as compared to last year's ₱1.899 billion. The net decline is mainly due to MGPP's one-month preventive maintenance shutdown of the power plant in February, 2022.

Oil revenues increased because of the recovery of crude oil price from average of US\$69.90/bbl in 2021 to US\$106.27/bbl in 2022.

Other revenues pertain to passed on Meralco wheeling and ancillary charges. The increase from ₱61.982 million to ₱129.112 million is mainly due to increase in ACEN's IEMOP purchase settlement transactions.

Costs and Expenses:

Costs of electricity sales pertain to the direct costs of generating electricity power including operating and maintenance costs (O&M) of power plant and fluid collection and reinjection system (FCRS), depreciation, and other costs directly attributed to producing electricity; and cost of the passed-on wheeling and ancillary charges. The 13.91% increase mainly pertains to the following:

- PSC's termination of the contracted services for the O&M, and set-up its organic O&M team, which resulted to lower expense during the period; and
- cessation MGI's payment of ancillary charges, beginning 3rd quarter of 2022.

The 50.38% % increase in **oil production expenses** is mainly resulted from variable expenses increase along with the upward movement of the crude oil prices.

Depletion increased mainly due to the additional depletable assets as a result of drilling of new wells.

Any oil produced but not delivered is recognized as crude oil inventory valued at its current crude oil price (net realizable value). The movement in crude oil inventory is presented as **Change in crude oil inventory**.

General and administrative expenses, Other Income (Charges) and Provision for (Benefit From) Income Tax:

General and administrative expenses (G&A) increased by 22.35% mainly due to the the easement of the travel restrictions brought about by the Covid 19 pandemic.

Other income (charges) amounted to (₱109.603) million and (₱364.578) million as of December 31, 2022 and 2021, respectively. Below presents the itemized discussion of the changes in other income (charges) – net account.

- 18.59% net decrease in **share in net income of a joint venture** due to PWEI's lower wind speed for the period.
- **interest income** increased mainly due to the short term investment and interest from KIC subscription funds.
- **net foreign exchange gain** increased mainly because of the conversion of the USD accounts to higher peso values.
- market prices from the stocks traded at the PSE declined resulting to turnaround of the **net unrealized losses from the fair value changes on financial assets at FVPL**.
- change in **accretion expense** is mainly due to amendment in estimates.
- recognition of **net impairment reversal** amounting to ₱11.299 million, due to reversal of Gabon impairment arising from the recovery of crude oil price. The impairment reversal is however partially offset by the impairment of West Linapacan Assets.
- bulk of the **interest expense** pertains to the interest due from loans. The 11.28% decrease in the account is attributed to lower principal loans resulting from annual amortization of principal loans, and
- increase in **miscellaneous income** mainly due to higher time-writing charges during the period.

Provision for (benefit from) income tax:

Provision for income tax current pertains to PSC's tax payable - 5.00% provision for income tax under the PEZA incentives and for MGPP, 10% tax rate, after the income tax holiday (for the M1), which ended last February 8, 2021, as part of its BOI incentives under RE Law.

Non-controlling interest (NCI) as of December 31, 2022 and 2021 pertains to the following:

- 8.55% share of EEI-PC in PetroGreen as of December 31, 2022; 10% as of December 31, 2021
- 14.53% share of KIC in PetroGreen as of December 31, 2022; nil in 2021
- 25% share of Trans-Asia, the 10% share of PNOC-RC, and 23% of the 65% share of EEI-PC (indirect) in MGI;
- 44% share of EEI-PC (direct) and 23% of 56% share (indirect) in PSC.

Key Performance Indicators (please see attached "Schedule of Financial Soundness Indicators")

2. Plan of Operations for the next 12 months

Etame EPSC - Gabon, West Africa

Crude production from existing wells will continue, while two new wells are scheduled to commence production by Q4 2025.

SC 14C2 - West Linapacan, Northwest Palawan

The Operator, Philodrill, will conduct further G&G activities to validate the feasibility of extracting the remaining recoverable volumes in West Linapacan.

SC 75 - Offshore Northwest Palawan

The SC 75 consortium will continue to coordinate with DOE for the resumption of exploration activities.

Maibarara Geothermal Power Project

Power generation from both Maibarara -1 and Maibarara-2 will continue.

Nabas Wind Power Project

Nabas Wind Power Project (Phase 1) will continue operations while the initial three WTGs from Nabas Wind Power Project (Phase 2) will continue to supply power to the grid. The three remaining WTGs are scheduled to be energized by Q4 2025.

Tarlac Solar Power Project

TSPP-1 and TSPP-2 will continue to supply electricity to the grid.

Enrique T. Yuchengco Bldg. Rooftop Solar Power Project (ETY)

The ETY rooftop solar facility will continue to supply electricity to the ETY building.

Mapúa Malayan Colleges Mindanao (MMCM) Solar Rooftop Project

The MMCM rooftop solar facility will continue to supply electricity to the Mapúa Malayan Colleges Mindanao.

Dagohoy Solar Power Project (DSPP)

DSPP to continue T&C with target commercial operations by Q2 2025.

San Jose Solar Power Project (JSPP)

JSPP to continue T&C with target commercial operations by Q2 2025.

Isuzu Autoparts Manufacturing Corporation (IAMC) Solar Rooftop Project

The EPC contractor will continue construction of the solar rooftop facilities. Target commercial operations date is May 2025.

Bugallon Solar Power Project (BSPP)

The EPC contractor will continue construction of the solar farm and grid connection facilities. Target commercial operations date is December 2025.

Limbauan Solar Power Project (LSPP)

The EPC contractors will continue construction of the solar farm and grid connection facilities. Target commercial operations date is December 2025.

San Vicente Wind Power Project (SVWPP)

PGEC will continue with initial feasibility studies for SVWPP, consisting of: 1) LGU and regulatory permitting works, and 2) technical and economic feasibility assessment.

Northern Luzon Offshore Wind Power Project

PGEC and CE to proceed with pre-development activities, namely, 1) commencement of on-site wind measurement campaign by Q2 2025, 2) completion of Facility Study by Q3 2025, 3) commencement of environmental/ social studies and 4) commencement of geophysical and geotechnical campaigns.

Northern Mindoro Offshore Wind Power Project and East Panay Offshore Wind Power Project

PGEC and CE will continue with the pre-development activities for the NMOWPP and EPOWPP, specifically preparatory activities for the 1) on-site wind measurement campaigns, 2) geophysical and geotechnical campaigns, 3) environmental permitting works.

For NMOWPP, the SIS is expected to be issued by Q2 2025.

Material Commitments

Aside from the committed developments of the prospective projects, there are no other foreseen material commitments during the period.

Discussion of Indicators of the Company's Level of Performance

Productivity Program

The development of the prospective renewable energy projects will increase the Group's capacity and power generation, while the prospective four-well drilling program in Gabon Etame, aimed to sustain field production to above 20,000 BOPD.

Receivable Management

The group's receivables are mainly due from sale of electricity to ACEN and Transco and crude oil in Etame Gabon, through the consortium operator. These are being recorded once sale is made. Payment is received every 30-45 days following each sale.

For electricity sales from TSPP and NWPP, the payment for the Actual FIT Revenue is sourced from the FIT-All Fund, specifically the Actual FIT Differential (FD) and the Actual Cost Recovery Revenue (ACRR). The FD is the difference between the Actual FIT Revenue and the ACRR and is collected from on-grid consumers as a uniform charge and applied to all billed kilowatt-hours. For FIT-Eligible RE Plants connected to the Wholesale Electricity Spot Market ("WESM"), the ACRR refers to the WESM proceeds remitted to the FIT-All Fund by the Independent Electricity Market Operator of the Philippines, Inc. ("IEMOP"), which took over the Philippine Electricity Market Corporation ("PEMC") as operator of the electricity spot market. PWEI and PSC regularly receive the both the ACRR and FD components on time, which is 45 days after billing date.

PWEI and PSC manage this risk through proper and meticulous allocation of funds, proper timing of expenditures, employment of cost-cutting measures, and sourcing short-term funding requirements from local banks and investment houses or from affiliated companies.

For the twenty-two (22) years since oil production inception, there was no event that the buyer failed to remit the proceeds of the sale. However, the group is willing to look for another buyer should there be some problem that may happen in the future.

Liquidity Management

Management of liquidity requires a flow and stock perspective. Constraint such as political environment, taxation, foreign exchange, interest rates and other environmental factors can impose significant restrictions on firms in management of their financial liquidity.

The Group considers the above factors and pays special attention to its cash flow management. The Company identifies all its cash requirements for a certain period and invests unrestricted funds to money market placements to maximize interest earnings.

The Group does not anticipate any cash flow or liquidity problems within the next twelve (12) months. The Group is not in default of any, note, loan, lease, or other indebtedness or financing arrangement requiring it to make payments.

Inventory Management

The only inventory is the crude oil produced in Gabon. The buyer lifts certain volume and pays the same in 30 days. The operator sees to it that crude oil inventory does not reach 800,000 barrels at any one time to avoid overflow and to generate revenues to cover production costs.

Cost Reduction Efforts

In order to reduce costs, the Group employs a total of one hundred sixty six (166) employees with multi-task assignments. The group also implements request for quotations to compare prices, quality of the products and services and negotiate the payment terms.

The Company's general and administrative expense is equivalent to 8.67% of the total revenue.

Rate of Return of Each Stockholder

The Company has no existing dividend policy. However, the Company intends to declare dividends in the future in accordance with the Corporation Code of the Philippines. Please see Part II, Item 5, 3. Dividends for the Dividend declared for two (2) most recent years.

Item 7 - Financial Statements

The 2024 Consolidated AFS of the Company are incorporated herein by reference. The schedules listed in the accompanying index to Supplementary Schedules are filed as part of this Form 17-A.

Item 8 – Changes in and Disagreements with External Auditors on Accounting and Financial Disclosures

Information on Independent Auditor

The external auditor of the Corporation is the auditing firm SyCip Gorres Velayo & Co. (SGV). The same auditing firm has been endorsed by the Audit Committee to the Board. The Board, in turn, approved the endorsement and will nominate the reappointment of the said auditing firm for the stockholders' approval at the scheduled annual stockholders' meeting. The said auditing firm has accepted the Company's invitation to stand for re-election this year.

Audit services of SGV for the calendar year ended December 31, 2024 are the examination of the financial statements of the Company, review of income tax returns and other services related to filing of reports made with the Securities and Exchange Commission and Bureau of Internal Revenue.

Pursuant to SRC Rule 68 Paragraph 3 (b) (1V) (Re: Rotation of External Auditors), the Company has not engaged Ms. Wenda Lynn M. Loyola , partner of SGV & Co., for more than five (5) years. She was engaged by the Company for examination of the Company's 2024 financial statements.

The company is compliant with the Rotation requirement of its external auditor's certifying partner as required under SRC Rule 68 (3)(b) (1V). A two year cooling off period shall be observed in the re-engagement of same signing partner or individual auditor.

Disagreements with Accountants on Accounting and Financial Disclosures

As of December 31, 2024, there are no disagreements with the auditors on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures.

Audit and Other Related Fees

External audit fees (inclusive of VAT) of the Parent Company amounted to:

Particulars	2024	2023	2022
SGV - Audit and review of the registrant's annual financial statements and other services rendered in connection with filing of said financial statements with SEC and BIR.	₱2,298,604	₱1,884,960	₱1,478,400
SGV - Review of quarterly and annual summary of application of proceeds in stock rights offering	19,040	16,006	123,200
Ernts & Young - Filing of tax return to the Gabonese Government and other services	-	1,699,638	1,122,400
Total	₱2,317,644	₱3,600,604	₱2,724,000

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9 - Directors and Executive Officers of the Registrant

DIRECTORS AND EXECUTIVE OFFICERS:

Following are the names, ages, positions and period of services of all directors and executive officers and all persons nominated or chosen to become such:

Name	Age	Position	Citizenship	Period during which individual has served as such
Helen Y. Dee	80	Chairman	Filipino	2001 to present
Milagros V. Reyes	83	Director/President	Filipino	1998 to present
Yvonne S. Yuchengco	70	Director/Treasurer	Filipino	2004 to present
Cesar A. Buenaventura	95	Director/Independent	Filipino	1998 to present
Carlos G. Dominguez	79	Director/Independent	Filipino	2023 to present
Eliseo B. Santiago	75	Director/Independent	Filipino	2013 to present
Lorenzo V. Tan	63	Director	Filipino	2019 to present
Francisco G. Delfin, Jr.	63	Vice President to EVP & COO	Filipino	2008 to 2023 2023 to present
Samuel V. Torres	60	Corporate Secretary	Filipino	2006 to present
Louie Mark R. Limcolioc	37	AVP, Corporate & Legal Affairs Asst. Corp. Secretary/ Compliance Officer	Filipino	2021 to present

		Alternate Information Officer		
Maria Victoria M. Olivar	51	AVP for Operations to SVP for Commercial Operations and Development	Filipino	2015 to 2023 2023 to present
Arlan P. Profeta	51	AVP for Corporate & Legal Affairs SVP for Corporate Services	Filipino	2008 to 2020 2023 to present
Maria Cecilia L. Diaz De Rivera	58	AVP/Chief Financial Officer	Filipino	2022 to present
Vanessa G. Peralta	39	AVP for Corporate Communication and Chief Information Officer (CIO), Data Privacy Officer	Filipino	2021 to present
Arlene B. Villanueva	56	AVP for HR & Administration	Filipino	2024 to present

The member of the Board of Directors are elected at the general meeting of stockholders, who shall hold office for the term of one (1) year or until their successors shall have been elected and qualified.

The Management Committee members and other Officers of the Company, unless removed by the Board of Directors, shall serve as such until their successors are elected or appointed.

Members of the Board of Directors

Helen Y. Dee	- Chairman of the Board
Milagros V. Reyes	- Director and President
Yvonne S. Yuchengco	- Director and Treasurer
Cesar A. Buenaventura	- Lead Independent Director
Carlos G. Dominguez	- Independent Director
Eliseo B. Santiago	- Independent Director
Lorenzo V. Tan	- Director

Officers:

Milagros V. Reyes	- President
Francisco G. Delfin Jr.	- EVP & COO
Yvonne S. Yuchengco	- Treasurer
Samuel V. Torres	- Corporate Secretary
Louie Mark R. Limcolioc	- Asst. Corporate Secretary/Compliance Officer
Maria Victoria M. Olivar	- SVP for Commercial Operations & Business Development
Arlan P. Profeta	- SVP for Corporate Services
Maria Cecilia L. Diaz De Rivera	- AVP/Chief Financial Officer
Vanessa G. Peralta	- AVP for Corporate Communication and CIO
Arlene B. Villanueva	- AVP for HR & Administration

a) Board of Directors

The Company's Board of Directors is composed of seven (7) members elected by and from among the Company's stockholders. The Board is responsible for providing overall management and direction of the Company. Board meetings are held on a quarterly basis or as often as required to discuss the Company's operations, business strategy, policies and other corporate matters. A brief background of each member of the Company's Board of Directors are provided below:

Helen Y. Dee, 80	Director since 2001 and 2011 as Chairman of the Board to Present
Other Business Experience: Chairperson	House of Investments, Inc., Rizal Commercial Banking Corporation and EEI Corporation RCBC Excom Forex Brokers Corporation, Landev Corporation, Mapua Information Technology, Inc., Hi-Eisai Pharmaceuticals, Inc., Pan Malayan Realty Corp., RCBC Saving Bank, Merchant Bank, La Funeraria Paz-Sucat, Inc. Malayan Insurance Company, Xamdu Motors, Inc. Xamdu Motors, Inc.
Chairman/President	Manila Memorial Park Cemetery, Inc., Petrowind Energy Inc. and Malayan High School of Science, Inc.
Chairman and CEO President	Hydee Management & Resources, Inc., Financial Brokers Insurance Agency, Inc., RCBC Leasing and Finance Corporation Mijo Holdings, Inc.
Vice Chairman	Tameena Resources, Inc. Maira management, Inc.
Vice President	YGC Corporate Services, Inc., GPL Holdings, Inc.
Member, Board of Trustees	Pan Malayan Management and Investment Corp., West Spring Development Corporation A.T. Yuchengco, Inc.
Member, Board of Directors of	Mapua Institute of Technology, Inc. Malayan Colleges Laguna, Inc and Philippine Business for Education, Inc.
Educational Background and Other Information	Phil. Long Distance Telephone Company South Western Cement Corporation, Great Life Financial Assurance Corp., MICO Equities, Inc., Honda Cars Phils., Inc., Isuzu Philippines, Inc., AY Holdings, Inc., Pan Malayan Express, Honda Cars Kalookan, Inc. Isuzu Philippines, Inc., EEI Corporation, A.Y. Holdings, Inc., Pan Malayan Express, Inc., Honda Cars Kalookan, Inc. Sun Life Grepa Financial, Inc., Phil. Integrated Advertising Agency, Inc., Y Realty, Inc. and Luis Miguel Foods Bachelor of Science in Commerce Major in Administration from the Assumption College; Master in Business Administration Degree from the De La Salle University.
Cesar A. Buenaventura, 95	Independent Director 1998 to Present
Other Business Experience: Chairman	Buenaventura, Echauz & Partners, Inc., Mitsubishi Hitachi Power System (Phils.), Inc.
Founding Chairman	Pilipinas Shell Foundation, Inc.
Vice Chairman	DMCI Holdings, Inc.,
Director	DM Consunji, Inc., Semirara Mining Company
Independent Director	Pilipinas Shell Petroleum Corporations iPeople, Inc., Concepcion Industrial Corp.

<p>Former Chief Executive Officer Former Member, Monetary Board</p> <p>Educational Background and Other Information</p>	<p>The Country Club, International Container Terminals Services, Inc. Shell Group of Companies Central Bank of the Philippines</p> <p>Bachelor of Science in Civil Engineering from University of the Philippines; Master's Degree in Civil Engineering majoring in Structures from Lehigh University, Bethlehem, Pennsylvania as a Fulbright Scholar. In 1991, Mr. Buenaventura was made Honorary Officer of the Order of the British Empire(OBE) by Her Majesty Queen Elizabeth II.</p>
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Carlo G. Dominguez, 79	Independent Director 2023 to Present
<p>Other Business Experience:</p> <p>Former Secretary Secretary and Chairman</p> <p>He was a recipient of the Order of Lakandula Rank of Bayani (Grand Cross) from the President of the Philippines and the Order of the Rising Sun Grand Cordon (1st Class) from the Emperor of Japan.</p> <p>Mr. Dominguez likewise served in the private sector as:</p> <p>Educational Background and Other Information</p>	<p>Department of Finance Land Bank of the Philippines Department of Environment and Natural Resources</p> <p>President, Lafayette (Philippines) Inc.; Independent Director, RCBC Capital Corporation; Director, Manila Electric Corporation; President, Phil. Associated Smelting and Refining Corporation; Director, Northern Mindanao Power Corporation; Chairman, RCBC Capital Corporation; Director, United Paragon Mining; Chairman and President, Philippine Airlines; President, Phil. Tobacco Flue Curing Redrying Corporation; President, Baesa Redevelopment Corporation; President, Retail Specialist, Inc.; President, BPI Agricultural Development Bank, Vice President, Bank of the Philippines Islands (BPI); Executive Vice President, Davao Fruits Corporation; Executive Vice President, AMS Farming Corporation; Finance Manager, Rubicon, Inc.; and Management Trainee, First National City Bank.</p> <p>Mr. Dominguez is a product of the Ateneo De Manila University (“Ateneo”) with a degree in Bachelor of Arts in Economics. He pursued his Master of Arts, Business Administration and Post-Graduate Certificate in Management from the same university and Post-Graduate Studies under the Stanford Executive Program.</p>

Milagros V. Reyes, 83	Director and President 1998 to Present
Other Business Experience: Chairman Director and President	Maibarara Geothermal, Inc. Seafront Resources Corporation PetroGreen Energy Corporation PetroWind Energy Inc. PetroSolar Corporation
Director/Treasurer	Hermosa Ecozone Development Corporation\
Former Director/Consultant	PNOC-EC
Former President	iPeople, Inc.
Former Senior Vice President	Basic Petroleum and Minerals, Inc.

Educational Background and Other Information	Bachelor of Science in Geology and Physical Science (Double Degree) from the University of Philippine. She pursued various technical trainings from the National Iranian Oil Co., University of Illinois and Ajman Fields in U.A.E.
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Eliseo B. Santiago, 75	Independent Director 2013 to Present
Other Business Experience: Member, Executive Committee Independent Director	Isla Petroleum and Gas Corporation Citadel Pacific Limited
Educational Background and Other Information	Bachelor of Science degree in Mechanical Engineering from the Mapua Institute of Technology in 1971 and received his professional license as a Mechanical Engineer in the same year.

Yvonne S. Yuchengco, 70	Director- July 2004 to Present Treasurer – 2008 to Present
Other Business Experience: Chairperson/President	Y Tower II Office Condominium Corporation, Yuchengco Tower Office Cond. Corporation, Royal Commons, Inc.
President/Director Chairperson	Philippine Integrated Advertising Agency, Inc. Alto Pacific Corporation, Mico Equities, Inc. XYZ Assets Corporation RCBC Capital Corporation Yuchengco Museum, Inc. Y Realty Corporation
Director/Treasurer	Honda Cars Kaloocan, Inc. Malayan High School of Science, Inc. Mona Lisa Development Corporation Water Dragon, Inc.
Director/Vice Chairperson Director/Vice President Director/Treasurer/CFO	Malayan Insurance Co., Inc. AY Holdings, Inc. Pan Malayan Management Manangement and Investment Corporation AY Holdings, Inc. Pan Managers, Inc. MPC Investment Corporation The Malayan Plaza Condominium Owners Ass'n. Inc.
Director/Vice President Director/Vice President/Treasurer Director/Corporate Secretary Trustee/Chairperson Trustee	AY Foundation, Inc.; Mapua Institute of Technology, Inc. Phil. Asia Assistance Foundation, Inc. Rizal Commercial Banking Corporation Annabelle Y. Holdings & Management Corporation Asia-Pac Reinsurance Co., Ltd. A.T. Yuchengco, Inc., DS Realty, Inc. Enrique T. Yuchengco, Inc., GPL Holdings, Inc. House of Investments, Inc., HYDee Management & Resource Corp., iPeople, Inc., La Funeraria Paz-Sucat, Inc., Luisita Industrial Park Corp., Malayan Colleges, Inc. Malayan International Insurance Corporation, Manila Memorial Park Cemetery, Inc. National Reinsurance Corporation of the Philippines
Member, Advisory Committee Member, Board of Directors of	

Educational Background and Other Information	<p>Pan Malayan Realty Corporation, Pan Malayan Express, Inc., Pan Malayan Realty Corporation Seafront Resources Corporation, Shayamala Corp., YGC Corporate Services, Inc. and Yuchengco Center, Inc. Bachelor of Arts in Interdisciplinary Studies from the Ateneo de Manila University.</p>
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Lorenzo V. Tan, 63	Director - 2019 to Present
<p>Other Business Experience: President and CEO Former President and CEO</p> <p>Former Chairman Former President Director</p> <p>Educational Background and Other Information</p>	<p>House of Investments, Inc. Rizal Commercial Banking Corporation Sunlife of Canada (Phils.), the Philippine National Bank, United Coconut Planters Bank. Asian Bankers Association Bankers Association of the Philippines Smart Communications, Inc., Digital Telecommunications (DIGITEL) and Voyager Innovation, Inc. and Citibank NA and Singapore.</p> <p>Bachelor of Science Degree in Commerce at the De La Salle University. A Certified Public Accountant in Pennsylvania USA and in the Philippines. He took his Master in Management Degree from J.L. Kellogg Graduate School of Management, Northwestern University Evanston, Illinois, USA. He was also an awardee of the 1999 The Outstanding Young Men (TOYM) in the field of Banking.</p>

Executive Officers	
Milagros V. Reyes, 83	President and CEO (1998 to Present)
Other Business Experience: Director and President	<i>Please refer to Item 9 - Directors and Executive Officers of the Registrant, a) Board of Directors</i>
Yvonne S. Yuchengco, 70	Treasurer – 2008 to Present
Other Business Experience: Chairperson/President	<i>Please refer to Item 9 - Directors and Executive Officers of the Registrant, a) Board of Directors</i>
Francisco G. Delfin Jr., 63	Vice President (2008 to 2023) EVP & COO (2023 to Present)
Other Business Experience: Director and President Director/ President and CEO Director/Vice President Executive Vice President Director/President	<p>Maibarara Geothermal, Inc. PetroGreen Energy Corporation PetroSolar Corporation PetroWind Energy Inc. Rizal Green Energy Corporation Dagohoy Green Energy Corporation San Jose Green Energy Corporation Bugallon Green Energy Corporation BKS Energy Green Corp. BuhaWind Energy East Panay Corporation BuhaWind Energy Northern Mindoro Corporation BuhaWind Energy Northern Luzon Corporation</p>

Former Undersecretary Former exploration geologist and Head of Geothermal Exploration	Department of Energy PNOC-EC
Samuel V. Torres, 60 Other Business Experience: Gen. Counsel/Corporate Secretary	Corporate Secretary (2006 to present) AY Foundation, Alto Pacific Company, Inc. (Formerly: The Pacific Fund, Inc.), Bankers Assurance Corp., FBIA Insurance Agency, Inc., Bluehounds Security & Inv. Agency, Enrique T. Yuchengco, Inc., First Nationwide Assurance Corp., GPL Holdings, Inc. GPL Cebu Tower Office Cond. Corp., GPL Holdings, Inc., Grepaland, Inc., Grepa Reality Holding Corporation, Hexagon Integrated Financial & Insurance Agency, Hi-Eisai Pharmaceutical, Inc., Honda Cars Kalookan, Inc., House of Investments, Inc., Hexagon Integrated Fin. Ins. Agency, Inc., Hexagon Lounge, Inc., iPeople, Inc., Investment Managers, Inc., Landev Corporation, La Funeraria Paz-Sucat, Inc., Malayan High School of Science, Inc., Malayan Insurance Co., Inc., Mico Equities, Inc., Malayan Colleges, Inc., Malayan Colleges Laguna, Inc., Malayan Securities Corporation, Mapua Information Technology Center, Inc., MJ888 Corporation, Mona Lisa Development Corporation, Pan Malayan Management & Investment Corporation, Pan Malayan Realty Corporation, Pan Malayan Express, Inc., Pan Pacific Computer Center, Inc., People eServe Corporation, Philippine Integrated Advertising Agency, Inc., Royal Commons, Inc., RCBC Forex Corporation, RCBC Realty Corporation, RCBC Land, RCBC Securities, Inc., RCBC Bankard Services Corporation, RCBC Securities, Inc., RP Land Development Corporation, Seafront Resources Corporation, Sun Life Grepa Financial, Inc., Yuchengco Museum, YGC Corporate Services, Inc., Y Realty Corporation, Y Tower II Office Condominium Corp., Yuchengco Tower Office Condominium Corp. and Xamdu Motors, Inc.
Louie Mark R. Limcolioc, 37 Other Business Experience: Assistant Corporate Secretary Corporate Secretary	Asst. Corporate Secretary (2021 to present) Seafront Resources Corporation PetroGreen Energy Corporation PetroSolar Corporation PetroWind Energy Inc.
Arlan P. Profeta, 51 Director/Treasurer	SVP – Corporate Services (2023 up to present) Rizal Green Energy Corporation Dagohoy Green Energy Corporation San Jose Green Energy Corporation Bugallon Green Energy Corporation BKS Energy Green Corp.

Maria Victoria M. Olivar, 51 Assistant Vice President Former Technical Coordinator/Supervisor Director	Geosciences Coordinator/Manager (2008-2015) AVP – Technical Affairs (2015 to 2021) AVP – Operations (2021 to 2023) SVP – Commercial Operations & Business Development (2023 to present) Maibarara Geothermal, Inc. Energy Development Corporation (EDC) Rizal Green Energy Corporation Dagohoy Green Energy Corporation San Jose Green Energy Corporation Bugallon Green Energy Corporation BKS Energy Green Corp.
Maria Cecilia L. Diaz De Rivera, 58 AVP/CFO Director/CFO	Chief Financial Officer (2022-present) Rizal Green Energy Corporation Dagohoy Green Energy Corporation San Jose Green Energy Corporation Bugallon Green Energy Corporation BKS Energy Green Corp.
Vanessa G. Peralta, 39	AVP for Corporate Communication and CIO (2021 present) Corporate Communication Senior Manager (2017-2021) Corporate Communication Officer (2016 - 2017)
Arlene B. Villanueva, 56	AVP for HR & Administration (2024 to present)

Significant Employees

The Corporation values its human resources. It expects each employee to do his share in achieving the Corporation's set goals.

Family Relationships

Ms. Helen Y. Dee and Yvonne S. Yuchengco are siblings.

Involvement in Certain Legal Proceedings

Likewise, no executive officer or member of the Board of Directors of the Company is currently involved nor has any such officer or board member been involved during the past 5 years in any legal proceedings under the Insolvency Law or the Philippine Revised Penal Code either as litigant, respondent or defendant nor has any such officer or director been the subject of any court order, judgment or decree barring, suspending or otherwise limiting him from engaging in the practice of any type of business including those connected with securities, investments, insurance or banking activities.

Item 10 - Executive Compensation

Compensation of Directors and Executive Officers
Summary of Annual Compensation Table

Name and Principal Position		Year	Salary	Bonus	Other Annual Compensation	Total
Top 5 Highest paid key officers:		2023				
Milagros V. Reyes	President					
Francisco G. Delfin	Vice President & COO					
Maria Victoria M. Olivar	SVP for Commercial & Bus Dev					
Arlan P. Profeta	SVP for Legal and Admin					
Maria Cecilia L. Diaz De Rivera	AVP - Finance					
Total salaries top 5 highest paid officers		2020	13,317,746	5,367,137	2,277,415	20,962,298
		2021	13,709,669	4,329,249	2,771,495	20,810,412
		2022	13,528,027	8,386,512	2,837,201	24,751,739
		2023	17,098,945	8,903,502	2,363,461	28,365,908
		2024	18,643,507	10,577,309	4,310,564	33,531,380
		2025 est	19,927,572	8,234,066	2,816,176	30,977,814
All Directors and Officers as a group		2020	13,317,746	4,329,249	7,951,613	25,598,608
		2021	13,709,669	8,386,512	7,661,406	29,757,586
		2022	13,528,027	8,386,512	9,219,001	31,133,540
		2023	17,098,945	8,903,502	12,702,516	38,704,963
		2024	18,643,507	10,577,309	16,553,593	45,774,410
		2025 est	19,927,572	8,234,066	12,177,840	40,339,479

The Company's fiscal year ends in the month of December of every year.

There are no other arrangements pursuant to which any director of the Company was compensated, or is to be compensated, directly or indirectly.

Item 11 - Security Ownership of Certain Record and Beneficial Owners and Management as of December 31, 2022

a.) Security Ownership of Certain Record and Beneficial Owners

The following table sets forth information with respect to a record or beneficial owner directly or indirectly owning more than 5% of the Company's Capital Stock as of December 31, 2024:

Title of Class	Name, Address of record Owner	Relationships With the Issuer	Name of Beneficial Owner and relationship with the record owner	Citizenship	No. of Shares Held	%
Common	PCD Nominee Corp. G/F MSE Bldg., 6767 Ayala Ave., Makati City	Stockholder	PCD Nominee * (Various stockholders)	Filipino Non-Filipino	394,846,247	69.43%
Common	House of Investments, Inc. 3rd Flr., Grepalife Building, 221 Sen. Gil J. Puyat Avenue, Makati City	Stockholder	House of Investments, Inc. (Mr. Lorenzo V. Tan, President and Chief Executive Officer)	Filipino	173,865,595	30.57%
Common	Others	Stockholder	(Various stockholders)	Filipino		
TOTAL					568,711,842	100.00%

Note: Under PCD account, the following companies owned more than 5%:

- i. *RCBC Securities – 302,584,953 or 53.21% of the Company’s outstanding capital stock.

Under RCBC Securities, Inc. with 5% of the Registrant securities.

- a. House of Investments, Inc. – 173,865,595 shares or 30.57%
 - b. RCBC Capital Corporation – 61,223,808 shares or 10.77%
 - c. GPL Holdings, Inc. – 55,218,121 shares or 9.71%
 - d. Others (Various stockholders) – 12,277,429 shares or 2.16%
- ii. *RCBC Trust and Investment Division – 61,411,778 or 10.80% of the Company’s outstanding capital stock. RCBC Trust and Investments are Trust Accounts between RCBC and Beneficial Owners. The corporate acts of RCBC are carried out by its management through the guidance of its Board of Directors. Ms. Helen Y. Dee is the current Chairman of the Company.
- iii. *Malayan Insurance Company, Inc. – 30,103,023 or 5.29% of the Company’s outstanding capital stock. The corporate acts of Malayan Insurance Company, Inc. are carried out by its management through the guidance of its Board of Directors. Mr. Paolo Y. Abaya is the current President and Chief Executive Officer of the Company.
- iv. *Others Stockholders under PCD account – 133,763,354 or 23.52%

b.) Security Ownership of Management

The following are the number of shares owned of record by the Board of Directors, the Chief Executive Officer and each of the key officers of the Company and the percentage of shareholdings of each:

Title of Class	Name of Beneficial Owner Name and Position	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Helen Y. Dee Chairman	Direct 10,662 Indirect 5,006,574	Filipino	0.88%
Common	Milagros V. Reyes President/Director	Indirect 125,695	Filipino	0.02%
Common	Carlos G. Dominguez Independent Director	Direct 1	Filipino	-
Common	Cesar A. Buenaventura Independent Director	Direct 1,300 Indirect 366,844	Filipino	0.06%
Common	Lorenzo V. Tan Director	Direct 1	Filipino	-
Common	Yvonne S. Yuchengco Director/Treasurer	Indirect 435,956	Filipino	0.08%
Common	Eliseo B. Santiago Independent Director	Direct 1	Filipino	-
Common	Francisco G. Delfin, Jr. Vice President & COO	Direct 117,500	Filipino	0.02%
	Samuel V. Torres Corporate Secretary	-	Filipino	-
	Louie Mark R. Limcolio Asst. Corporate Secretary	-	Filipino	-
	Maria Victoria M. Olivar SVP for Commercial Operations & Business Development	-	Filipino	-
	Arlan P. Profeta SVP for Corporate Services	-	Filipino	-
	Maria Cecilia L. Diaz De Rivera Chief Financial Officer	-	Filipino	-
	Vanessa G. Peralta AVP for Corporate Communication and CIO	-	Filipino	-
	Arlene B. Villanueva AVP for HR & Administration	-	Filipino	-
Total		6,064,534		1.06%

As of December 31, 2024, the Company's directors and executive officers owned an aggregate of 6,064,534 shares equivalent to 1.06% of the Company's outstanding shares. No voting trust or similar agreement was signed which will give any party more than 5% of the outstanding capital stock.

As of December 31, 2024, the Company has a total of 568,711,842 shares issued and outstanding of which a total of 567,293,227 shares or 99.75% are owned by Filipino citizens, and 1,418,615 shares or 0.25% are owned by foreigners.

Item 12 - Certain Relationships and Related Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making

financial and operating decisions or the parties are subject to common control or common significant influence (referred to as 'Affiliates'). Related parties may be individuals or corporate entities.

Please refer to the 2023 Consolidated AFS, Note 26, for the significant transactions with related parties.

Change in Control

There are no arrangements for any change in control. Likewise, no voting trusts, management contracts nor other arrangements were signed which may result in a change of control of the registrant.

PART IV – EXHIBITS AND SCHEDULES

Item 13 – Exhibits and Reports

- A. 2024 and 2023 Financial Statements
- B. Supplementary Information and Disclosures required on SRC Rule 68 and 68.1 as amended
 - a. Financial Assets
 - b. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)
 - c. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements
 - d. Intangible Assets - Other Assets
 - e. Long-term Debt
 - f. Indebtedness to Related Parties
 - g. Guarantees of Securities of Other Issuers
 - h. Capital Stock
- C. Additional Components
 - 1. Schedule of Financial Soundness Indicators
 - 2. Schedule of Retained Earnings Available for Dividend Declaration
 - 3. Map of the relationships of the Companies within the Group
 - 4. Stock rights offering Proceeds
- D. Sustainability Report
- E. Reports on SEC Form 17-C

	DATE	SUBJECT
1	March 19, 2024	(Amend) Change in Stock Transfer Agent
2	March 21, 2025	Notice of Annual Stockholders' Meeting
3	March 25, 2024	PetroGreen Energy Corporation Secures Financing for Bohol Solar Power Project
4	April 1, 2024	News Article Clarification
5	April 4, 2025	DOE, PetroWind and NGCP Add New Power Supply to Panay
6	April 15, 2024	PetroWind's Phase 2 Re-endorsed by Malay SB Following Support from DENR and Barangay Officials
7	April 15, 2024	Board approved the 2023 Audited Financial Statements
8	April 16, 2024	PetroEnergy Records 30% Asset Growth and 9% Increase in Consolidated Net Income for 2023
9	April 18, 2024	Trina Solar and PetroGreen Energy Corporation Partner to Accelerate Philippine Solar Adoption with 117MW Supply Agreement
10	April 24, 2024	Top Japanese Contractor Taisei Corporation Invests in PetroGreen Unit
11	May 10, 2024	PetroGreen's Dagohoy Solar Project Begins PV Panel Installation
	May 13, 2024	PetroGreen and SN Aboitiz Power Ink Power Supply Deal
12	May 15, 2024	PetroEnergy's Q1 2024 Consolidated Net Income Attributable to Equity Holders of the Parent increased by 7%
13	July 9, 2024	Mapúa MCM and PetroGreen Switched-on Davao Rooftop Solar
14	July 18, 2024	Declaration of Cash Dividends
15	July 18, 2024	Results of Annual Stockholders' Meeting 2024
16	July 18, 2024	Results of Organizational Meeting 2024
17	July 25, 2024	PetroGreen and Isuzu Partner on 3MWp Laguna Solar Rooftop Project
18	August 14, 2024	PetroEnergy Records Strong H1 2024 Consolidated Revenue Growth and Net Income Increase Attributable to Equity Holders
19	September 2, 2024	News article entitled "PERC eyes foray into ESS, emerging technologies" posted in The Manila Times (Online Edition) on September 2, 2024
20	October 28, 2024	PGEC and NGCP Successfully Linked-Up Dagohoy Solar to Bohol Grid
21	November 15, 2024	PetroEnergy Q3 Consolidated Gross Revenues Up by 19%

22	November 18, 2024	BGEC's Bugallon Solar Project Secures Two (2) Major Milestones
23	November 21, 2024	First Solar Power Plant in Bohol Switched-on in Dagohoy
24	December 23, 2024	19.6 MW San Jose Solar Plant Starts Power Injection to Luzon Grid

Item 14 - General Notes to Financial Statements

1. The Financial Report (December 31, 2024) is in conformity with generally accepted accounting principles in the Philippines.
2. The same policies and methods of computation were followed in the preparation of the financial report compared to the December 31, 2024 Audited Financial Statements.
3. There are no unusual item or items that affected the assets, liabilities, equity and cash flows of the December 31, 2024 Financial Statements after balance sheet date.
4. There are no material events that happened subsequent to the end of December 31, 2024 that might affect the result of said financial statements.
5. There are no events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of the Company
6. There are no material off-balance sheet transactions, arrangement, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

SIGNATURES

Pursuant to the requirements of Section 17 of the SRC and Section 141 of the Corporate Code, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Pasig on April 10, 2025.

APR 10 2025

PETROENERGY RESOURCES CORPORATION


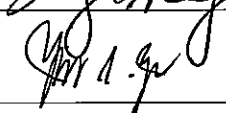

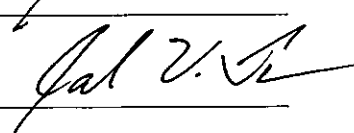
Issuer

MILAGROS V. REYES
President/CEO

YVONNE S. YUCHENGCO
Treasurer/Principal Financial officer

MARIA CECILIA L. DIAZ DE RIVERA
Chief Finance Officer /Principal Accounting Officer

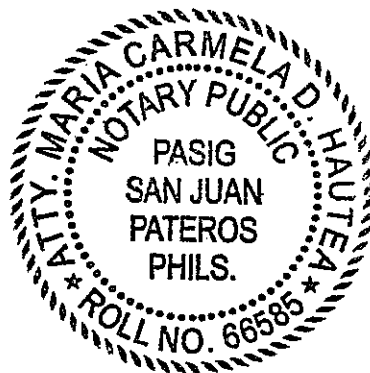
SAMUEL V. TORRES
Corporate Secretary







SUBSCRIBED AND SWORN to before me this APR 10 2025 day of April 2025 at Pasig City. Affiants exhibited to me their Tax Identification Numbers (TIN) indicated beside each name.

NAMES	TIN
MILAGROS V. REYES	100-732-775
YVONNE S. YUCHENGCO	106-573-924
MARIA CECILIA L. DIAZ DE RIVERA	115-335-117
SAMUEL V. TORRES	133-734-895

Doc. No. 1167 ;
Page No. 35 ;
Book No. V1 ;
Series of 2025.




MARIA CARMELA D. HAUTEA
Appointment Number 162 (2025-2026)
Notary Public for the City of Pasig
and the Municipality of Pateros
Commission Expires on December 31, 2026
7F, JMT Bldg., ADB Ave., Ortigas Center, Pasig City
Roll of Attorneys No. 66585
MCLE Compliance No. VII-0016267
IBP No. 491450/01-01-2025/RSM
PTR No. 03041435AA/01-09-2025/Pasig City

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

Securities and Exchange Commission

PICC, Roxas Boulevard, Pasay City

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

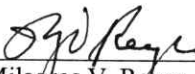
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has not realistic alternative but to do so.

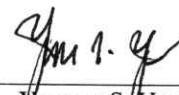
The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

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


Helen Y. Dee
Chairman


Milagros V. Reyes
President


Yvonne S. Yuchengco
Treasurer

SUBSCRIBED AND SWORN to me before this APR 08 2025 in Pasig City. Affiants exhibited to me their Tax Identification Numbers (TIN) indicated below each name.

NAMES	TIN
Helen Y. Dee	101-562-982
Milagros V. Reyes	100-732-775
Yvonne S. Yuchengco	106-573-924

Doc. No. 138;
Page No. 29;
Book No. V1;
Series of 2025




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Roll of Attorneys No. 66585
MCLE Compliance No. VII-0016267
IBP No. 491450/01-01-2025/RSM
PTR No. 03041435AA/01-09-2025/Pasig City

April 2, 2025

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

Securities and Exchange Commission

PICC, Roxas Boulevard, Pasay City

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

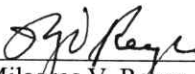
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has not realistic alternative but to do so.

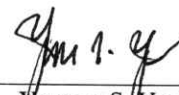
The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

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


Helen Y. Dee
Chairman


Milagros V. Reyes
President


Yvonne S. Yuchengco
Treasurer

SUBSCRIBED AND SWORN to me before this APR 08 2025 in Pasig City. Affiants exhibited to me their Tax Identification Numbers (TIN) indicated below each name.

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IBP No. 491450/01-01-2025/RSM
PTR No. 03041435AA/01-09-2025/Pasig City

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	O	9	4	-	0	8	8	8	0
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COMPANY NAME

P	E	T	R	O	E	N	E	R	G	Y		R	E	S	O	U	R	C	E	S		C	O	R	P	O	R	A	T
I	O	N		A	N	D		S	U	B	S	I	D	I	A	R	I	E	S										

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

7	t	h		F	l	o	o	r	,		J	M	T		B	u	i	l	d	i	n	g	,						
A	D	B		A	v	e	n	u	e	,		O	r	t	i	g	a	s		C	e	n	t	e	r	,			
P	a	s	i	g		C	i	t	y																				

Form Type

A	C	F	S
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Department requiring the report

S	E	C	
---	---	---	--

Secondary License Type, If Applicable

N	/	A
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COMPANY INFORMATION

Group's Email Address

corpaffairs@petroenergy.com.ph

Group's Telephone Number

8637-2917

Mobile Number

N/A

No. of Stockholders

1,977

Annual Meeting (Month / Day)

7/27

Fiscal Year (Month / Day)

12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Maria Cecilia L. Diaz de Rivera

Email Address

mlderivera@petroenergy.com.ph

Telephone Number/s

8637-2917

Mobile Number

09999910722

CONTACT PERSON'S ADDRESS

7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City

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

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



INDEPENDENT AUDITOR'S REPORT

The Board of Directors and the Stockholders
PetroEnergy Resources Corporation
7th Floor, JMT Building, ADB Avenue
Ortigas Center, Pasig City

Opinion

We have audited the consolidated financial statements of PetroEnergy Resources Corporation and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2024 and 2023, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2024, and notes to the consolidated financial statements, including material accounting policy information.

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

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the consolidated 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.



We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Recoverability of Wells, Platforms and Other Facilities and Related Assets

The Group has significant investments consisting of wells, platforms and other facilities under Property, plant and equipment amounting to ₱446.76 million, deferred oil exploration costs amounting to ₱365.87 million, and production license presented under Intangible assets amounting to ₱17.34 million as of December 31, 2024. The recoverability of the investments is affected by fluctuating crude oil prices and discount rate, among others, and that are tested for impairment when there are indications that the carrying values of these investments may exceed their recoverable amounts. The assessment of the recoverable amount of these investments requires significant judgment and involves estimation using assumptions about future production levels and costs, as well as external inputs such as crude oil prices and discount rate. Hence, such assessment is a key audit matter in our audit.

The disclosures in relation to oil reserves are included in Notes 5, 11, 12 and 16 to the consolidated financial statements.

Audit response

We involved our internal specialist in evaluating the methodologies and the assumptions used in the impairment testing of these investments. These assumptions include future production levels and costs, as well as external inputs such as crude oil prices and discount rate. We compared the key assumptions used such as future production levels against crude oil reserves and costs against historical data. We tested the parameters used in the determination of the crude oil prices and discount rate against market data. We also reviewed the Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive, specifically those that have the most significant effect in the determination of the recoverable amounts of these investments.

Estimation of asset retirement obligations

The Group has provisions for the close-down, restoration and environmental obligations on its solar power plant in Tarlac, geothermal power plant in Batangas, wind power plant in Aklan, and interest in oil fields in Gabon totaling to ₱162.53 million as of December 31, 2024. The Group uses an external technical specialist to assess its share in abandonment cost in the Gabon oil fields, and an internal technical group to estimate the future restoration costs of its solar, geothermal and wind power plant sites. The estimation of the provisions requires significant management judgment in estimating future costs given the nature of each site, the operating activities done, and the facilities constructed, among other considerations. This calculation also requires the management to use a discount and inflation rates for these future costs to bring them to their present value at reporting date.

The Group's disclosures about asset retirement obligations are included in Notes 5 and 20 to the consolidated financial statements.



Audit response

We considered the competence, capabilities and objectivity of management's internal and external technical specialists given their qualifications, experience and reporting responsibilities. We reviewed the decommissioning reports and obtained an understanding from the internal and external technical specialists about their bases for identifying and estimating the Group's share in abandonment costs in the Gabon oil fields and restoration costs of its solar, wind and geothermal power plant sites. We also evaluated the discount and inflation rates used by comparing these to external data. We also reviewed the Group's disclosures on the assumptions that have the most significant effect in the determination of the amounts of these obligations.

Other Information

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

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

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

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

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

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated 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 Group'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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.



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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

The engagement partner on the audit resulting in this independent auditor's report is
Wenda Lynn M. Loyola.

SYCIP GORRES VELAYO & CO.

Wenda Lynn M. Loyola

Wenda Lynn M. Loyola

Partner

CPA Certificate No. 109952

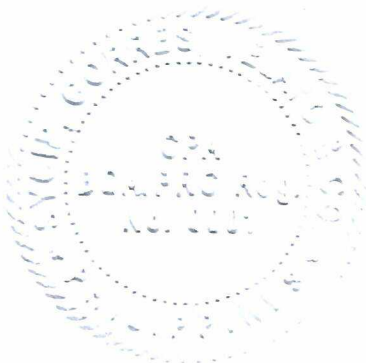
Tax Identification No. 242-019-387

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

BIR Accreditation No. 08-001998-117-2025, January 8, 2025, valid until January 7, 2028

PTR No. 10465322, January 2, 2025, Makati City

April 2, 2025



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	December 31	
		2023
	2024	(As restated, see Note 13)
ASSETS		
Current Assets		
Cash and cash equivalents (Note 6)	₱2,770,469,655	₱2,334,304,367
Short-term investments (Note 6)	200,000,000	1,975,286,425
Restricted cash (Note 7)	217,290,257	293,744,077
Receivables (Note 8)	759,004,222	730,521,441
Financial assets at fair value through profit or loss (Note 9)	6,144,437	6,958,720
Crude oil inventory (Note 24)	49,440,029	13,676,052
Current portion of contract assets (Note 35)	161,320,397	127,134,899
Other current assets (Note 10)	434,581,875	232,238,237
Total Current Assets	4,598,250,872	5,713,864,218
Noncurrent Assets		
Property, plant and equipment (Note 11)	14,974,940,788	12,245,311,886
Deferred oil exploration costs (Note 12)	431,416,713	386,796,965
Contract assets - net of current portion (Note 35)	675,168,269	609,572,499
Investments in joint ventures (Note 13)	2,882,000	2,882,000
Right-of-use assets (Note 14)	302,353,808	322,894,463
Investment properties (Note 15)	1,611,533	1,611,533
Intangible assets (Note 16)	875,957,481	914,051,525
Deferred tax assets - net (Note 22)	8,182,787	18,349,138
Other noncurrent assets (Notes 17)	1,489,876,484	1,445,572,602
Total Noncurrent Assets	18,762,389,863	15,947,042,611
TOTAL ASSETS	₱23,360,640,735	₱21,660,906,829
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and accrued expenses (Note 18)	₱899,967,148	₱798,052,764
Loans payable - current portion (Note 19)	1,263,628,373	3,699,707,830
Lease liabilities - current portion (Note 14)	37,063,244	54,756,559
Income tax payable	32,721,792	14,329,114
Total Current Liabilities	2,233,380,557	4,566,846,267
Noncurrent Liabilities		
Loans payable - net of current portion (Note 19)	6,881,665,545	4,178,456,690
Lease liabilities - net of current portion (Note 14)	282,061,826	269,881,742
Asset retirement obligations (Note 20)	162,534,249	167,532,915
Deferred tax liabilities - net (Note 22)	138,837,688	138,837,688
Accrued retirement liabilities (Note 20)	45,610,791	30,603,592
Total Noncurrent Liabilities	7,510,710,099	4,785,312,627
Total Liabilities	9,744,090,656	9,352,158,894

(Forward)



	December 31	
	2024	2023 (As restated, see Note 13)
Equity		
Attributable to equity holders of the Parent Company		
Capital stock (Note 21)	₱568,711,842	₱568,711,842
Additional paid-in capital (Note 21)	2,156,679,049	2,156,679,049
Retained earnings (Note 21)	3,754,431,369	3,311,057,942
Remeasurement losses on net accrued retirement liabilities - net of tax (Note 20)	(20,161,301)	(12,472,150)
Cumulative translation adjustment (Note 21)	114,499,681	114,499,681
Equity reserve (Note 21)	1,495,570,578	1,334,950,575
	8,069,731,218	7,473,426,939
Non-controlling interests (Note 31)	5,546,818,861	4,835,320,996
Total Equity	13,616,550,079	12,308,747,935
TOTAL LIABILITIES AND EQUITY	₱23,360,640,735	₱21,660,906,829

See accompanying Notes to Consolidated Financial Statements.



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2024	2023 (As restated, see Note 13)	2022
REVENUE			
Electricity sales (Notes 4 and 35)	₱2,810,666,553	₱2,326,772,267	₱1,695,931,748
Oil revenues (Note 35)	520,426,862	623,038,856	726,054,534
Other revenues (Note 35)	116,543,194	62,662,074	129,112,773
	3,447,636,609	3,012,473,197	2,551,099,055
COST OF SALES			
Cost of electricity sales (Note 23)	1,320,805,417	1,069,685,754	752,403,321
Oil production (Note 24)	326,298,188	315,347,519	355,336,217
Depletion (Note 11)	90,653,867	101,223,727	85,286,880
Change in crude oil inventory (Note 24)	(35,763,976)	761,140	(1,820,516)
Cost of other revenues (Note 23)	106,655,356	60,776,865	127,388,501
	1,808,648,852	1,547,795,005	1,318,594,403
GROSS INCOME	1,638,987,757	1,464,678,192	1,232,504,652
GENERAL AND ADMINISTRATIVE EXPENSES (Note 25)	343,457,096	266,767,569	221,232,231
OTHER INCOME (CHARGES) - Net			
Interest income (Notes 6, 7, 8, 17 and 35)	191,203,364	225,839,685	51,154,475
Net foreign exchange gains (losses)	3,798,131	(3,103,807)	12,377,485
Share in net income of a joint venture (Note 13)	—	50,738,697	81,512,921
Loss on remeasurement of previously held interest (Note 13)	—	(514,326,209)	—
Fair value changes on financial assets at fair value through profit or loss (Note 9)	(814,283)	(530,445)	(47,138)
Accretion expense (Note 20)	(11,980,721)	(6,944,814)	(3,622,334)
Reversal of (provision for) impairment loss - net (Notes 5, 11 and 12)	(52,442,592)	(77,167,996)	11,299,369
Interest expense (Notes 14 and 19)	(555,725,055)	(408,735,771)	(292,324,806)
Miscellaneous income - net (Note 26)	124,260,972	61,036,998	30,047,518
	(301,700,184)	(673,193,662)	(109,602,510)
INCOME BEFORE INCOME TAX	993,830,477	524,716,961	901,669,911
PROVISION FOR INCOME TAX (Note 22)	(112,417,756)	(58,898,292)	(38,592,892)
NET INCOME	881,412,721	465,818,669	863,077,019
OTHER COMPREHENSIVE INCOME (LOSS)	—		
<i>Item not to be reclassified to profit or loss in subsequent periods</i>	—		
Remeasurement gains (losses) on net accrued retirement liabilities - net of tax (Note 20)	(10,019,785)	(18,868,006)	9,668,661
Share in other comprehensive income of a joint venture (Note 13)	—	78,815	761,152
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)	(10,019,785)	(18,789,191)	10,429,813
TOTAL COMPREHENSIVE INCOME	₱871,392,936	₱447,029,478	₱873,506,832

(Forward)



Years Ended December 31			
	2024	2023 (As restated, see Note 13)	2022
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company	₱471,809,019	₱156,880,236	₱548,523,238
Non-controlling interests (Note 31)	409,603,702	308,938,433	314,553,781
	₱881,412,721	₱465,818,669	₱863,077,019
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company	₱464,119,868	₱140,382,664	₱557,736,949
Non-controlling interests (Note 31)	407,273,068	306,646,814	315,769,883
	₱871,392,936	₱447,029,478	₱873,506,832
EARNINGS PER SHARE FOR NET INCOME			
ATTRIBUTABLE TO EQUITY HOLDERS OF THE			
PARENT COMPANY - BASIC AND DILUTED (Note 30)	₱0.8296	₱0.2759	₱0.9645

See accompanying Notes to Consolidated Financial Statements.



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

	Capital stock (Note 21)	Additional paid-in capital (Note 21)	Retained earnings (Note 21)	Remeasurement gain (loss) on net accrued retirement liabilities	Share in OCI of joint ventures (Note 13)	Cumulative translation adjustment (Note 21)	Equity reserve (Note 21)	Total	Non-controlling Interests (Note 31)	Deposit for Stock Subscription (Notes 21 and 31)	Total
BALANCES AT DECEMBER 31, 2021	₱568,711,842	₱2,156,679,049	₱2,662,525,652	(₱4,570,914)	(₱617,375)	₱114,499,681	₱80,049,238	₱5,577,277,173	₱2,736,537,487	₱–	₱8,313,814,660
Net income	–	–	548,523,238	–	–	–	–	548,523,238	314,553,781	–	863,077,019
Remeasurement gain on net accrued retirement liabilities	–	–	–	8,675,151	–	–	–	8,675,151	993,510	–	9,668,661
Share in OCI of a joint venture	–	–	–	–	538,560	–	–	538,560	222,592	–	761,152
Total comprehensive income	–	–	548,523,238	8,675,151	538,560	–	–	557,736,949	315,769,883	–	873,506,832
Cash dividends (Note 21)	–	–	(28,435,592)	–	–	–	–	(28,435,592)	(122,800,000)	–	(151,235,592)
Deposit for stock subscription	–	–	–	–	–	–	–	–	–	1,651,055,000	1,651,055,000
Change in ownership without loss of control	–	–	–	–	–	–	656,667,748	656,667,748	1,030,763,730	–	1,687,431,478
Increase in non-controlling interests - stock issuances	–	–	–	–	–	–	–	–	2,750,000	–	2,750,000
BALANCES AT DECEMBER 31, 2022	568,711,842	2,156,679,049	3,182,613,298	4,104,237	(78,815)	114,499,681	736,716,986	6,763,246,278	3,963,021,100	1,651,055,000	12,377,322,378
Net income	–	–	156,880,236	–	–	–	–	156,880,236	308,938,433	–	465,818,669
Remeasurement loss on net accrued retirement liabilities	–	–	–	(16,576,387)	–	–	–	(16,576,387)	(2,291,619)	–	(18,868,006)
Share in OCI of a joint venture	–	–	–	–	78,815	–	–	78,815	–	–	78,815
Total comprehensive income (loss)	–	–	156,880,236	(16,576,387)	78,815	–	–	140,382,664	306,646,814	–	447,029,478
Cash dividends (Note 21)	–	–	(28,435,592)	–	–	–	–	(28,435,592)	(25,000,000)	–	(53,435,592)
Application of deposit for stock subscription (Note 21)	–	–	–	–	–	–	–	–	1,634,762,579	(1,651,055,000)	(16,292,421)
Change in ownership without loss of control (Note 21)	–	–	–	–	–	–	598,233,589	598,233,589	(598,233,589)	–	–
Acquisition of non-controlling interests (Notes 21 and 31)	–	–	–	–	–	–	–	–	(1,965,153,794)	–	(1,965,153,794)
Acquisition of NCI from business combination (Note 13)	–	–	–	–	–	–	–	–	1,314,865,270	–	1,314,865,270
Increase in non-controlling interests - stock issuances (Note 31)	–	–	–	–	–	–	–	–	204,412,616	–	204,412,616
BALANCES AT DECEMBER 31, 2023 (As restated, see Note 13)	568,711,842	2,156,679,049	3,311,057,942	(12,472,150)	–	114,499,681	1,334,950,575	7,473,426,939	4,835,320,996	–	12,308,747,935
Net income	–	–	471,809,019	–	–	–	–	471,809,019	409,603,702	–	881,412,721
Remeasurement loss on net accrued retirement liabilities	–	–	–	(7,689,151)	–	–	–	(7,689,151)	(2,330,634)	–	(10,019,785)
Share in OCI of a joint venture	–	–	–	–	–	–	–	–	–	–	–
Total comprehensive income (loss)	–	–	471,809,019	(7,689,151)	–	–	–	464,119,868	407,273,068	–	871,392,936
Cash dividends (Note 21)	–	–	(28,435,592)	–	–	–	–	(28,435,592)	(50,000,000)	–	(78,435,592)
Change in ownership without loss of control (Note 21)	–	–	–	–	–	–	170,170,003	170,170,003	(250,170,003)	–	(80,000,000)
Share issuance costs	–	–	–	–	–	–	(9,550,000)	(9,550,000)	–	–	(9,550,000)
Increase in non-controlling interests - stock issuances (Note 31)	–	–	–	–	–	–	–	–	604,394,800	–	604,394,800
BALANCES AT DECEMBER 31, 2024	₱568,711,842	₱2,156,679,049	₱3,754,431,369	(₱20,161,301)	₱–	₱114,499,681	₱1,495,570,578	₱8,069,731,218	₱5,546,818,861	₱–	₱13,616,550,079

See accompanying Notes to Consolidated Financial Statements



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31		
		2023	
	2024	(As restated, see Note 13)	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	P993,830,477	P524,716,961	P901,669,911
Adjustments for:			
Depletion, depreciation and amortization (Notes 11, 14, 16, 23, 24 and 25)	831,328,554	740,810,992	551,078,397
Interest expense (Notes 14 and 19)	555,725,055	408,735,771	292,324,806
Provision for (reversal of) impairment loss - net (Notes 5, 11 and 12)	52,442,592	77,167,996	(11,299,369)
Accretion expense (Note 20)	11,980,721	6,944,814	3,622,334
Movements in accrued retirement liabilities (asset)	6,472,709	(2,129,878)	(4,343,624)
Provision for probable losses (Notes 17, 18 and 25)	4,648,449	12,011,345	6,105,757
Fair value changes on financial assets at fair value through profit or loss (Note 9)	814,283	530,445	47,138
Loss on remeasurement of previously held interest (Note 13)	—	514,326,209	—
Share in net income of a joint venture (Note 13)	—	(50,738,697)	(81,512,921)
Change in estimate of ARO	—	—	(1,232,259)
Dividend income (Note 9)	(18,893)	(26,969)	(79,047)
Net gain on sale of equipment and investment (Note 26)	(543,532)	(1,671,563)	(337,611)
Net unrealized foreign exchange loss (gain)	(3,798,131)	3,103,807	(2,663,406)
Interest income (Notes 6, 7, 8, 17 and 35)	(191,203,364)	(225,839,685)	(51,154,475)
Operating income before working capital changes	2,261,678,920	2,007,941,548	1,602,225,631
Decrease (increase) in:			
Receivables	(104,208,320)	(154,034,306)	(37,465,978)
Contract assets (Note 35)	(99,781,268)	(60,510,461)	(74,120,369)
Other current assets	(161,653,795)	69,546,872	(749,567,023)
Increase in accounts payable and other liabilities	83,949,749	134,757,967	153,102,244
Net cash generated from operations	1,979,985,286	1,997,701,620	894,174,505
Interest received	266,928,903	152,770,663	28,340,045
Income taxes paid, including movement in creditable withholding taxes	(82,703,088)	(78,878,062)	(51,390,749)
Net cash provided by operating activities	2,164,211,101	2,071,594,221	871,123,801
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for:			
Acquisitions of property, plant and equipment (Note 11)	(3,574,290,337)	(1,843,551,556)	(659,351,144)
Deferred oil exploration costs (Note 12)	(40,052,013)	(75,217,430)	(208,597,575)
Deferred development costs (Note 17)	(89,505,254)	(427,579,398)	(74,301,563)
Acquisitions of intangibles (Note 16)	(1,029,434)	(3,899,131)	(8,704,649)
Advances to contractors (Note 17)	(100,619,459)	(33,521,873)	(45,777,526)
Acquisition through business combination - net of cash acquired (Note 13)	—	(210,446,391)	—
Dividends received (Note 9)	18,893	26,969	79,047
Proceeds from sale of property, plant and equipment	543,532	82,013	1,110,936
Decrease in short-term investments	1,775,286,425	740,401,839	—
Decrease (increase) in other noncurrent assets	58,611,711	(46,426,555)	(61,405,058)
Net cash used in investing activities	(1,971,035,936)	(1,900,131,513)	(1,056,947,532)

(Forward)



Years Ended December 31			
	2024	2023 (As restated, see Note 13)	2022
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from:			
Availments of debt - net of deferred financing costs (Notes 19 and 32)	₱4,271,681,074	₱3,946,036,089	₱561,000,000
Subscription of capital stock - NCI (Note 31)	604,394,800	204,412,637	1,693,681,477
Payments of:			
Acquisition of NCI (Notes 21 and 31)	–	(1,965,153,794)	–
Loans (Notes 19 and 32)	(3,995,568,818)	(1,272,135,055)	(1,155,920,789)
Interest (Notes 19 and 32)	(492,370,770)	(337,024,238)	(291,405,251)
Dividends to NCI (Notes 31 and 32)	(72,500,000)	(2,500,000)	(122,800,000)
Lease liabilities (Notes 14 and 32)	(38,419,188)	(38,214,856)	(37,490,050)
Payment of equity issuance cost (Note 21)	(9,550,000)	(16,292,421)	–
Dividends by the Parent Company (Notes 21 and 32)	(28,475,106)	(27,969,026)	(28,435,593)
Net cash generated from financing activities	239,191,992	491,159,336	618,629,794
NET EFFECT OF FOREIGN EXCHANGE RATE			
CHANGES ON CASH AND CASH EQUIVALENTS	3,798,131	(5,549,261)	2,663,420
NET INCREASE IN CASH AND CASH EQUIVALENTS	436,165,288	657,072,783	435,469,483
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	2,334,304,367	1,677,231,584	1,241,762,101
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 6)	₱2,770,469,655	₱2,334,304,367	₱1,677,231,584

See accompanying Notes to Consolidated Financial Statements.



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

a. Organization

PetroEnergy Resources Corporation (“PERC” or “PetroEnergy” or the “Parent Company”) is a publicly-listed domestic corporation. Its registered office and principal place of business is 7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City.

PERC was organized on September 29, 1994 as Petrotech Consultants, Inc. to provide specialized technical services to its then parent company, Petrofields Corporation, and to companies exploring for oil in the Philippines.

In 1997, PERC simultaneously adopted its present name and changed its primary purpose to oil exploration and development and mining activities. Subsequently in 1999, PERC assumed Petrofields’ oil exploration contracts in the Philippines and the Production Sharing Contract covering the Etame discovery block in Gabon, West Africa.

On August 11, 2004, PERC’s shares of stock were listed on the Philippine Stock Exchange (PSE) by way of introduction.

In 2009, following the enactment of Republic Act No. 9513, otherwise known as the “Renewable Energy Act of 2008” (RE Law), PERC amended its articles of incorporation to include among its purposes the business of generating power from renewable sources such as, but not limited to, biomass, hydro, solar, wind, geothermal, ocean and such other renewable sources of power.

On March 31, 2010, PERC incorporated PetroGreen Energy Corporation (“PetroGreen” or “PGEC”), its 75%-owned subsidiary (77%-owned in 2022), to act as its renewable energy arm and holding company. PGEC ventured into renewable energy development and power generation through its subsidiaries and affiliate: (a) Maibarara Geothermal, Inc. (“MGI”, 65%-owned) - owner and Renewable Energy (RE) developer of the 20 MW Maibarara Geothermal Power Project (MGPP-1) in Santo Tomas, Batangas and its expansion, the 12 MW MGPP-2; (b) PetroSolar Corporation (“PetroSolar or PSC”, 56%-owned) - owner and RE developer of the 50 MW_{DC} Tarlac Solar Power Project (TSPP-1) in Tarlac City and its 20 MW_{DC} expansion (TSPP-2); and (c) PetroWind Energy Inc. (“PetroWind or PWEI”, 40%-owned subsidiary in 2023 (joint venture in 2022) - owner and developer of the 36 MW Nabas Wind Power Project (NWPP-1) and its 13.2 MW expansion (NWPP-2) in Nabas and Malay, Aklan.

In 2023, PetroEnergy made direct acquisition of shares in PetroWind and PetroSolar and additional acquisition of equity shares in PetroGreen. In 2023 also, PGEC incorporated new RE entities which are disclosed in detail in Note 1d. The subsidiaries of PetroEnergy and the respective percentages of ownership are disclosed in Note 4.

In 2023, the Securities and Exchange Commission approved the incorporation of Rizal Green Energy Corporation (RGEC) as a wholly owned subsidiary of PGEC to develop new solar projects. In 2024, Taisei Corporation acquired a 25% equity stake in RGEC.

RGEC subsequently established three (3) renewable energy entities: Dagohoy Green Energy Corporation (DGEC) for the Dagohoy Solar Power Project, San Jose Green Energy Corporation (SJGEC) for the San Jose Solar Power Project (SJSPP), and Bugallon Green Energy Corporation (BGEC) for the Bugallon Solar Power Project (BSPP).



Separately, on August 16, 2023, PGEC acquired 100% of BKS Green Energy Corp. (BKSGEC or BKS), which holds the service contract for the Limbauan Solar Power Project in Isabela. BKSGEC was subsequently sold by PGEC to RGEC on December 19, 2024.

On November 20, 2024, EcoSolar Energy Corporation (ESEC) was incorporated. ESEC is a 100%-owned subsidiary of PGEC, that holds shares in RE companies that will develop the solar power projects in Panitan, Capiz. PGEC is a 75%-owned subsidiary of PERC.

b. Nature of Operations

The Group's two (2) main energy businesses are: (1) upstream oil exploration and development, and (2) power generation from RE resources including, (a) geothermal, (b) solar, and (c) wind.

Upstream Oil Exploration and Development

Petroleum production is on-going in the Etame (Gabon) concession, while the other petroleum concessions in the Philippines are still in the advanced exploration stages or pre-development stages.

Renewable Energy

Geothermal Energy

MGI's geothermal projects are the 20 MW MGPP-1 in Sto. Tomas, Batangas that started commercial operations on February 8, 2014 and its expansion, the 12 MW MGPP-2 that started commercial operations on April 30, 2018.

Solar Energy

PetroSolar's solar power projects are the 50 MW_{DC} TSPP-1 in Tarlac City, Tarlac that started commercial operations on February 10, 2016 and its 20 MW_{DC} TSPP-2 which started exporting power to the grid on April 22, 2019.

Other solar power projects currently undergoing testing and commissioning include the 27 MW_{DC} Dagohoy Solar Power Project (DSPP) in Dagohoy, Bohol, which began exporting power to the grid on November 12, 2024, and the 19.6 MW_{DC} San Jose Solar Power Project (SJSPP) in San Jose, Nueva Ecija, which started exporting power on December 21, 2024.

Additionally, the 25 MW_{DC} Bugallon Solar Power Project (BSPP) in Bugallon, Pangasinan, is under construction, with target commercial operations date by December 2025, along with the 40MW_{DC} Limbauan Solar Power Project (LSPP) in Isabela, which is also set for commercial operations date by December 2025.

Wind Energy

PetroWind's Nabas Wind Power Projects are located in Nabas and Malay, Aklan. Phase 1 with a capacity of 36 MW NWPP-1 commenced commercial operations on June 10, 2015. On the other hand, the 13.2 MW NWPP-2 is underway. The first three (3) 6.6 MW turbines started its testing and commissioning on April 4, 2024.

c. Acquisition of Shares of Stock

On April 24, 2023, PERC and EEI Power Corporation (EEIPC) entered into a Share Purchase Agreement (SPA), wherein PERC agreed to purchase all of EEIPC's equity interests in PGEC (7.5%), PetroSolar (44%), and PWEI (20%) on different payment schedules. PERC executed the respective Deeds of Absolute Sale and fully paid EEIPC the purchase price for the latter's shares in PWEI, PSC and PGEC on May 10, 2023, August 1, 2023, and August 31, 2023, respectively.



This acquisition resulted in changes in the classification of PGEC's and PERC's investment in PWEL as well as Group's interest and non-controlling interests (NCI) in the three entities mentioned (see Notes 4, 5, 13, 21 and 31).

In 2024, the purchase price allocation was completed in relation to the investment in PWEL. Provisional goodwill and customer relationship which were initially recorded in 2023 comparative balances were finalized and restated (see Notes 4, 5, 13, 21 and 31).

d. Pipeline RE Projects

On March 5, 2021, PetroGreen and Copenhagen Energy A/S, a Danish company and affiliate of CE Pacific ApS (CE), executed the Heads of Terms as basis for the potential collaboration on the development of offshore wind (OSW) power projects in the Philippines and creation of SPVs that will develop the projects. Pursuant to the Heads of Terms, PGEC and CE entered into Joint Venture Agreements (JVAs) that will govern the obligations of the parties in the development of the Northern Luzon, Northern Mindoro and East Panay OSW projects, and incorporated three (3) special purpose vehicles (SPVs) in November 2022 namely: BuhaWind Energy Northern Luzon Corporation (BuhaWind NL or BENLC), BuhaWind Energy Northern Mindoro Corporation (BuhaWind NM or BENMC) and BuhaWind Energy East Panay Corporation (BuhaWind EP or BEEPC) [collectively called BuhaWind Energy Philippines or BEP]. PGEC owns 40% and 60% equity interest in BEP as of December 31, 2023 and 2022, respectively. The DOE approved the assignment of PGEC's DOE wind service contracts to BEEPC, BENMC and BENLC on December 27, 2023, December 29, 2023 and February 21, 2024, respectively.

On August 31, 2023, the Securities and Exchange Commission (SEC) approved the incorporation of Rizal Green Energy Corporation (RGEC), PGEC's 100%-owned subsidiary in 2023 and 75%-owned in 2024, that shall hold shares in the RE companies that will develop the solar power projects in Bohol, Pangasinan, Isabela and Nueva Ecija.

On September 13, 2023, the SEC approved the incorporation of Dagohoy Green Energy Corporation (DGEC), a wholly owned subsidiary of RGEC, the RE entity that will own, develop, and operate the Dagohoy Solar Power Project in Bohol. On February 28, 2024, the DOE approved the assignment of Solar Energy Operating Contract (SEOC) No. 2022-06-629 from PGEC to DGEC and issued the corresponding new Certificate of Registration (COR) with Registration No. SEOC 2022-06-629-AF1.

On October 14, 2023, the SEC approved the incorporation of San Jose Green Energy Corporation (SJGEC), a wholly owned subsidiary of RGEC, the RE entity that will own, develop and operate the San Jose Solar Power Project in Nueva Ecija. On July 19, 2023, the DOE approved the assignment of V-Mars Solar Energy Corporation's DOE service contract to PGEC, allowing PGEC to develop the San Jose Solar Power Project in Nueva Ecija. On April 16, 2024, the DOE approved the assignment of SEOC No. 2015-09-251-AFI from PGEC to SJGEC and issued the corresponding new COR with Registration No. SEOC 2015-09-251-AF2.

On October 14, 2023, the SEC approved the incorporation of Bugallon Green Energy Corporation (BGEC), a wholly owned subsidiary of RGEC, the RE entity that will own, develop, and operate the Bugallon Solar Power Project (BSPP) in Pangasinan. On April 16, 2024, the DOE approved the assignment of SEOC 2022-04-622-AFI from PGEC to BGEC and issued the corresponding new COR with Registration No. SEOC 2022-04-622-AF1.



On August 16, 2023, PGEC acquired 100% of BKS Green Energy Corp.'s (BKS) shares of stock, a Filipino corporation that holds the service contract over the Limbauan Solar Power Project (LSPP) in Isabela. BKSGEC was subsequently sold to RGEC on December 19, 2024. The transaction was accounted for business combination under common control.

On November 20, 2024, the SEC approved the incorporation of ESEC, currently, a wholly owned subsidiary of PGEC, that is planned to hold the new projects of PGEC, such as utility-scale solar, aquavoltaics and Battery Energy Storage Systems (BESS), among others.

e. Approval of Consolidated Financial Statements

The accompanying consolidated financial statements were approved and authorized for issue by the Board of Directors (BOD) on April 2, 2025.

2. **Basis of Preparation and Statement of Compliance**

Basis of Preparation

The accompanying consolidated financial statements have been prepared under the historical cost basis, except for financial assets carried at fair value through profit or loss (FVTPL) which are measured at fair value, and crude oil inventory which is valued at net realizable value (NRV).

The consolidated financial statements are presented in Philippine Peso (P'HP or ₱), which is the Parent Company's functional currency. All amounts are rounded to the nearest PHP unless otherwise stated.

Statement of Compliance

The accompanying consolidated financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

3. **Changes in Accounting Policies**

New Standards, Interpretations and Amendments

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective 2024. The Group has not early adopted any standards, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have any impact on the consolidated financial statements of the Group.

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*

The amendments clarify:

- That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
- That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.



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

The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

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

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Standards Issued but Not Yet Effective

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

Effective beginning on or after January 1, 2025

- Amendments to PAS 21, *Lack of exchangeability*

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

The amendments are effective for annual reporting periods beginning on or after January 1, 2025. Earlier adoption is permitted and that fact must be disclosed. When applying the amendments, an entity cannot restate comparative information.

Effective beginning on or after January 1, 2026

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

The amendments clarify that a financial liability is derecognized on the 'settlement date', i.e., when the related obligation is discharged, cancelled, expires or the liability otherwise qualifies for derecognition. They also introduce an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system before settlement date if certain conditions are met.

The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features. Furthermore, the amendments clarify the treatment of non-recourse assets and contractually linked instruments.

- Annual Improvements to PFRS Accounting Standards - Volume 11

The amendments are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversight or conflicts between the requirements in the Accounting Standards. The following is the summary of the Standards involved and their related amendments.



- Amendments to PFRS 1, *Hedge Accounting by a First-time Adopter*
The amendments included in paragraphs B5 and B6 of PFRS 1 cross references to the qualifying criteria for hedge accounting in paragraph 6.4.1(a), (b) and (c) of PFRS 9. These are intended to address potential confusion arising from an inconsistency between the wording in PFRS 1 and the requirements for hedge accounting in PFRS 9.
- Amendments to PFRS 7, *Gain or Loss on Derecognition*
The amendments updated the language of paragraph B38 of PFRS 7 on unobservable inputs and included a cross reference to paragraphs 72 and 73 of PFRS 13.
- Amendments to PFRS 9
 - a) Lessee Derecognition of Lease Liabilities
The amendments to paragraph 2.1 of PFRS 9 clarified that when a lessee has determined that a lease liability has been extinguished in accordance with PFRS 9, the lessee is required to apply paragraph 3.3.3 and recognize any resulting gain or loss in profit or loss.
 - b) Transaction Price
The amendments to paragraph 5.1.3 of PFRS 9 replaced the reference to ‘transaction price as defined by PFRS 15 *Revenue from Contracts with Customers*’ with ‘the amount determined by applying PFRS 15’. The term ‘transaction price’ in relation to PFRS 15 was potentially confusing and so it has been removed. The term was also deleted from Appendix A of PFRS 9.
- Amendments to PFRS 10, *Determination of a ‘De Facto Agent’*
The amendments to paragraph B74 of PFRS 10 clarified that the relationship described in B74 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor.
- Amendments to PAS 7, *Cost Method*
The amendments to paragraph 37 of PAS 7 replaced the term ‘cost method’ with ‘at cost’, following the prior deletion of the definition of ‘cost method’.

Effective beginning on or after January 1, 2027

- PFRS 17, *Insurance Contracts*

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

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

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts



On February 14, 2025, the FSRSC approved the amendment to PFRS 17 that further defers the date of initial application by an additional two (2) years, to annual periods beginning on or after January 1, 2027. This will provide more time for the insurance industry to fully prepare and assess the impact of adopting the said standards.

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

The standard replaces PAS 1, *Presentation of Financial Statements* and responds to investors' demand for better information about companies' financial performance. The new requirements include:

- Required totals, subtotals and new categories in the statement of profit or loss
- Disclosure of management-defined performance measures
- Guidance on aggregation and disaggregation

- PFRS 19, *Subsidiaries without Public Accountability*

The standard allows eligible entities to elect to apply PFRS 19's reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other PFRS accounting standards. The application of the standard is optional for eligible entities.

Deferred effectivity

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

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

On January 13, 2016, the Financial and Sustainability Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the IASB completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

4. Material Accounting Policy Information

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Group as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024. The financial statements of the subsidiaries are prepared in the same reporting year as the Parent Company, using consistent accounting policies.



Below are the subsidiaries, which are all incorporated in the Philippines, with their respective percentage ownership as of December 31:

	2024	2023	2022
<i>Direct interest:</i>			
PetroGreen ⁽¹⁾	75%	75%	76.92%
PetroSolar ⁽²⁾	44%	44%	—
PetroWind ⁽³⁾	20%	20%	—
Navy Road Development Corporation (NRDC) - dormant company	100%	100%	100%
<i>Indirect interest:</i>			
Percentage share of PetroGreen in its subsidiaries:			
MGI	65%	65%	65%
PetroSolar	56%	56%	56%
PetroWind ⁽³⁾	40%	40%	—
BKS ⁽⁴⁾	—	100%	—
RGEC ⁽⁵⁾	75%	100%	—
ESEC ⁽⁶⁾	100%	—	—
Subsidiaries of RGEC:			
DGEC ⁽⁵⁾	100%	100%	—
SJGEC ⁽⁵⁾	100%	100%	—
BGEC ⁽⁵⁾	100%	100%	—
BKS ⁽⁷⁾	100%	—	—

¹ Change in % of ownership is the result of PERC's acquisition of PetroGreen's shares from EEIPC and new shares issued to Kyuden (Notes 1, 21 and 31)

² Arises from PERC's acquisition of PetroSolar's shares from EEIPC (Notes 1, 21 and 31)

³ Arises from PERC's acquisition of PetroWind's shares from EEIPC which resulted in consolidation of PetroWind; effective interest of the Group is 50% thereafter (Notes 1 and 13)

⁴ Acquired subsidiary in 2023 (Note 1)

⁵ Incorporated subsidiaries in 2023 (Note 1)

⁶ Incorporated subsidiary in 2024 (Note 1)

⁷ PGEC sold its 100% shares in BKS to RGEC (Note 1)

Subsidiaries are entities controlled by PERC. PERC controls an investee if and only if PERC has:

- power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- exposure, or rights, to variable returns from its involvement with the investee; and
- the ability to use its power over the investee the amount of the investor's returns.

When PERC has less than a majority of the voting or similar rights of an investee, PERC considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- the contractual arrangement with the other vote holders of the investee;
- rights arising from other contractual arrangements; and
- the Group's voting rights and potential voting rights.

PERC re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidations of a subsidiary begins when PERC obtains control over the subsidiary and ceases when PERC loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date PERC gains control until the date PERC ceases to control the subsidiary.



The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Adjustments where necessary are made to ensure consistency with the policies adopted by the Group. All intra-group balances and transactions, intra-group profits and expenses and gains and losses are eliminated during consolidation.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction, as transactions with the owners in their capacity as owners. For purchases from non-controlling interests (NCI), the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to NCI are also recorded in equity.

NCI are presented separately from the Parent Company's equity. The portion of profit or loss and net assets in subsidiaries not wholly owned are presented separately in the consolidated statement of comprehensive income and consolidated statement of changes in equity, and within equity in the consolidated statement of financial position under 'Non-controlling interests'.

Cash and Cash Equivalents

Cash includes cash on hand and in banks (demand deposits). Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from the dates of acquisition and that are subject to an insignificant risk of change in value.

Short-term Investments

This pertains to interest bearing time deposits with terms of more than 3 months but not more than one year.

Restricted Cash

Restricted cash is recognized when the Group reserves a portion of its cash for a specific purpose such as to pay loan interest charges and loan principal amortization, and that there are contractual restrictions directly related to the use of and access of the bank accounts. This includes cash held under escrow accounts. Restricted cash that are expected to be used for a period of no more than 12 months after the financial reporting period are classified as current assets, otherwise, these are classified as noncurrent assets.

Financial Instruments

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

Financial assets - Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI), and FVTPL.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flow that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.



The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVTPL

The Group has no financial asset classified as financial assets at FVOCI.

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost include Cash and cash equivalents, Short-term investments, Receivables, Restricted cash, and Refundable deposits.

Financial assets at FVTPL

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in the consolidated statement of comprehensive income.

This category includes derivative instruments and listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognized as other income in the consolidated statement of comprehensive income when the right of payment has been established.



The Group's financial assets at FVTPL includes marketable equity securities and investment in golf club shares.

Impairment of financial assets

The Group recognizes an allowance for Expected Credit Loss (ECL) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Group may consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial Liabilities - Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL and other financial liabilities at amortized cost. The initial measurement of financial liabilities, except for designated at FVTPL, includes transaction costs.

As of December 31, 2024 and 2023, the Group's financial liabilities are classified as other financial liabilities.

The Group's financial liabilities include Accounts payable and accrued expenses, excluding statutory liabilities, Loans payable and Lease liabilities. The Group does not have financial liabilities at FVTPL.

Subsequent measurement

After initial recognition, other financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the consolidated statement of comprehensive income.

Derecognition of Financial Assets and Financial Liabilities

Financial assets

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

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



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

Financial liabilities

A financial liability (or part of a financial liability) is derecognized when the obligation under the liability is discharged, cancelled or has expired.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

Crude Oil Inventory

Crude oil inventory is stated at NRV at the time of production. NRV is the estimated selling price less cost to sell. The estimated selling price is the market values of crude oil inventory at the time of production.

Other Current Assets

This account comprises supplies inventory, refundable deposits, prepayments and advances to suppliers.

Supplies inventory refers to parts purchased for used in operations. Supplies inventory are stated at the lower of cost or NRV. Cost is determined using the specific identification method. NRV is the current replacement cost of supplies inventory.

Prepayments are expenses paid in advance and recorded as asset before these are utilized. The prepaid expenses are apportioned over the period covered by the payment and charged to the appropriate accounts in profit or loss when incurred. Prepayments that are expected to be realized for a period of no more than 12 months after the financial reporting period are classified as current assets, otherwise, these are classified as noncurrent assets.

Advances to suppliers are reclassified to the proper asset or expense account and deducted from the supplier's billings as specified in the provisions of the contract.

Property, Plant and Equipment

Property, plant and equipment, except for land, are stated at cost less accumulated depletion, depreciation and amortization and any accumulated impairment losses. Land is stated at cost less any accumulated impairment losses. The initial cost of the property, plant and equipment consists of its purchase price, including any import duties, taxes and any directly attributable costs of bringing the assets to its working condition and location for its intended use and abandonment costs.

Expenditures incurred after the fixed assets have been put into operation, such as repairs and maintenance, are normally charged to the consolidated statement of comprehensive income in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property, plant and equipment.

Depreciation of an item of property, plant and equipment begins when it becomes available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation ceases at the earlier of the date that the item is



classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, and the date the asset is derecognized.

Wells, platforms and other facilities related to oil operations are depleted using the units-of-production method computed based on estimates of proved reserves. The depletion base includes the exploration and development cost of the producing oilfields.

Land improvements consist of betterments, site preparation and site improvements that ready land for its intended use. These include excavation, non-infrastructure utility installation, driveways, sidewalks, parking lots, and fences.

Property, plant and equipment (except wells, platforms and other facilities related to oil operations subjected to depletion per units-of-production) are depreciated and amortized using the straight-line method over the estimated useful lives of the assets as follows:

	Number of Years
Power plants	25
FCRS and production wells	25
Land improvements	5
Office condominium units	15
Office condominium improvements	3 to 5
Transportation equipment	4 to 5
Office furniture and other equipment	2 to 3

The useful lives and depletion, depreciation and amortization methods are reviewed periodically to ensure that the period and method of depletion, depreciation and amortization are consistent with the expected pattern of economic benefits from items of property, plant and equipment.

Construction in progress represents property, plant and equipment under construction and is stated at cost. This includes the cost of construction to include materials, labor, professional fees, borrowing costs and other directly attributable costs. Construction in progress is not depreciated until such time the construction is completed.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation is credited or charged to current operations.

When the assets are retired or otherwise disposed of, the cost and the related accumulated depletion, depreciation and amortization and any accumulated impairment losses are removed from the accounts and any resulting gain or loss is recognized in profit or loss.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Business Combination and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any NCI in the acquiree. For each business combination, the acquirer measures the NCI



in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. In a business combination achieved in stages, the acquirer shall remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organized workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for NCI and any previous interest held over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

Following initial recognition, goodwill is measured at cost less any accumulated impairment loss. Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. For purposes of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

PFRS 3 provides that if the initial accounting for a business combination can be determined only provisionally by the end of the reporting period in which the combination occurs because either the fair values to be assigned to the acquiree's identifiable assets or liabilities or the consideration of the combination can be determined only provisionally, the acquirer shall account for the business combination using those provisional values. The acquirer shall recognize any adjustments to those provisional values as a result of completing the initial accounting within twelve months from the acquisition date as follows: (i) the carrying amount of the identifiable assets or liabilities that is recognized or adjusted as a result of completing the initial accounting shall be calculated as if its fair value at the acquisition date had been recognized from that date; (ii) goodwill or any gain recognized shall be adjusted by an amount equal to the adjustment to the fair value at the acquisition date of the identifiable assets or, liabilities being recognized or adjusted; and (iii) comparative information presented for the periods before the initial accounting for the combination is complete shall be presented as if the initial accounting has been completed from the acquisition date.

Business Combination of Entities Under Common Control

Business combination of entities under common control are accounted for by applying the pooling-of-Interests method. The pooling-of-interests method generally involved the following:

- The assets and liabilities of the combining entities are reflected in the consolidated financial statements at their carrying amounts. No adjustments are made to reflect fair value or recognize any new assets or liabilities at the date of combination. The only adjustments that are made are those adjustments to harmonize accounting policies.



- No new goodwill is recognized as a result of the combination. The only goodwill that is recognized is any existing goodwill relating to either of the combining entities. Any difference between the consideration paid or transferred and the entity acquired is reflected within equity.
- Equity reserve is recognized for the difference between the considerations paid or transferred and the net assets of the entity acquired through business combinations involving entities under common control.

Deferred Oil Exploration Costs

PERC follows the full cost method of accounting for exploration costs determined on the basis of each SC area. Under this method, all exploration costs relating to each SC are tentatively deferred pending determination of whether the area contains oil reserves in commercial quantities.

Deferred oil and gas exploration costs are assessed at each reporting period for possible indications of impairment. This is to confirm the continued intent to develop or otherwise extract value from the discovery. When this is no longer the case or is considered as areas permanently abandoned, the costs are written off through the consolidated statement of comprehensive income. Exploration areas are considered permanently abandoned if the related permits of the exploration have expired and/or there are no definite plans for further exploration and/or development.

The exploration costs relating to the SC where oil in commercial quantities are discovered are subsequently reclassified to “Wells, platforms and other facilities” shown under “Property and equipment” account in the consolidated statements of financial position upon substantial completion of the development stage.

Deferred Development Costs - Geothermal included in Other Noncurrent Assets

All costs incurred in the geological and geophysical activities such as costs of topographical, geological and geophysical studies, rights of access to properties to conduct those studies, salaries and other expenses of geologists, geophysical crews, or others conducting those studies are charged to profit or loss in the year such costs are incurred.

If the results of initial geological and geophysical activities reveal the presence of geothermal resource that will require further exploration and drilling, subsequent exploration and drilling costs are accumulated and deferred under the “Other noncurrent assets” account in the consolidated statement of financial position.

These costs include the following:

- costs associated with the construction of temporary facilities;
- costs of drilling exploratory and exploratory type stratigraphic test wells, pending determination of whether the wells can produce proved reserves; and
- costs of local administration, finance, general and security services, surface facilities and other local costs in preparing for and supporting the drill activities, etc. incurred during the drilling of exploratory wells.

If tests conducted on the drilled exploratory wells reveal that these wells cannot produce proved reserves, the capitalized costs are charged to expense except when management decides to use the unproductive wells for recycling or waste disposal.

Once the project’s technical feasibility and commercial viability to produce proved reserves are established, the exploration and evaluation assets shall be reclassified to “Property, plant and equipment” and depreciated accordingly.



Deferred Development Costs - Solar and Wind Power Projects included in Other Noncurrent Assets

These are costs incurred in the development of the RE projects. Costs are capitalized if the technological and economic feasibility is confirmed, usually when a project development has reached a defined milestone according to an established project management model. These costs include the following:

- costs incurred for the RE projects
- costs of administration, finance, general and security services and other costs attributed to the RE projects.

Deferred development costs of RE projects are recognized under “Other noncurrent assets” in the consolidated statement of financial position. Once the project’s technical feasibility and commercial viability has been established, development costs shall be reclassified to “Property, plant and equipment” and depreciated accordingly.

Investment in Joint Ventures (JV)

A JV is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. Investment in a JV is accounted for under the equity method of accounting.

Under the equity method, the investment in a JV is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group’s share of net assets of the JV since the acquisition date.

The consolidated statement of comprehensive income reflects the Group’s share of the financial performance of the joint venture. Any change in OCI of those investees is presented as part of the Group’s OCI. In addition, when there has been a change recognized directly in the equity of the JV, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealized gains and losses from transactions between the Group and the JV are eliminated to the extent of the interest of the JV.

The aggregate of the Group’s share in profit or loss of a JV is shown under “Other income (charges)” in the consolidated statement of comprehensive income and represents profit or loss after tax and non-controlling interests in the subsidiaries of the JV.

The financial statements of the JV are prepared in the same reporting period of the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method for the investment in a JV, the Group determines whether it is necessary to recognize an impairment loss on its investment in a JV. At each reporting date, the Group determines whether there is objective evidence that the investment in JV is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the JV and its carrying value, then recognizes the loss in the consolidated statement of comprehensive income.

Upon loss of joint control over the JV, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the joint venture upon loss of joint control and the fair value of the retained investment and proceeds from disposal is recognized in the consolidated statement of comprehensive income.



Contract Assets

A contract asset is recognized for the earned consideration for goods or services transferred to a customer before the customer pays or before payment is due. Contract assets are measured at the present value of future collections to be received over a period of time. Contract assets that are expected to be received within 12 months after the financial reporting period are classified as current assets, otherwise, these are classified as noncurrent assets.

Intangible Assets (Other than Goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

The amortization expense on intangible assets with finite lives is recognized in the consolidated statement of comprehensive income in the expense category consistent with the function of the intangible assets.

Intangible assets are amortized using the straight-line method over the estimated useful lives of the assets as follows:

	Number of Years
Customer relationship	27
Land rights	25
Production license	10
Software license	1.5 to 3

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of comprehensive income when the asset is derecognized.

Interest in Joint Operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement.

The Group recognized in relation to its interest in a joint operation its:

- assets, including its share of any assets held jointly
- liabilities, including its share of any liabilities incurred jointly
- revenue from the sale of its share of the output arising from the joint operation
- share of the revenue from the sale of the output by the joint operation
- expenses, including its share of any expenses incurred jointly

The Group accounts for the assets it controls and the liabilities it incurs, the expenses it incurs and the share of income that it earns from the sale of crude oil by the joint operations.



The Group's participating interest in the Etame block in Gabon, West Africa and participating interests in Philippine service contracts (SCs) are classified as joint operations.

Impairment of Nonfinancial Assets (excluding Goodwill)

The Group assesses at each reporting date whether there is an indication that an asset (e.g., Property, plant and equipment, Investment properties, Deferred costs, Intangible assets and Right-of-use assets) may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group makes an estimate of recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depletion, depreciation and amortization had no impairment loss been recognized for the asset in prior years.

Capital Stock and Additional Paid-in Capital

The Group records common stock at par value and additional paid-in capital in excess of the total contributions received over the aggregate par values of the equity shares. When the Group issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax. When any member of the Group purchases the Group's capital stock (treasury shares), the consideration paid, including any attributable incremental costs, is deducted from equity attributable to the Group's equity holders until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related tax effects, is included in equity.

Retained Earnings

Retained earnings represent the cumulative balance of consolidated net income, effects of changes in accounting policy and other capital adjustments, net of dividend declaration.

Cumulative Translation Adjustment

Cumulative translation adjustment represents the resulting exchange differences in the remeasurement of accounts due to change in functional currency.

Equity Reserve

Equity reserve is made up of equity transactions other than equity contributions such as gain or loss resulting from increase or decrease of ownership without loss of control.



Dividend Distribution

Cash dividends on capital stock are recognized as a liability and deducted from retained earnings when approved by the BOD.

Revenue Recognition

Revenue is recognized when the control of petroleum and electricity are transferred to the customer at an amount that reflects the consideration which the Group expects to be entitled in exchange for those goods and services. The Group has generally concluded that it is the principal in its revenue arrangements.

Electricity sales

Revenues from sale of electricity using renewable energy is consummated and recognized over time whenever the electricity generated by the Group is transmitted through the transmission line designated by the buyer, for a consideration.

Oil revenues

Revenue from crude oil is recognized at a point in time when the control of the goods has transferred from the sellers (Consortium) to the buyer at the delivery point. Revenue is measured at the fair value of the consideration received.

The revenue recognized from the sale of petroleum products pertains to the Group's share in revenue from the joint operations. The revenue sharing is accounted for in accordance with PFRS 11, *Joint Arrangements*.

Other Revenues

Revenues from pass-on wheeling charges are consummated and recognized over time whenever the electricity generated by the Group is transmitted through MERALCO's distribution system, for a consideration. Revenues from pass-on Wholesale Electricity Spot Market (WESM) transactions are consummated and recognized over time whenever the electricity generated by the Group is traded through WESM, for a consideration.

Interest income

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

Dividend income

Dividend income is recognized according to the terms of the contract, or when the right of the payment has been established.

Share in Net Income of a Joint Venture

Share in net income of a joint venture represents the Group's share in profit or loss of its joint venture.

Miscellaneous Income

Miscellaneous income is recognized when the Group's right to receive the payment is established.

Costs and Expenses

Cost of electricity sales

Costs of electricity sales pertain to direct costs in generating electricity power which includes operating and maintenance costs (O&M) for power plant and fluid collection and reinjection system (FCRS), depreciation and other costs directly attributed to producing electricity.



Oil production

Oil production are costs incurred to produce and deliver crude oil inventory, including transportation, storage and loading, among others.

Change in crude oil inventory

Change in crude oil inventory pertains to the movement of beginning and ending crude oil inventory charged as part of cost of sales.

General and administrative expenses

General and administrative expenses constitute costs of administering the business.

Costs and expenses are recognized as incurred.

Income Taxes

Current Tax

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

Deferred Tax

Deferred tax is provided using the balance sheet liability method on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences except to the extent that the deferred tax liabilities arise from the: a) initial recognition of goodwill; or b) the initial recognition of an asset or liability in a transaction which is not: i) a business combination; and ii) at the time of the transaction, affects neither accounting profit nor taxable profit or loss.

Deferred tax assets are recognized for all deductible temporary differences with certain exceptions, and carryforward benefits of unused tax credits from excess minimum corporate income tax (MCIT) over regular corporate income tax (RCIT) and unused net operating loss carryover (NOLCO), to the extent that it is probable that sufficient future taxable income will be available against which the deductible temporary differences and carryforward benefits of unused tax credits from excess MCIT and unused NOLCO can be utilized. Deferred tax assets, however, are not recognized when it arises from the: a) initial recognition of an asset or liability in a transaction that is not a business combination; and b) at the time of transaction, affects neither the accounting income nor taxable profit or loss.

The carrying amounts of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable income will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date, and are recognized to the extent that it has become probable that future taxable income will allow the deferred tax assets to be recovered. The Group does not recognize deferred tax assets and deferred tax liabilities that will reverse during the income tax holiday (ITH).

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

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



Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority. Subsidiaries operating in the Philippines file income tax returns on an individual basis. Thus, the deferred tax assets and deferred tax liabilities are offset on a per entity basis.

Leases

Group as a lessee

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liability. The cost of right-of-use assets includes the amount of lease liability recognized, and lease payments made at or before the commencement date less any lease incentives received and estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term, as follows:

	Number of Years
Office space	2
Land	18 to 25

Lease liabilities

At the commencement date of the lease, the Group recognizes lease liability measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liability is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liability is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the leases of low-value assets recognition exemption to leases that are considered of low value (i.e., below ₱250,000). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.



Retirement Benefits

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method. The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the consolidated statement of comprehensive income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in the consolidated statement of comprehensive income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to consolidated statement of comprehensive income in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Group nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Group's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Asset Retirement Obligation (ARO)

The Group records present value of estimated costs of legal and constructive obligations required to restore the oilfields and plant sites upon termination of its operations. The nature of these restoration activities includes dismantling and removing structures, rehabilitating settling ponds, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas. The obligation generally arises when the asset is constructed or the ground or environment at the sites are disturbed. When the liability is initially recognized, the present value of



the estimated cost is capitalized as part of the carrying amount of the ARO assets (included under “Property, plant and equipment”) and ARO liability.

Liability and capitalized costs included in oil properties is equal to the present value of the Group’s proportionate share in the total decommissioning costs of the consortium on initial recognition. Additional costs or changes in decommissioning costs are recognized as additions or charges to the corresponding assets and ARO when they occur.

For closed sites or areas, changes to estimated costs are recognized immediately in the consolidated statement of comprehensive income.

If the decrease in liability exceeds the carrying amount of the asset, the excess shall be recognized immediately in profit or loss.

For the oil operation, the Group depreciates ARO assets based on units-of-production method. For the renewable energy, the Group depreciates ARO assets on a straight-line basis over the estimated useful life of the related asset or the service contract term, whichever is shorter, or written off as a result of impairment of the related asset.

The Group regularly assesses the provision for ARO and adjusts the related liability and asset.

Foreign Currency-Denominated Transactions and Translation

The consolidated financial statements are presented in PHP, which is the Parent Company’s functional and presentation currency. Transactions in foreign currencies are initially recorded in the functional currency using the exchange rate at date of transaction. Monetary assets and liabilities denominated in foreign currencies are reinstated to the functional currency using the closing exchange rate at reporting date.

All exchange differences are taken to the consolidated statement of comprehensive income. Non-monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rates as at the dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Earnings Per Share

Basic earnings per share is computed on the basis of the weighted average number of shares outstanding during the year after giving retroactive effect to any stock split or stock dividends declared and stock rights exercised during the current year, if any.

Diluted earnings per share is computed on the basis of the weighted average number of shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

The Parent Company does not have any potentially dilutive ordinary shares for the years ended December 31, 2024, 2023 and 2022.

Segment Reporting

The Group’s operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and services, serves different markets subject to different risks and returns. Financial information on business segments is presented in Note 29 to the consolidated financial statements.



Provisions and Contingencies

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Contingent liabilities are not recognized in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but are disclosed when an inflow of economic benefits is probable. Contingent assets are assessed continually to ensure that developments are appropriately reflected in the financial statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognized in the consolidated financial statements.

Events After the Reporting Period

Post year-end events that provide additional information about the Group's situation at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

5. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements in compliance with PFRS Accounting Standards requires the Group to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in judgments, estimates and assumptions are reflected in the consolidated financial statements, as they become reasonably determinable.

Judgments, estimates and assumptions 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.

Judgments

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

Determination of Functional Currency

The Parent Company determines its functional currency based on economic substance of underlying circumstances relevant to the Parent Company. The functional currency has been determined to be the PHP based on the economic substance of the Parent Company's business circumstances.

Capitalization of Deferred Oil Exploration Costs and Deferred Development Costs

Initial capitalization of costs is based on management's judgment that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. If the accounting policy on capitalization of development costs are not met, such costs are expensed.



As of December 31, 2024 and 2023, the carrying value of deferred oil explorations costs amounted to ₱431.42 million and ₱386.80 million, respectively (see Note 12), and the Group's deferred development costs amounted to ₱328.20 million and ₱560.89 million as of December 31, 2024 and 2023, respectively (see Note 17).

Classification of Joint Arrangements

Judgment is required to determine when the Group has joint control over an arrangement, which requires an assessment of the relevant activities and when the decisions in relation to those activities require unanimous consent. The Group assesses their rights and obligations arising from the arrangement and specifically considers:

- the structure of the joint arrangement - whether it is structured through a separate vehicle
- when the arrangement is structured through a separate vehicle, the Group also considers the rights and obligations arising from:
 - the legal form of the separate vehicle
 - the terms of the contractual arrangement
 - other facts and circumstances, considered on a case by case basis

This assessment often requires significant judgment. A different conclusion about both joint control and whether the arrangement is a joint operation or a joint venture, may materially impact the accounting of the investment.

The Group's investment in PWEI in 2022 and BEP are structured in a separate incorporated entity. The Group and the parties to the agreement only have the right to the net assets of the joint venture through the terms of the contractual arrangement. Accordingly, the joint arrangement is classified as a joint venture. As of December 31, 2024 and 2023, the Group's investment in joint ventures amounted ₱2.88 million (Note 13).

The Group and the parties to the agreement in investment in Gabon, West Africa and investments in petroleum concessions in the Philippines have joint control over its rights to the assets and obligations for the liabilities, relating to the arrangement. Accordingly, the joint arrangements are classified as joint operations (Notes 11 and 12).

Change in classification of Investment in PWEI

Prior to May 2023, PGEC's 40% equity interest in PWEI is accounted as investment in joint venture. The other 60% equity interest are owned by EEIPC (20%) and BCPG Wind Cooperatief U.A. (40%).

In May 2023, PERC acquired EEIPC's 20% equity interest in PWEI (Note 1c), bringing the combined ownership of the Group in PWEI to 60% (effective interest of 50% for the Group thereafter). Considering all relevant facts and circumstances in evaluating control over PWEI, the Group assessed that, through PGEC, it already controls the relevant activities of PWEI. Consequently, PWEI was consolidated starting May 2023 (see Note 13).

The Group considered the voting rights and the following factors, to be sufficient to give the Group, through PGEC, control over the relevant activities of PWEI:

- PWEI's key management personnel are related parties of the Group.
- Majority of the members of PWEI's governing body, including the BOD, are related parties of the Group.



Estimates and Assumptions

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

Purchase price allocation in business combination, goodwill and customer relationship

The Group's consolidated financial statements and financial performance reflect the value of PWEI after the business combination. The Group accounts for the acquired business using the acquisition method, which requires extensive use of accounting judgments and estimates to allocate the purchase price to the fair market values of the acquiree's identifiable assets and liabilities and contingent liabilities at the acquisition date. Any excess in the purchase price over the fair market values of the net assets acquired is recorded as goodwill in the consolidated statement of financial position. Thus, the numerous judgments made in estimating the fair value to be assigned to the acquiree's assets and liabilities can materially affect the Group's financial position and performance. The provisional fair values of the net assets acquired are disclosed in Note 13. In 2023, the business combination resulted in provisional goodwill amounting to ₱741.45 million and customer relationship with book value of ₱302.55 million and estimated useful life of 27 years based on the remaining term of PWEI's service contract for the NWPP (see Notes 13 and 16).

In 2024, the valuation was completed resulting in updated acquisition date fair values of the identifiable net assets in the business combination. The 2023 comparative information was restated to reflect the adjustment to the provisional amounts (see Notes 13 and 16). There is no change in the estimated useful life of customer relationship as of December 31, 2024 and 2023.

Estimation of Geothermal Field Reserves

The Group performed volumetric reserve estimation to determine the reserves of the Maibarara geothermal field. As a requirement for project financing, MGI engaged at its own cost the New Zealand firm Sinclair Knight Merz (SKM) in 2011 to undertake a comprehensive third-party technical review of the Maibarara geothermal field. This review included analysis of the resource assessment performed in-house by MGI as well as a separate SKM reserve estimation and Monte Carlo simulation of the Maibarara reserves.

The Group simulation indicated a mean at 50% probability (P50) proven reserves of 27.8 MW for 25 years. In contrast, SKM calculated the P50 reserves at 44 MW. At 90% probability (P90), the reserves calculated are 28 MW and 12 MW by SKM and MGI, respectively. SKM concluded that the approach taken by MGI is conservative as it limits reservoir thickness to depths where a maximum thickness of 280°C will be encountered although the measured temperature reached as high as 324°C. There has been a reasonable confidence that the 20 MW (gross) plant development is feasible as the P90 level appears also conservative as with MGI's approach.

Also, there is a likely geothermal potential south of the proven area where two old wells were drilled and encountered high fluid temperatures ($T \sim 300^{\circ}\text{C}$). The Group identified the southern block as a probable reserve area. SKM in 2011 suggested that the southern block can be classified as Indicated Resource based on the Australian Code as high temperatures have been intersected by the two wells. SKM estimated that the stored heat in the Southern Block has a resource potential equivalent to 10-16 MW (P90 and P50, respectively) for a project life of 25 years.

An updated reserves estimation using the stored-heat calculation was made in 2015 by MGI as a result of reservoir and production performance and the 2014 drilling campaign. The 2014 drilling proved that the current resource area can produce around 33.1 MW, more than enough to meet the steam requirement of the existing 20 MW power plant plus the 12 MW expansion power plant. Using the Monte Carlo simulation to estimate the reserves, the proven resource area has an 80% probability of



delivering between 18.1 MW to 50.9 MW over a 25-year operating period. This Monte Carlo simulation also showed that the expected mean reserve for the proven resource area is 30.4 MW for 25 years.

The Group engaged a U.S. firm Geothermal Science, Inc. (GSI) in 2015 to perform a third-party technical appraisal of the resource for the planned 12 MW expansion. This third-party review was also made as a requirement for the project financing of MGPP-2 or M2. GSI adopted the technique from the US Geological Survey Circular 790 in making the probabilistic calculation of the geothermal reserves at Maibarara. Based on this approach, GSI estimated that Maibarara has a minimum or proven reserves of 40.2 MW, P90 for 25 years plant life and Most Likely Reserve of 61.6 MW, P50 for 25 years of plant life.

In 2022, the Group conducted an internal assessment on its Reserves Estimates, which incorporated the results of the 2018 Magnetotellurics (MT) Resistivity Survey by Premier Geo-Exel, Inc (PGEI) indicating a resource in the North/Northeast of the existing field. By 2023, the Group engaged third-party service providers, Geothermal Resource Group (GRG) and WestJEC, to validate the results of the Group's 2022 Reserves Estimates. Based on the results, Maibarara has an estimated minimum or proven reserve ranging from 44 to 78 MW at P90 for 25 years of plant life and Most Likely Reserve of 75 to 114 MW at P50 for 25 years of plant life (2022-2047). The results of the 2023 numerical modeling study indicates that the Maibarara Geothermal Field can sustain a 72 MW power generation until 2054.

The Group commenced producing power commercially on February 8, 2014. As of December 31, 2024, operational production wells within the field are capable of producing approximately 38 MW, at full-bore capacity. These production wells including the complement reinjection wells are concentrated on the proven resource area, while one reinjection well is located in the outfield area.

Estimation of Proved and Probable Oil Reserves

The Parent Company assesses its estimate of proved and probable reserves on an annual basis. The estimate is based on the technical assumptions and is calculated in accordance with accepted volumetric methods, specifically the probabilistic method of estimation. Probabilistic method uses known geological, engineering and economic data to generate a range of estimates and their associated probabilities.

All proved and probable reserve estimates are subject to revision, either upward or downward, based on new information, such as from development drilling and production activities or from changes in economic factors, including crude oil prices, contract terms or development plans. Estimates of reserves for undeveloped or partially developed fields are subject to greater uncertainty over their future life than estimates of reserves for fields that are substantially developed and depleted. Estimated oil reserves are utilized in the impairment testing and the calculation of depletion expense using the unit of production method of the investments.

As of December 31, 2024 and 2023, the carrying value of "Wells, Platforms and other Facilities" under "Property, Plant and Equipment" amounted to ₱446.76 million and ₱605.04 million, respectively (see Note 11).

Estimation of Useful Lives of Property, Plant and Equipment

The Group reviews on an annual basis the estimated useful lives of property, plant and equipment based on expected asset utilization as anchored on business plans and strategies that also consider expected future technological developments and market behavior.

It is possible that future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned. A reduction in the estimated useful lives of



property, plant and equipment would increase the recorded depletion, depreciation and amortization expense and decrease noncurrent assets.

There is no change in the estimated useful lives of property, plant and equipment as of December 31, 2024, and 2023 (see Note 11).

Impairment of Nonfinancial Assets

The Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less cost of disposal and its value in use.

Facts and circumstances that would require an impairment assessment as set forth in PFRS 6, *Exploration for and Evaluation of Mineral Resources*, are as follows:

- the period for which the Group has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.
-

The related balances of the Group's nonfinancial assets as of December 31 follow:

	2024	2023
Property, plant and equipment (Note 11)	₱14,974,940,788	₱12,245,311,886
Intangible assets (other than goodwill) (Note 16)	780,154,952	818,248,996
Deferred oil exploration costs (Note 12)	431,416,713	386,796,965
Deferred development costs (Note 17)	328,202,131	560,886,192
Right-of-use assets (Note 14)	302,353,808	322,894,463
Investment properties (Note 15)	1,611,533	1,611,533
	₱16,818,679,925	₱14,335,750,035

There are no indicators of impairment that would trigger impairment review in 2024 and 2023 other than the assets on the investments in Gabon, West Africa and SC 14-2 West Linapacan recorded as part of property, plant and equipment, intangible assets and deferred oil exploration costs as mentioned below.

Gabon, West Africa

The Parent Company believes that the fluctuation in crude oil prices in the market, political risks in Gabon, discount rates and changes in other assumptions such as change in production profile which is based on continued production until the term of the existing PSC are indicators that the assets might be impaired or if there is reversal of prior impairment loss.

In 2018, the Gabonese Government allowed the sixth amendment to the Exploration Production Sharing Contract ("EPSC") that extends the exploitation period for the production licenses by ten (10) years, or from September 2018 until September 2028, extendible by five (5) years and by a final



extension of 5 more years. The extension of the EPSC will allow the consortium to maximize the use of the existing facilities that are already in place to increase or maintain production until the field's extended life.

SC 14-C2 - West Linapacan

SC 14-C2 has not yet expired and was granted with a 15-year extension of the SC as approved by the DOE from December 18, 2010 to December 18, 2025. The SC 14-C2 consortium proceeded with a third-party technical evaluation to assess potential production opportunities. With the SC nearing its expiration in December 2025, the assets were tested for impairment.

Impairment loss (reversal)

The Parent Company's assets on its investments in Gabon, West Africa and SC 14-C2 West Linapacan service contracts were subjected to impairment testing. These assets comprise of wells, platforms and other facilities under Property, plant and equipment amounting to ₱446.76 million and ₱605.04 million, deferred oil exploration costs amounting to ₱365.87 million and ₱321.62 million, and production license presented under Intangible assets amounting to ₱17.34 million and ₱21.96 million as of December 31, 2024 and 2023, respectively (see Notes 11, 12 and 16).

In assessing whether impairment is required, the carrying value of the asset is compared with its recoverable amount. The recoverable amount is the higher of the CGU's fair value less costs to sell and value in use. Given the nature of the Parent Company's activities, information on the fair value of an asset is usually difficult to obtain unless negotiations with potential purchasers or similar transactions are taking place. Consequently, unless indicated otherwise, the recoverable amount used in assessing the impairment loss is value in use.

The Parent Company estimates value in use using a discounted cash flow model using a discount rate of 12.28% in 2024, 14.39% in 2023 and 14.64% in 2022.

The Parent Company recognized impairment (reversal of impairment) loss for the years ended December 31 presented on a net basis:

	2024	2023	2022
Wells, platforms and other facilities - net (Note 11)	₱169,899,110	₱76,864,520	(₱11,893,541)
Deferred oil exploration costs - net (Note 12)	(117,456,518)	303,476	594,172
	₱52,442,592	₱77,167,996	(₱11,299,369)

Estimation of Asset Retirement Obligations

The Group has various legal obligation to decommission or dismantle its assets related to the oil production, geothermal energy, solar power and wind power projects at the end of each respective service contract. In determining the amount of provisions for restoration costs, assumptions and estimates are required in relation to the expected costs to restore sites and infrastructure when such obligation exists. The Group recognizes the present value of the obligation to dismantle and capitalizes the present value of this cost as part of the balance of the related property, plant and equipment, which are being depreciated on a straight-line basis over the useful life of the related assets (for the renewable energy) and based on units-of-production method based on estimates of proved reserves (for the oil operations).

Cost estimates expressed at projected price levels until dismantling date are discounted using rates ranging from 6.10% to 9.50% in 2024 and 6.01% to 7.32% in 2023 to take into account the timing of



payments. Each year, the provision is increased to reflect the accretion of discount and to accrue an estimate for the effects of inflation, with charges being recognized as accretion expense (see Note 20).

Changes in the asset retirement obligation that result from a change in the current best estimate of cash flow required to settle the obligation or a change in the discount rate are added to (or deducted from) the amount recognized as the related asset and the periodic unwinding of the obligation on the liability is recognized in profit or loss as it occurs.

While the Group has made its best estimate in establishing the asset retirement obligation, because of potential changes in technology as well as safety and environmental requirements, plus the actual time scale to complete decommissioning activities, the ultimate provision requirements could either increase or decrease significantly from the Group's current estimates. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

Asset retirement obligation as of December 31 follows (Note 20):

	2024	2023
Oil production	₱59,580,781	₱48,056,253
Wind power project	44,485,756	46,671,960
Solar power project	43,544,555	60,429,322
Geothermal energy project	14,923,157	12,375,380
	₱162,534,249	₱167,532,915

Recoverability of input VAT

The Group maintains an allowance for input VAT based on an assessment of the recoverability of these assets using the historical success rate of VAT refunded from the Bureau of Internal Revenue (BIR). A review is made by the Group on a continuing basis annually to determine the adequacy of the allowance for losses. The carrying value of input VAT amounted to ₱594.37 million and ₱432.54 million as of December 31, 2024 and 2023, respectively (see Note 17).

Recognition of deferred tax assets

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

As of December 31, 2024 and 2023, the Group did not recognize deferred tax assets on certain temporary differences, NOLCO and MCIT as the Group believes that it may not be probable that sufficient taxable income will be available in the near foreseeable future against which the tax benefits can be realized prior to their expiration (see Note 22).

Estimation of retirement benefits

The cost of defined benefit pension plans and the present value of the pension obligation are determined using actuarial valuation. The actuarial valuation involves making various assumptions including determination of discount rates and future salary increases, among others. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at the end of each accounting period. The accrued retirement liabilities (asset) of the Group are disclosed in Note 20.

Assessment of provisions and contingencies

The Group is involved in certain claims arising from the ordinary conduct of business which are either pending decision by the courts or are being contested, the outcome of which are not presently determinable. In the opinion of management and its legal counsels, the eventual liabilities under these



claims, if any, will not have a material or adverse effect on the Group's consolidated financial position and results of operations. The Group will exhaust all legal remedies available to it in defending itself in these claims and proceedings.

6. Cash and Cash Equivalents and Short-term Investments

	2024	2023
Cash on hand	₱1,931,203	₱661,203
Cash in banks	793,755,106	770,577,865
Cash equivalents	1,974,783,346	1,563,065,299
Cash and cash equivalents	₱2,770,469,655	₱2,334,304,367
Short-term investments (more than 3 months)	₱200,000,000	₱1,975,286,425

Short-term investments have maturities of more than three (3) months to one (1) year and earn annual interest at rates that ranged from 5.15% to 6.05% in 2024, and 5.875% to 6.30% in 2023.

Interest income earned on cash and cash equivalents and short-term investments amounted to ₱150.81 million, ₱200.85 million and ₱36.29 million in 2024, 2023 and 2022, respectively.

7. Restricted Cash

Debt service payment and reserve accounts

This refers to the amount of fund that the Group is required to maintain in the Debt Service Payment Account (DSPA) and Debt Service Reserve Account (DSRA) pursuant to the Omnibus Loan and Security Agreement (OLSA) of MGI, PetroSolar and PetroWind, respectively (see Note 19). The funds maintained in these accounts are used to pay the forthcoming debt service scheduled semi-annually until the loan is fully paid off. Under the OLSA, where the banks are one of the parties, the banks shall have the exclusive control over and exclusive right of withdrawal from the restricted cash accounts totaling to ₱217.29 million and ₱293.74 million on December 31, 2024 and 2023, respectively.

Cash held under escrow for stock subscription

This represents the remaining funds held under escrow related to the Share Subscription Agreement between PetroGreen and Kyuden International Corporation (Kyuden), that were released from the escrow fund in January 2023 (Notes 21 and 31). Interest income earned on restricted cash amounts to nil, ₱0.84 million and ₱7.60 million in 2024, 2023 and 2022, respectively.

8. Receivables

	2024	2023
Trade receivables:		
Electricity sales	₱395,415,640	₱336,797,693
Electricity sales – related party (Note 27)	103,154,602	101,935,010
Oil revenues	66,079,326	57,339,972
Other trade receivables (Note 27)	1,053,324	3,464,223

(Forward)



	2024	2023
Non-trade receivables:		
Receivables from related party (Note 27)	₱132,255,582	₱36,664,312
Receivable from contractors	19,195,658	37,010,692
Interest receivable	11,084,320	86,809,859
Consortium operator	2,682,452	2,682,452
Bid bond deposits	—	47,000,000
Others	30,765,770	23,499,680
	761,686,674	733,203,893
Less allowance for expected credit losses	2,682,452	2,682,452
	₱759,004,222	₱730,521,441

Trade receivables are generally on 30 days credit term. Interest income earned from the delayed payment of trade and other receivable amounted to ₱9.62 million, ₱12.65 million and ₱0.45 million in 2024, 2023 and 2022, respectively. The Renewable Energy Payment Agreement with TransCo stipulates that in the event TransCo fails to pay upon the lapse of one billing period after the payment date, TransCo shall pay interest thereon, calculated from the payment date to the day such amount is actually paid. Interest rate is T-bill rate plus 3%.

Bid bond deposits pertain to Green Energy Auction Program (GEAP) bid bonds paid by PGEC to the Department of Energy (DOE) for BSPP and LSPP in 2023. The said bonds were refunded to the Group in January 2024 after furnishing the performance bonds.

9. Financial Assets at Fair Value Through Profit or Loss

	2024	2023
Marketable equity securities	₱5,374,437	₱6,188,720
Investment in golf club shares	770,000	770,000
	₱6,144,437	₱6,958,720

Net loss on fair value changes on financial assets at FVTPL included in profit loss amounted to ₱0.81 million, ₱0.53 million, and ₱0.05 million in 2024, 2023 and 2022, respectively. Dividend income received from equity securities amounted to ₱0.02 million, ₱0.03 million and ₱0.08 million in 2024, 2023 and 2022, respectively (see Note 26).

10. Other Current Assets

	2024	2023
Supplies inventory	₱218,028,949	₱150,572,239
Prepaid expenses	141,502,783	57,485,232
Advances to suppliers	64,935,026	15,220,728
Prepaid income taxes	8,111,388	8,301,235
Others	2,003,729	658,803
	₱434,581,875	₱232,238,237



Supplies Inventory

Supplies inventory refers to purchased supplies and parts that are intended to be used for the Group's operations and maintenance. These are stated at the lower of cost or net realizable value (NRV). Cost is determined using the specific identification method. NRV is the current replacement cost of supplies inventory.

Prepaid Expenses

Prepaid expenses include various prepaid insurances, services and rent. Prepaid expenses also include advance payment for Real Property Taxes (RPT), Stand-by Letter of Credit (SBLC) charges and operations and maintenance professional fees.



11. Property, Plant and Equipment

	2024									
	Power plants	FCRS and production wells - geothermal	Wells, platforms and other facilities	Land	Land improvements	Office condominium units and improvements	Transportation equipment	Office furniture and other equipment	Construction in progress (Note 12)	Total
Cost										
Balances at beginning of year	₱11,579,180,788	₱2,125,079,210	₱2,420,151,480	₱685,163,228	₱280,299,351	₱80,500,468	₱99,913,336	₱232,539,845	₱1,497,104,568	₱18,999,932,274
Additions	1,953,089,912	170,065,700	717,825	23,608,666	3,331,206	9,608,472	30,866,279	620,078,952	762,923,325	3,574,290,337
Transfers from deferred exploration costs (Note 12)	—	—	112,888,783	—	—	—	—	—	—	112,888,783
Change in ARO estimate (Note 20)	(9,506,927)	1,799,792	(11,330,142)	—	—	—	—	—	—	(19,037,277)
Disposal	(13,086,270)	(1,107,758)	—	—	—	—	(1,966,964)	—	—	(16,160,992)
Reclassifications	619,735,454	128,202,594	—	—	—	—	—	572,890,116	(1,320,828,164)	—
Balances at end of year	14,129,412,957	2,424,039,538	2,522,427,946	708,771,894	283,630,557	90,108,940	128,812,651	1,425,508,913	939,199,729	22,651,913,125
Accumulated depletion and depreciation										
Balances at beginning of year	4,068,728,242	562,671,715	1,568,996,366	—	22,162,978	41,243,424	65,537,656	179,162,886	—	6,508,503,267
Depletion and depreciation	539,132,429	109,719,835	90,653,867	—	2,365,555	4,903,821	8,934,443	12,903,881	—	768,613,831
Disposals	(13,086,269)	(1,107,758)	—	—	—	—	(1,966,965)	—	—	(16,160,992)
Balances at end of year	4,594,774,402	671,283,792	1,659,650,233	—	24,528,533	46,147,245	72,505,134	192,066,767	—	7,260,956,106
Accumulated impairment losses										
Balances at beginning of year	—	—	246,117,121	—	—	—	—	—	—	246,117,121
Impairment loss (Note 5)	—	—	169,899,110	—	—	—	—	—	—	169,899,110
Balances at end of year	—	—	416,016,231	—	—	—	—	—	—	416,016,231
Net book values	₱9,534,638,555	₱1,752,755,746	₱446,761,482	₱708,771,894	₱259,102,024	₱43,961,695	₱56,307,517	₱1,233,442,146	₱939,199,729	₱14,974,940,788



2023

	Power plants	FCRS and production wells - geothermal	Wells, platforms and other facilities	Land	Land improvements	Office condominium units and improvements	Transportation equipment	Office furniture and other equipment	Construction in progress	Total
Cost										
Balances at beginning of year	₱7,353,955,059	₱1,979,689,474	₱2,400,854,155	₱316,963,249	₱70,080,650	₱42,547,992	₱76,958,664	₱173,541,036	₱217,311,973	₱12,631,902,252
Additions	184,722,551	122,078,552	15,508,544	199,245,054	42,118,031	5,898,854	11,880,409	15,702,679	1,246,396,882	1,843,551,556
Additions from business combination (Note 13)	4,156,559,006	—	—	168,954,925	168,100,670	32,053,622	11,074,263	30,471,911	91,140,921	4,658,355,318
Change in ARO estimate (Note 20)	48,581,945	4,330,447	3,788,781	—	—	—	—	—	—	56,701,173
Disposal	(190,524,365)	—	—	—	—	—	—	(53,660)	—	(190,578,025)
Reclassifications	25,886,592	18,980,737	—	—	—	—	—	12,877,879	(57,745,208)	—
Balances at end of year	11,579,180,788	2,125,079,210	2,420,151,480	685,163,228	280,299,351	80,500,468	99,913,336	232,539,845	1,497,104,568	18,999,932,274
Accumulated depletion and depreciation										
Balances at beginning of year	2,040,397,532	477,572,498	1,467,772,639	—	41,650,521	41,172,900	48,337,063	148,849,441	—	4,265,752,594
Depletion and depreciation	446,848,761	85,099,217	101,223,727	—	21,857,070	4,727,523	9,777,330	14,259,587	—	683,793,215
Additions from business combination (Note 13)	1,641,868,724	—	—	—	(41,344,613)	(4,656,999)	7,423,263	16,107,518	—	1,619,397,893
Disposals	(60,386,775)	—	—	—	—	—	—	(53,660)	—	(60,440,435)
Balances at end of year	4,068,728,242	562,671,715	1,568,996,366	—	22,162,978	41,243,424	65,537,656	179,162,886	—	6,508,503,267
Accumulated impairment losses										
Balances at beginning of year	—	—	169,252,601	—	—	—	—	—	—	169,252,601
Impairment loss - net (Note 5)	—	—	76,864,520	—	—	—	—	—	—	76,864,520
Balances at end of year	—	—	246,117,121	—	—	—	—	—	—	246,117,121
Net book values	₱7,510,452,546	₱1,562,407,495	₱605,037,993	₱685,163,228	₱258,136,373	₱39,257,044	₱34,375,680	₱53,376,959	₱1,497,104,568	₱12,245,311,886



Change in ARO estimate and transfers from advances to contractors, deferred oil exploration costs and development costs are considered as non - cash investing activities. Gain on sale of property, plant and equipment amounted to ₱0.54 million, ₱0.01 million and ₱0.34 million in 2024, 2023 and 2022, respectively (Note 26).

Depletion and depreciation expense charged to profit or loss follow:

	2024	2023	2022
Cost of electricity sales (Note 23)	₱661,440,605	₱569,320,859	₱418,160,625
Depletion	90,653,867	101,223,727	85,286,880
General and administrative expenses (Note 25)	16,519,359	13,248,629	10,775,546
	₱768,613,831	₱683,793,215	₱514,223,051

Depletion of wells, platforms and other facilities is presented as a separate item under cost of sales in the consolidated statements of comprehensive income.

As of December 31, 2024 and 2023, the participating interests of PERC in various service contracts areas are as follows:

Gabonese Oil Concessions	2.525%
SC 14-C2 – West Linapacan	4.137%

Foreign Operations

Gabon, West Africa

Background

The Group holds approximately 2.53% participating interest in the Exploration and Production Sharing Contract (EPSC) covering the Etame block in Gabon, West Africa (the “Etame Marin Permit”). The other parties in the consortium are Addax Petroleum Etame, Inc. (33.90%) and VAALCO Gabon (Etame), Inc. (63.58%) (the “Gabon Consortium”), are leaders in their respective areas of operation. VAALCO is the Consortium’s operator, and is in charge of conducting the exploration and production activities in the Gabon contract area.

The EPSC is a contract with the Gabonese Government that gives the holder of the said EPSC the exclusive rights and obligations to perform exploration, exploitation, and production activities and in the case of the consortium, within the Etame Marin Permit area.

In August 2021, the Consortium entered into a Bareboat Charter Agreement and Operating Agreement with World Carrier Offshore Services Corporation (World Carrier) to provide and operate a Floating Storage and Offloading (FSO) unit at the Etame Marin field for up to eight (8) years with additional option periods available upon the expiration of the current 20-year Floating Production, Storage and Offloading (FPSO) contract with BW Offshore in September 2022.

In December 2021, the consortium commenced a four-well drilling program in the Etame, Avouma and North Tchibala fields using the Borr Norve jack-up drilling rig, aimed to sustain field production to above 20,000 BOPD.

Etame-8H sidetrack was completed in February 2022. Avouma-3H sidetrack was completed in April 2022, South Tchibala-1HB sidetrack in July 2022, and North Tchibala-2H sidetrack in November 2022. Workovers were also conducted on Ebouri-2H, North Tchibala-1H and Southeast Etame-4H wells



within 2022. This resulted in an increase in overall crude production of ~18,000-20,000 BOPD by the end of 2022.

Throughout 2023 and 2024, the consortium carried out preparatory activities (i.e. permitting, reservoir modelling and oil platform upgrades) for the Phase 3 Drilling Campaign, comprised of four (4) new production wells, one (1) new gas well, and two (2) workovers of existing wells. Target commencement of the drilling campaign is July 2025 with expected completion by Q2 2026.

Update on Production

Production was routed to the Petroleo Nautipa, the spread-moored (FPSO) vessel from the Etame, Avouma-Southeast Etame-North Tchibala and Ebouri platforms, and from the wells tied to the subsea Etame manifold. The produced oils were processed and exported from the FPSO, which had a storage capacity of one million barrels of oil (MMBO).

Throughout 2022, facility reconfiguration works were being completed in parallel for the hook-up and commissioning of the new FSO vessel Teli, which replaced the Petroleo Nautipa FPSO vessel in mid-October 2022. The FSO vessel is now operational and receiving crude from all Etame Marin platform wells. The two (2) old subsea wells - Etame-6H and Etame-7H - which were originally connected directly to the old Petroleo Nautipa FPSO, have been hooked-up to the FSO last December 30, 2022.

Crude production comes from four (4) oil fields (Etame, Avouma, Ebouri and North Tchibala).

In 2024, total crude production reached 5.61 MMBO. The Consortium managed 8 liftings, resulting in net crude export of 5.05 MMBO, with crude oil market prices ranging from US\$ 69.19 - US\$ 91.17 per barrel.

In 2023, total crude production reached 6.25 MMBO. The Consortium managed 10 liftings, resulting in net crude export of 6.009 MMBO, with crude oil market prices ranging from US\$ 75 - US\$ 90 per barrel.

In 2022, total crude production reached 5.94 MMBO. The Consortium managed 11 liftings, resulting in net crude export of 5.133 MMBO, with crude oil market prices ranging from US\$76 - US\$133 per barrel.

Since the Gabon oilfield has been put on-line in 2002, a total of 142.35 MMBO has been extracted to date over the last 22 years.

As of December 31, 2024 and 2023, PetroEnergy has investments in Gabon, West Africa included in “Wells, platforms and other facilities” account under “Property, plant and equipment” amounting to ₱446.76 million and ₱605.04 million, respectively. With the fluctuation in crude oil prices and recoverable oil reserves, impairment loss (reversal of impairment loss) was recognized amounting to ₱169.90 million in 2024, in ₱76.86 million 2023 and (₱11.89 million) in 2022 [see Note 5].

Philippine Operations

SC 14-C2 – West Linapacan, Northwest Palawan

West Linapacan was discovered in the early 1990s. It produced oil from 1992 to 1996, peaking at 18,000 BOPD, before it was shut-in due to early water incursion.

On May 11, 2023, the SC 14-C2 consortium approved to unitize the service contract with SC 6B, subject to the issuance of a DOE Department Circular (DC) regarding the application for new petroleum service contract. However, following the release of DOE DC No. 2023-12-0033 titled “Guidelines on



the Awarding of Petroleum Service Contracts for Development and Production” on December 18, 2023 with supplementary guidelines issued on January 10, 2024, the SC 14-C2 consortium, on December 12, 2024, decided to apply instead for a Development and Production Petroleum Service Contract (DP PSC) prior to the expiration of the current SC 14-C2 service contract. This new application would combine the SC 14-C2 (West Linapacan) and SC 14-C1 (Galoc) blocks.

SC 14-C2 is due to expire in December 2025.

Due to the limited term remaining, the Group assessed the recoverability of the investment included in “Wells, platforms and other facilities” account under “Property, plant and equipment” and recorded impairment loss amounted to ₱0.34 million, ₱0.30 million and ₱63.84 million in 2024, 2023 and 2022, respectively.

As of December 31, 2024 and 2023, PetroEnergy’s investments in the West Linapacan Oilfield included in “Wells, platforms and other facilities” account under “Property, plant and equipment” amounts to nil.

SC 75 – Offshore Northwest Palawan

Service Contract 75 (SC 75) was signed on December 27, 2013 with partners PXP Energy Corporation (50%) and PNOC-Exploration Corporation (35%). The block covers the West Philippine Sea with an area of 616,000 hectares.

On October 14, 2020, the DOE issued a formal notice to the SC 75 consortium, lifting the Force Majeure imposed since September 2015. Through this letter, the consortium was notified to resume its Work Program commitments under SC 75, including the committed ~1,000 sq.km 3D seismic survey over the identified leads in SC 75.

On January 06, 2022, the SC 75 consortium officially engaged Shearwater Geoservices Ltd. for the ~1,100 sq.km 3D seismic survey over SC 75 using the M/V Geo Coral seismic vessel. However, the programmed 3D seismic acquisition campaign was suspended on April 06, 2022 after Operator PXP Energy Corporation received a written directive from the DOE to put all exploration activities on hold until the Security, Justice and Peace Coordinating Cluster (SJPCC) issues the necessary clearance to proceed. On April 11, 2022, PXP declared a Force Majeure event over the suspended seismic survey.

The SC 75 consortium is awaiting further instructions from the DOE, while all contracted vessels and personnel for the seismic survey have since demobilized from the SC 75 area.

As of December 31, 2024, the corresponding percentages of the Group’s participation in the various Petroleum SC areas are as follows:

Gabonese Oil Concessions	2.525%
SC 14C2 - West Linapacan	4.137%
SC 75 - NW Palawan	15.000%

The oil revenues are derived from Gabon Operations. All contractual obligations with the Gabonese Government are complied with. The Philippine contracts are in exploration stage and some contracts are being farmed out to reduce risk inherent to the business.



Development, and power generation from Renewable Energy Resources

Maibarara Geothermal Power Project

Geothermal Renewable Energy Service Contract (GRES-C) No. 2010-02-012

Following the DOE Philippine Energy Contracting Round for Geothermal in 2009, PERC signed the Service Contract for the Maibarara Geothermal Power Project (MGPP) on February 1, 2010. PERC then conducted pre-development activities in 2010 to 2011. In order to carry out the development and operations of the MGPP, PERC (through its subsidiary, PGEC) then created Maibarara Geothermal, Inc. (MGI) along with Trans-Asia Oil and Energy Development Corporation (“Trans-Asia”, subsequently renamed as PHINMA Energy Corporation or “PHINMA”, and now known as ACEN Corporation or “ACEN”) and PNOC Renewable Corporation (PNOC RC), with 65%, 25%, and 10% equity ownerships, respectively.

In June 2019, ACEN, the energy platform of Ayala Corporation, completed the acquisition of PHINMA, including PHINMA’s 25% share in MGI.

20 MW Maibarara-1 Geothermal Power Plant (MGPP-1)

The DOE confirmed the commerciality of the 20-MW MGPP-1 in 2011, allowing MGI to proceed with the MGPP’s development stage, involving 1) the drilling of two (2) wells to complete the steam production and reinjection well capacities, and 2) the construction of the steamfield and power plant facilities. The MGPP-1’s 115kV Transmission Line system was successfully connected to the existing Manila Electric Company (MERALCO) line in September 2013. Upon completion of the reliability and performance testing, the MGPP-1 went on commercial operations on February 8, 2014. All electricity generated are sold to offtaker, ACEN, following the aforementioned acquisition of PHINMA by ACEN.

On February 08-27, 2021, the Maibarara-1 facility had a scheduled minor maintenance shutdown. Various maintenance activities for the unit’s mechanical and electrical, and instrumentation facilities, as well as for the switchyard and transmission lines, were carried-out by MGI technical staff and private contractors.

MGPP-1 underwent its second major preventive maintenance shutdowns (PMS) in February 2022; the first having been conducted in 2016.

On June 23-28, 2023, the MGPP-1 and 2 power plants had an opportunity maintenance shutdown during the relocation of transmission line and stub poles affected by SLEX-TR4 construction. Various maintenance activities for the plants’ mechanical, electrical, and instrumentation facilities, as well as for the switchyard and transmission lines, were carried-out by MGI technical staff and private contractors.

MGPP-1 generated 160.27 GWh and 159.85 GWh of electricity in 2024 and 2023, respectively.

12 MW Maibarara-2 Geothermal Power Plant (MGPP-2)

With the stable performance of the reservoir, MGI decided to pursue an expansion of the MGPP. There was at least 5 MW of excess steam supply from the MGPP-1 wells, and with the ~6 MW capacity of the new well, an expansion of 12 MW was decided and approved in 2015 (MGPP-2).

Major power plant components from Fuji Electric Co. Ltd. (“Fuji”, the same supplier as the MGPP-1) were delivered and installed on site from March to April 2017. MGPP-2 was first synchronized to the grid on March 9, 2018, with the full 12 MW attained on March 18, 2018. Reliability tests were then conducted from March 18 to 27, 2018, during which the power plant was on full 12 MW operation.



The Energy Regulatory Commission (ERC) formally notified MGI of the approval of MGPP-2's Certificate of Compliance (COC) application on April 26, 2018. Subsequently, the MGPP-2 was accepted into the Wholesale Electricity Spot Market (WESM) on April 30, 2018 – pegging the MGPP-2's start of Commercial Operations on the same date. This operationally started the application of MGPP-2's Electricity Supply Agreement (ESA) with PHINMA, now ACEN, wherein all of MGPP-2's generated electricity are sold to ACEN.

Workover operations were conducted on production well MB-15D in June 2022. After which, new production well MB-18D was drilled in September 2022 and hooked-up in November 2022. To date, the field's total gross output is now being sustained at ~33 MW.

MGPP-2 transmitted 96.49 GWh and 95.77 GWh of electricity in 2024 and 2023, respectively.

Both the MGPP-1 and the MGPP-2 are registered with the Board of Investments and are enjoying the incentives under the Renewable Energy Act of 2008.

Tarlac Solar Power Project (TSPP)

Solar Energy Service Contract (SESC) No. 2015-03-115

The SESC for the TSPP was awarded by the DOE on March 19, 2015. On June 17, 2015, PGEC and affiliate EEI Power Corporation ("EEIPC", 100% subsidiary of EEI Corporation), incorporated PetroSolar to undertake the development of the TSPP.

50 MW_{DC} Tarlac-1 Solar Power Project (TSPP-1)

On June 22, 2015, PGEC and solar farm lot owner, Luisita Industrial Park Corporation (LIPCO), executed a Lease Agreement for the 55-hectare solar farm development. This was assigned to PetroSolar on September 15, 2015. As the LIPCO property is within the Central Technopark, which is under the jurisdiction of the Philippine Economic Zone Authority (PEZA), PetroSolar was able to register as an Ecozone Utilities Enterprise on July 28, 2015, entitling it to the incentives available to PEZA locators.

After only four (4) months of ground works, the TSPP-1 was completed by mid-January 2016 and was able to export power to the grid on January 27, 2016. The DOE eventually gave its Certificate of Endorsement (COE) – Feed-in-Tariff (FiT) for TSPP-1, with an official Commercial Operations Date (COD) on February 10, 2016. Subsequently, on April 6, 2016, PetroSolar executed its Renewable Energy Payment Agreement (REPA) with the National Transmission Corporation (TransCo), assuring the TSPP-1's revenues from the FiT payment of ₱8.69/kWh from 2016 to 2036.

The total energy exported to the grid was 69.46 GWh and 72.82 GWh in 2024 and 2023, respectively.

20 MW_{DC} Tarlac-2 Solar Power Project (TSPP-2)

On September 17, 2018, the BOI formally awarded to PetroSolar the latter's Certificate of Registration for the 20 MW_{DC} TSPP-2. This approval entitles the TSPP-2 to enjoy duty-free importations, and a seven-year Income Tax Holiday (ITH), among others.

After the site construction works for the TSPP-2 were completed in March 2019 and its registration with the WESM was secured from the Independent Electricity Market Operator of the Philippines Inc. (IEMOP) on April 21, 2019, the TSPP-2 started exporting power to the grid on April 22, 2019 as part of its testing and commissioning activities. The ERC conducted its technical inspections for the TSPP-2 on May 31, 2019, as basis of ERC's issuance of PetroSolar's Certificate of Compliance (COC) for TSPP-2.



On February 27, 2020 and March 18, 2020, the DOE formally issued to PetroSolar the Certificate of Confirmation of Commerciality (COCOC) and the COE, respectively for TSPP-2. The COE is a prerequisite to the issuance of the Certificate of Compliance (COC) by the ERC. The COC will determine the official COD for TSPP-2.

The ERC issued a Provisional Approval to Operate (PAO) to PetroSolar the TSPP-2 on December 16, 2021, subject to PSC's compliance to 1) public offering requirement and 2) terms under PSC's Point-to-Point application, once approved. The said PAO is valid until December 15, 2022, and sets TSPP-2's WESM COD to January 25, 2022.

On October 25, 2022, PetroSolar submitted to the ERC the application for validity extension of the PAO for TSPP-2. While evaluation of the application was underway, ERC issued the 2023 COC revised guidelines that extended the effectivity of TSPP-2's PAO until December 15, 2024. On December 13, 2024, the ERC extended the effectivity of TSPP-2's PAO until December 15, 2025.

In December 2023, PSC completed the construction of the TSPP-2 49 MWac substation. PSC will use this new substation once it receives the approval from ERC.

TSPP-2 exported 28.92 GWh and 30.36 GWh of electricity in 2024 and 2023, respectively.

Nabas Wind Power Project (NWPP)

Wind Energy Service Contract (WESC) No. 2009-09-002

The service contract for the Nabas Wind Power Project (NWPP) covers 2,000 hectares of public and private lands in rolling terrain located near the northwestern tip of Panay Island. It lies about 6 km southeast of Caticlan, and electricity-deficient Panay and Boracay islands are natural markets of future power from NWPP.

On August 1, 2013, the DOE formally issued the Confirmation of Commerciality for the 36 MW NWPP-1, making it the third WESC to be declared commercially feasible. Construction of NWPP-1 started in December 2013 and was completed in the first half of 2015.

On June 16, 2015, the DOE released the COE for FIT Eligibility (COE-FIT), endorsing the official start of commercial operations to be June 10, 2015. On August 17, 2015, the ERC approved PWEI's COC for NWPP-1. This confirms the commercial operations date of the wind farm to be June 10, 2015.

On May 13, 2020, the DOE formally issued to PWEI a revised Certificate of Confirmation of Commerciality (COCOC), separating the capacities of the 36-MW as Feed-In-Tariff eligible and the then planned expansion project, the 14-MW Nabas-2 Wind Power Project (NWPP-2) as Merchant Generator. The revised COCOC signifies that NWPP-2 has been approved for construction as being commercially feasible.

In February 17, 2021, the DENR-EMB Region 6 issued the amended Environmental Compliance Certificate (ECC) to PWEI for NWPP-2, while the Forest Land Use Agreement (FLAG) has been signed by the DENR Central Office in January 4, 2022.

PWEI emerged as the lone qualified bidder for the Visayas wind allocation for a capacity of 13.2MW. On September 28 2022, the DOE awarded PWEI its GEA Certificate of Award No. GEA-W2022-09-005, for winning the bid for the Visayas Wind Auction at P5.755/kWh. PWEI, for its NWPP-2, is to be awarded a twenty (20)-year offtake, through (REPA), effective upon its Delivery Commencement Date (DCD) originally set for May 25, 2025.



PWEI awarded the NWPP-2 WTG Supply, Supervision, and Services Agreements to Vestas on December 13, 2022. On the other hand, PWEI also awarded and issued the Notice to Proceed (NTP) for the contract for the NWPP-2 Main Balance of Plant (BoP) for the Civil, Electrical (Substation and Switching Station, and Electrical Feeder Lines), including WTG Electro-Mechanical Works installation to EEI Corporation (EEI) on December 20, 2022.

On January 13, 2023, DENR signed Special Agreement for Protected Areas (SAPA) of NWPP-2. This agreement allows PWEI to develop NWPP-2 in the approved area for at least 25 years. PWEI also secured the tree cutting permit within private lands and forestlands on March 16, 2023.

Following the successful completion of grid connection facilities and the erection of the first three (3) wind turbines (WTGs), PWEI commenced the testing and commissioning of these WTGs on April 4, 2024.

Meanwhile, due to the challenges related to the originally planned total six (6) WTGs in the Malay side, PWEI opted to relocate the remaining three (3) turbines within the Municipality of Nabas and has engaged EEI for the necessary civil works. All necessary environmental permits were secured in December 2024, and EEI is expected to mobilize at the project site by January 2025.

In response to PetroWind's request, the DOE Green Energy Auction Committee (GEAC) granted an extension of the DCD until October 25, 2025.

For 2024, PWEI exported a total of 114.63 GWh to the grid, with 96.38 GWh from NWPP-1 and 18.24 GWh from NWPP-2.

Bugallon Solar Power Project (BSPP)

Solar Energy Operating Contract (SEOC) No. 2022-04-622-AF1

On May 5, 2022, PGEC was awarded the SEOC by the DOE for the development of the BSPP in Brgy. Salomague Sur, Bugallon, Pangasinan.

In 2023, PGEC completed the Distribution Impact Study (DIS), which was approved by the Central Pangasinan Electric Cooperative (CENPELCO) and endorsed to the NEA for final approval. PGEC also secured a Certificate of Non-Overlap (CNO) from the National Commission on Indigenous Peoples (NCIP), confirming that the project site is outside ancestral domains and free from tribal claims.

On November 14, 2023, PGEC obtained the locational clearance, followed by an ECC Amendment on November 28, 2023, transferring the ECC grantee from PGEC to BGEC. CENPELCO also approved PGEC's DIS, and the subsequent Distribution Asset Study (DAS) submitted on November 21, 2023, which was approved on February 26, 2024. The SEOC was later transferred by PGEC to BGEC on April 16, 2024.

On September 17, 2024, BGEC awarded the Design, Supply, and Installation Agreement for EPC to Crosslink Construction Corporation. On September 19, 2024, BGEC engaged Schema Konsult, Inc. as the Owner's Engineer. On November 15, 2024, BGEC signed a Distribution Wheeling Services Agreement and a Connection Agreement with CENPELCO for BSPP's integration as an embedded generator.

On November 12, 2024, BGEC was awarded with a Certificate of Energy Project of National Significance (CEPNS), entitling the BSPP to all rights and privileges stated in DOE Department of Order No. DO2024-04-0003.



The BSPP was a winning bid in the second round of the Green Energy Auction Program (GEA-2) held in June 2023. Upon its commercial operations date target in December 2025, the project will be entitled to a Green Energy Tariff of ₱4.4043/kWh for a term of twenty (20) years.

Dagohoy Solar Power Project (DSPP)

Solar Energy Operating Contract (SEOC) No. 2022-06-629 – AF1

On June 28, 2022, PGEC was awarded the SEOC by the DOE for the development of DSPP in Brgy. San Vicente, Dagohoy, Bohol. PGEC secured favorable endorsements for land reclassification from the Dagohoy Sangguniang Bayan in October 2022 and the Bohol Sangguniang Panlalawigan in December 2022. These endorsements are necessary for obtaining Locational Clearance and the Building Permit.

On February 28, 2024, the DOE approved the assignment/ transfer of the SEOC No. 2022-06-629 from PGEC to Dagohoy Green Energy Corporation (DGEC). Consequently, DGEC was issued with a new Certificate of Registration (COR) with Registration No. SEOC 2022-06-629-AF1.

NGCP approved PGEC's application to conduct the System Impact Study (SIS) for DSPP via its Online Transmission Connection Application (OTCA) portal, with the SIS scheduled for mid-2023. While awaiting SIS completion, PGEC awarded an initial site development contract to Media Construction and Development Corporation (MCDC) for site grading, access roads, drainage, and perimeter fencing. The SIS was completed on August 1, 2023. By Q1 2024, Global Electric and Philcantech Enterprises had commenced the construction of solar farm facilities and grid connections.

DSPP began delivering power to the grid on November 12, 2024, with full commercial operations expected by Q2 2025. DGEC entered into an Operations and Maintenance Agreement with Global Electric for an initial one-year term, subject to extension. On May 20, 2024, DGEC executed an Omnibus Loan and Security Agreement with Rizal Commercial Banking Corporation (RCBC) for a facility of up to ₱834.76 million

San Jose Solar Power Project (SJSPP)

Solar Energy Service Contract (SESC) No. 2015-09-251

On July 19, 2023, the DOE approved the assignment of the SESC 2015-09-251 from V-Mars Solar Energy Corporation (V-MARS) to PGEC. Consequently, SJGEC was issued with a new Certificate of Registration (COR) with Registration No. SESC 2015-09-251-AF1. Later, on July 27, 2023, PGEC purchased parcels of land in San Jose and Science City of Muñoz, Nueva Ecija, from V-MARS. The land titles were registered under PGEC's name on September 21, 2023. The SEC approved the incorporation of SJGEC (Note 1d) on October 14, 2023 (Note 1d). On April 16, 2024, the DOE later approved the transfer of PGEC's SESC 2015-09-AF1 to SJGEC with the corresponding issuance of new COR No. SESC 2015-09-251-AF2.

Meanwhile, site clearing and development were substantially completed, enabling Schema Konsult, Inc. and Philcantech Enterprises to begin construction in Q1 2024. SJGEC entered into an Owner's Engineer Agreement with Maschinen and Technik Inc. for SJSPP's two phases - Phase 1 on January 23, 2024, and Phase 2 on June 5, 2024. The EPC contracts were awarded to Schema Konsult, Inc. on April 1, 2024, for Phase 1 and May 22, 2024, for Phase 2.

On May 3, 2024, SJGEC signed a Power Supply Agreement with SN Aboitiz Power - Magat, Inc. for the sale of SJSPP electricity generation.



On December 19, 2024, SJGEC signed the Connection Agreement and Distribution Wheeling Services Agreement with Nueva Ecija II Electric Cooperative (NEECO-II).

Limbauan Solar Power Project (LSPP)

Solar Energy Service Contract (SESC) No. 2017-05-394

On November 10, 2020, BKS and Isabela Electric Cooperative II (ISELCO II) executed a 15-year Power Supply Agreement (PSA) at a rate of ₱5.40/kWh for LSPP-1. As of December 31, 2024, the PSA approval remains pending with the ERC.

In September 2023, the BIR issued a Certificate Authorizing Registration for PGEC's acquisition of 100% of BKS's shares. As the acquisition was made through BKS's shares, the existing SESC between BKS and the DOE remains with BKS.

On December 1, 2023, BKS obtained the DOE's Clearance to undertake the System Impact Study (SIS), with submission to NGCP scheduled for January 2024. Additionally, on December 13, 2023, the DOE issued a Certificate of Award granting BKS's LSPSS-2 a Green Energy Tariff of ₱4.4045/kWh for twenty (20) years. The SIS was completed on September 23, 2024.

BKSGEC entered into an Early Works Agreement with Harmonic System Incorporated on October 2, 2024. On December 10, 2024, BKSGEC signed EPC contracts with Schema Konsult, Inc. for the DC portion and Harmonic System Incorporated for the AC portion of the project. On December 16, 2024, BKSGEC engaged Tractebel Engineering Ltd. as the Owner's Engineer.

Collateral to Secure Borrowings

MGI has mortgaged as collateral in favor of RCBC (the Lender) its property consisting of real assets and chattel with the total carrying value of ₱4,662.01 million and ₱4,507.46 million as of December 31, 2024 and 2023, respectively, in relation to its two (2) loan facilities.

PSC mortgaged all its property and equipment related to TSPP-1 as collateral in connection with its loan in favor of PNB and DBP.

PWEI pledged all of its property and equipment items related to NWPP-1 and NWPP-2 as collateral to secure its borrowings to DBP

DGEC mortgaged all its property and equipment related to DSPP as collateral in connection with its loan in favor of RCBC.

Capitalized Borrowing Costs

The Group started construction of its new solar renewable energy projects under RGEC's subsidiaries in 2024, with DSPP and SJPP completed during the year. While the development of PWEI's NWPP-2 project is at an early stage as of December 31, 2023, NWPP-2 completed the first three (3) turbines in April 2024.

Borrowing costs incurred during the construction of the projects are capitalized as part of the development cost. The amount of borrowing cost capitalized during the year ending December 31, 2024 and 2023 amounts to ₱72.85 million and ₱44.24 million, respectively.



12. Deferred Oil Exploration Costs

The movements in deferred oil exploration costs are as follows:

	2024	2023
Cost		
Balances at beginning of year	₱690,673,984	₱615,456,554
Additions	40,052,013	75,217,430
Transfer to property plant and equipment (Note 11)	(112,888,783)	–
Balances at end of year	617,837,214	690,673,984
Accumulated impairment losses		
Balances at beginning of year	303,877,019	303,573,543
Impairment loss (reversal) (Note 5)	(117,456,518)	303,476
Balances at end of year	186,420,501	303,877,019
	₱431,416,713	₱386,796,965

Details of deferred oil exploration costs as of December 31 are as follows:

	2024	2023
Cost		
Gabonese Oil Concessions (Note 11)	₱548,566,651	₱622,113,463
SC. No. 75 - Offshore Northwest Palawan (Note 11)	65,550,217	65,175,859
SC. No. 14 - C2 (West Linapacan) (Note 11)	3,720,346	3,384,662
	617,837,214	690,673,984
Gabonese Oil Concessions (Note 11)	182,700,155	300,492,357
SC. No. 14 - C2 (West Linapacan) (Note 11)	3,720,346	3,384,662
	186,420,501	303,877,019
	₱431,416,713	₱386,796,965

Philippine Oil Operations – Development Phase

Under the SCs entered into with the DOE covering certain petroleum contract areas in various locations in the Philippines, the participating oil companies (collectively known as “Contractors”) are obliged to provide, at their sole risk, the services, technology and financing necessary in the performance of their obligations under these contracts. The Contractors are also obliged to spend specified amounts indicated in the contract in direct proportion to their work obligations.

However, if the Contractors fail to comply with their work obligations, they shall pay to the government the amount they should have spent, but did not, in direct proportion to their work obligations. The participating companies have Operating Agreements among themselves which govern their rights and obligations under these contracts.

The full recovery of these deferred costs is dependent upon the discovery of oil in commercial quantities from any of the petroleum concessions and the success of future development thereof.

As of December 31, 2024 and 2023, the remaining participating interest of the Parent Company in Petroleum SC areas is SC 75 - Offshore Northwest Palawan wherein the Parent Company has 15% interest.



SC 75 – Offshore Northwest Palawan

Service Contract 75 (SC 75) was signed on December 27, 2013 with partners PXP Energy Corporation (PXP energy) [50%] and PNOC-Exploration Corporation (35%). The block covers the West Philippine Sea with an area of 616,000 hectares.

On October 14, 2020, the DOE issued a formal notice to the SC 75 consortium, lifting the Force Majeure imposed since September 2015. Through this letter, the consortium was notified to resume its Work Program commitments under SC 75, including the committed ~1,000 sq.km 3D seismic survey over the identified leads in SC 75.

On January 6, 2022, the SC 75 consortium officially engaged Shearwater Geoservices Ltd. For the ~1,100 sq.km 3D seismic survey over SC 75 using the M/V Geo Coral seismic vessel. However, the programmed 3D seismic acquisition campaign was suspended on April 6, 2022 after Operator PXP Energy received a written directive from the DOE to put all exploration activities on hold until the Security, Justice and Peace Coordinating Cluster (SJGCC) issues the necessary clearance to proceed. On April 11, 2022, PXP declared a Force Majeure event over the suspended seismic survey.

The SC 75 consortium is awaiting further instructions from the DOE, while all contracted vessels and personnel for the seismic survey have since demobilized from the SC 75 area.

13. Investments in Joint Ventures and Business Combination

All joint ventures are incorporated in the Philippines. Details of the Company's investments with respective percentages of ownership follow:

	2024		2023	
	Percentages of ownership	Carrying values	Percentages of ownership	Carrying values
Joint ventures				
BUHAWIND EP	40%	₱1,234,000	40%	₱1,234,000
BUHAWIND NL	40%	934,000	40%	934,000
BUHAWIND NM	40%	714,000	40%	714,000
		₱2,882,000		₱2,882,000

Buhawind NL, Buhawind NM, and Buhawind EP

As disclosed in Note 1d, the SEC approved the incorporation of BuhaWind Energy Philippines entities. PGEC invested ₱420,000 for each of the BEP Companies and accounted those as investment in joint ventures.

From 2022 to 2024, PGEC and CE proceeded with several feasibility studies for the three (3) offshore wind blocks, namely 1) desktop wind and met-ocean resource studies, 2) power market study, and 3) desktop site characterization studies in preparation for detailed geophysical and geotechnical studies.

In 2023, PGEC made an addition investment of ₱1.70 million in Buhawind Energy. Also, in 2023 PGEC sold 20% of its interest in BEP to CE for ₱1.77 million which resulted in a gain of ₱1.69 million.

On December 2, 2024, the NGCP issued the System Impact Study (SIS) for the 2,000 MW Northern Luzon Offshore Wind Project (NLOWPP).

As of December 31, 2024, these entities are still in the pre-development stage and have not yet started operations.



Business Combination

PetroWind Energy Inc.

Prior to May 2023, PGEC's 40% interest in PWEI is accounted for as investment in joint venture. The other 60% interest are owned by EEIPC (20%) and BCPG Wind Cooperatief U.A. (40%).

As disclosed in Notes 1 and 5, the Group, through PGEC, consolidated PWEI's financials starting May 2023 as the Group gain control over the relevant activities of PWEI.

The following tables summarizes the results of the business combination, including the purchase price allocation. The net assets recognized in the 2023 consolidated financial statements were based on a provisional assessment of their fair value. The valuation has not been completed by the date the 2023 consolidated financial statements were approved for issue by the BOD.

Assets	
Cash and cash equivalents	₱441,078,571
Receivables	124,294,486
Contract asset	379,838,447
Other current assets	136,505,306
Property, plant and equipment	3,001,978,366
Customer relationship	310,311,852
Other noncurrent assets	477,222,750
	<u>4,871,229,778</u>

Liabilities	
Accounts payable and accrued expenses	107,390,978
Loans payable	1,731,204,893
Asset retirement liability	38,067,512
Accrued retirement liability	2,756,541
	<u>1,879,419,924</u>
Total identifiable net assets at fair value	<u>2,991,809,854</u>
Non-controlling interest	(1,196,723,942)
Goodwill	741,446,021
Cost of acquisition/Total consideration	<u><u>₱2,536,531,933</u></u>

Cash	₱651,524,962
Fair value of previously held interest	1,885,006,971
Cost of acquisition/Total consideration	<u><u>₱2,536,531,933</u></u>

Fair value of previously held interest	₱1,885,006,971
Carrying value of previously held interest	1,930,901,680
Loss on remeasurement of previously held interest	<u><u>₱45,894,709</u></u>

Net cash outflow from the acquisition is as follows:

Cash consideration	₱651,524,962
Less Cash acquired from PWEI	441,078,571
Net cash outflow	<u><u>₱210,446,391</u></u>

Had the transaction taken place at the beginning of 2023, the contribution to the net income would have amounted to ₱236.62 million. Since this is a step acquisition, the contribution to the net income for the eight-month period ended December 31, 2023 amounted to ₱109.77 million from the date of acquisition.



The movements in the carrying value of Investment in PetroWind follow:

Balance at January 1, 2022	₱1,734,947,347
Share in net income of a joint venture	81,512,921
Additional investment during the year	59,041,563
Share in other comprehensive income	761,152
Balance at December 31, 2022	1,876,262,983
Share in net income of a joint venture for the four months ended April 30, 2024	50,738,697
Additional investment	3,900,000
Balance prior to the business combination	1,930,901,680
Reclassification to investment in subsidiary	(1,930,901,680)
Carrying amount of investment in joint venture	₱—

The cost of the investment in joint venture amounted to ₱576.98 million. The carrying value of the investment in joint venture prior to the business combination is equivalent to the Group's 40% share in PetroWind's equity, plus the fair value adjustment of ₱764.49 million recognized when the Group lost control over PetroWind in 2014.

Selected financial information of PetroWind as of April 30, 2023 and December 31, 2022 follows:

	2023	2022
Current assets	₱744,687,424	₱734,099,328
Noncurrent assets	3,986,016,585	3,642,274,467
Current liabilities	(347,390,978)	(340,675,972)
Noncurrent liabilities	(1,532,028,946)	(1,321,010,473)
Equity	₱2,851,284,085	₱2,714,687,350

Summary of statements of comprehensive income of PetroWind for the four months ended April 30, 2023, and for the years ended December 31, 2022 and 2021 follows:

	2023	2022	2021
Revenue (electricity sales and other income)	₱311,846,141	₱735,294,265	₱771,620,028
Cost and expenses	(169,786,905)	(518,807,350)	(523,143,700)
Income before tax	142,059,236	216,486,915	248,476,328
Tax benefit (provision)	(15,212,493)	(12,704,614)	1,841,567
Net income	126,846,743	203,782,301	250,317,895
Group's share in net income	₱50,738,697	₱81,512,921	₱100,127,158
Other comprehensive income (loss)	₱—	₱1,902,881	(₱983,137)
Group's share other comprehensive income (loss)	₱78,815	₱761,152	(₱393,255)

The detailed disclosure on PWEI's NCI and December 31, 2023 financial information is presented in Note 31.

The valuation was completed in 2024 and the acquisition date fair value of PWEI's net asset, including the identifiable intangible asset (customer relationship) has been determined. The fair value of the property, plant and equipment and customer relationship increased by ₱36.98 million and



₱397.21 million, respectively, from the provisional fair values. As a result, there was an increase in the deferred tax liability - net of ₱138.84 million and an increase in the non-controlling interest of ₱118.14 million. There was also a corresponding reduction in the goodwill of ₱645.64 million, resulting in ₱95.80 million of total goodwill arising from acquisition.

Goodwill amounting to ₱95.80 million, based on the final purchase price allocation study, represents the fair value of expected synergies arising from the business acquisition of PWEI. The Group performed its annual impairment test and did not note any indicators of impairment on the goodwill as of December 31, 2024 and 2023. None of the goodwill recognized is expected to be deductible for income tax purposes.

Based on the final valuation performed, the Group has identified the final fair value of the other intangible asset which is the customer relationship with an estimated useful life of 27 years based on the remaining term of PWEI's service contract for the NWPP. The carrying value of customer relationship as of December 31, 2024 and 2023 amounted ₱663.30 million and ₱689.84 million, respectively, net of amortization during the period amounting to ₱26.53 million and ₱17.69 million, respectively (see Note 16).

Restatement of prior period comparative financial statements

The 2023 comparative information was restated to reflect the adjustment to the provisional amounts based on the final purchase price allocation study and valuation conducted by an independent party. The restatement has no impact on the operating, investing and financing activities in the comparative consolidated statements of cash flows.

The effects are as follows (in millions):

	As of and for the year ended December 31, 2023		
	Balance as previously reported	Restatements	Balance as Restated
Consolidated statements of financial position			
Property and equipment - net	₱12,208.33	₱36.98	₱12,245.31
Goodwill	741.44	(645.64)	95.80
Customer relationship	302.55	387.29	689.84
Deferred tax liability - net	—	138.84	138.84
Retained earnings	3,669.83	(358.77)	3,311.06
Noncontrolling interest	4,836.77	(1.45)	4,835.32
Consolidated statements of comprehensive income			
Cost of sales - electricity	1,059.76	9.93	1,069.69
Loss on remeasurement on previously held interest	45.89	468.44	514.33
Net income	944.18	(478.36)	465.82
Net income attributable to:			
Equity Holders of the Parent Company	515.65	(358.77)	156.88
Noncontrolling interest	428.53	(119.59)	308.94

14. Leases

The Group entered into lease contracts for office spaces and land used as geothermal field and photovoltaic (PV) solar power facility. The office space lease agreements are for a period of two (2) years and are renewable by mutual agreement of both parties.



The land lease agreement (LLA) with NPC and PSALM for the geothermal field in Sto. Tomas, Batangas has a lease term of twenty-five (25) years, extendable for another 25 years upon mutual agreement of both parties.

The two lease agreements with Luisita Industrial Park Corporation (LIPCO) for land used for the photovoltaic solar power facility in Tarlac are for a period of 25 years, renewable by mutual agreement of both parties, generally under the same terms and conditions, with escalation clause of 3% for TSPP-1 and 2% for TSPP-2 every 2 years.

The Group's obligations under these leases are secured by the lessor's title to the leased assets. The Group is restricted from assigning and subleasing the leased assets.

The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for all other leases, including leases of vehicles and parking slots.

The rollforward analyses of right-of-use assets follow:

	2024		
	Land	Office spaces	Total
Cost			
Beginning balances	₱420,180,224	₱16,609,844	₱436,790,068
Additions	—	3,130,843	3,130,843
Refund	(80,253)	—	(80,253)
Ending balances	420,099,971	19,740,687	439,840,658
Accumulated amortization			
Beginning balances	100,632,211	13,263,394	113,895,605
Amortization (Notes 23 and 25)	20,144,765	3,446,480	23,591,245
Ending balances	120,776,976	16,709,874	137,486,850
Net Book Values	₱299,322,995	₱3,030,813	₱302,353,808

	2023		
	Land	Office Spaces	Total
Cost			
Beginning balances	₱420,180,224	₱12,748,688	₱432,928,912
Additions	—	3,861,156	3,861,156
Ending balances	420,180,224	16,609,844	436,790,068
Accumulated amortization			
Beginning balances	80,487,446	9,826,811	90,314,257
Amortization (Notes 23 and 25)	20,144,765	3,436,583	23,581,348
Ending balances	100,632,211	13,263,394	113,895,605
Net Book Values	₱319,548,013	₱3,346,450	₱322,894,463

The amortizations of the right-of-use of the lands in Tarlac and Batangas are presented as part of "Cost of electricity sales"(Note 23) while the amortizations of the right-of-use of office spaces are presented as part of "General and administrative expenses" (Note 25) in the consolidated statements of comprehensive income.



No lease liability was recognized for leases of land that have been fully prepaid. The rollforward analyses of lease liabilities follow:

	2024	2023
Beginning balance	₱324,638,301	328,794,340
Additions	3,130,843	3,861,155
Interest expense	29,775,114	30,197,662
Payments	(38,419,188)	(38,214,856)
Ending balance	319,125,070	324,638,301
Less current portion	37,063,244	54,756,559
Noncurrent portion	₱282,061,826	₱269,881,742

The following are the amounts recognized in the consolidated statements of comprehensive income:

	2024	2023	2022
Interest expense on lease liabilities	₱29,775,114	₱30,197,662	₱30,443,530
Amortization expense of right-of-use assets (Notes 23 and 25)	23,591,245	23,581,348	23,642,697
Rent expense - short-term leases (Note 25)	1,017,621	949,621	1,230,951
Rent expense - low-value assets (Note 25)	2,035,240	1,213,536	868,617
	₱56,419,220	₱55,942,167	₱56,185,795

Shown below is the maturity analysis of the undiscounted lease payments as of December 31:

	2024	2023
Within one year	₱35,678,238	₱36,773,088
After one year but not more than five years	146,335,623	144,542,939
More than five years but less than 10 years	437,143,616	474,614,538
	₱619,157,477	₱655,930,565

15. Investment Properties

As of December 31, 2024 and 2023, this account consists of land and parking lot space with cost amounting to ₱0.83 million and ₱0.78 million, respectively, and is being held for capital appreciation.

The fair value of the investment properties of the Parent Company is between ₱1.00 million to ₱1.70 million as of December 31, 2024 and 2023. The Parent Company determined the fair values of the Parent Company's investment properties on the basis of recent sales of similar properties in the same areas as the investment properties and taking into account the economic conditions prevailing at the time the valuations were made.

As of December 31, 2024 and 2023, the fair value of the investment properties is classified under the Level 3 category.



Except for insignificant amounts of real property taxes on the investment properties, no other expenses were incurred, and no income was earned in relation to the investment properties in 2024, 2023 and 2022.

16. Intangible Assets and Goodwill

	2024					
	Goodwill	Customer relationship	Land rights	Production license	Software and others	Total
Cost:						
Balances at beginning of year	₱95,802,529	₱707,523,801	₱153,277,610	₱45,074,178	₱47,964,856	₱1,049,642,974
Additions	—	—	—	—	1,029,434	1,029,434
Balances at end of year	95,802,529	707,523,801	153,277,610	45,074,178	48,994,290	1,050,672,408
Accumulated amortization:						
Balances at beginning of year	—	17,688,095	48,555,042	23,114,965	46,233,347	135,591,449
Amortization	—	26,532,143	6,131,104	4,622,993	1,837,238	39,123,478
Balances at end of year	—	44,220,238	54,686,146	27,737,958	48,070,585	174,714,927
Net book values	₱95,802,529	₱663,303,563	₱98,591,464	₱17,336,220	₱923,705	₱875,957,481

	2023 (As restated)					
	Goodwill	Customer relationship	Land rights	Production license	Software and others	Total
Cost:						
Balances at beginning of year	₱—	₱—	₱152,249,710	₱45,074,178	₱45,093,625	₱242,417,513
Additions	—	—	1,027,900	—	2,871,231	3,899,131
Business combination (Note 13)	741,446,021	310,311,852	—	—	—	1,051,757,873
Balances at end of year	741,446,021	310,311,852	153,277,610	45,074,178	47,964,856	1,298,074,517
Restatement (Note 13)	(645,643,492)	397,211,949	—	—	—	(248,431,543)
Balances at end of year, as restated	95,802,529	707,523,801	153,277,610	45,074,178	47,964,856	1,049,642,974
Accumulated amortization:						
Balances at beginning of year	—	—	42,122,421	18,491,972	41,540,627	102,155,020
Amortization	—	7,757,796	6,432,621	4,622,993	4,692,720	23,506,130
Balances at end of year	—	7,757,796	48,555,042	23,114,965	46,233,347	125,661,150
Restatement (Note 13)	—	9,930,299	—	—	—	9,930,299
Balances at end of year, as restated	—	17,688,095	48,555,042	23,114,965	46,233,347	135,591,449
Net book values, as restated	₱95,802,529	₱689,835,706	₱104,722,568	₱21,959,213	₱1,731,509	₱914,051,525

Intangible assets (other than goodwill) pertain to land rights, which refers to grant of easement of right of way entered by PetroSolar to construct, operate, maintain, repair, replace and remove poles, wire, cables, apparatus, and equipment and such other apparatus and structures needed for the transmission line. These also include production license and software for accounting and for geological interpretation of Gabon Etame oil fields.

Amortization expense charged to profit or loss follows:

	2024	2023 (As restated, see Note 13)	2022
Cost of electricity sales (Note 23)	₱34,021,140	₱28,428,609	₱8,062,199
General and administrative expenses (Note 25)	479,345	384,827	527,459
Oil production operating expenses (Note 24)	4,622,993	4,622,993	4,622,993
	₱39,123,478	₱33,436,429	₱13,212,651



17. Other Noncurrent Assets

	2024	2023
Input VAT	₱594,365,675	₱432,536,352
Advances to contractors	507,039,790	406,420,331
Deferred development costs	328,202,131	560,886,192
Restricted cash	18,051,626	17,297,610
Others (Note 20)	49,312,712	30,879,118
	1,496,971,934	1,448,019,603
Less allowance for probable losses	(7,095,450)	(2,447,001)
	₱1,489,876,484	₱1,445,572,602

Input VAT

Input VAT represents VAT passed on from purchases of goods and services that can be claimed against any future liability to the BIR for output VAT from sale of goods and services. Input VAT is offset against output VAT.

Input VAT also includes outstanding input VAT claims that were applied for refund with the BIR.

Advances to contractors

Advances to contractors pertain to the downpayments to various contractors for the purchase of materials and equipment.

Restricted cash

This pertains to the Parent Company's share in the non-current portion of escrow fund for the abandonment of the Etame Marine Permit.

Deferred development costs

These pertain to costs incurred in the exploration, development, production and expansion of renewable energy projects.

Others

Other noncurrent assets pertain to net retirement asset, noncurrent portion of prepaid insurance, security deposits, advances to contractors and lot owners and balance of MERALCO account billing deposits.

Interest income on security deposits amounted to ₱0.23 million, ₱0.22 million and nil in 2024, 2023 and 2022, respectively.

18. Accounts Payable and Accrued Expenses

	2024	2023
Accounts payable	₱422,526,518	₱376,970,153
Accrued expenses		
Utilities	181,608,624	176,168,939
Interest (Note 19)	160,369,989	102,024,402
Sick/vacation leaves	28,172,804	22,259,971
Professional fees	22,182,580	9,429,903
Profit share	14,570,970	15,278,985

(Forward)



	2024	2023
Deferred development cost	₱11,778,871	₱34,339,951
Operations and maintenance	6,020,741	3,649,721
Due to related party (Note 27)	539,417	72,800
Others	5,131,433	1,291,600
Withholding taxes and other tax payables	28,191,112	25,481,621
Due to NRDC	2,269,737	2,269,737
Others	16,604,352	28,814,981
	₱899,967,148	₱798,052,764

Accounts payable mainly consists of payables to suppliers and contractors that are currently involved in the development, construction and operations of energy projects. Accounts payable also includes unclaimed checks pertaining to dividends payable amounting to ₱11.39 million and ₱33.93 million as of December 31, 2024 and 2023, respectively (see Note 31).

The Group's accounts payable and accrued expenses are due within one year.

19. Loans Payable

The Group's loans payable as of December 31 follow:

	2024	2023
Principal, balance at beginning of year	₱7,936,435,793	₱3,488,375,640
Availments	4,271,681,074	3,946,036,089
Effect of business combination (Note 13)	–	1,774,159,119
Principal payments	(3,995,568,818)	(1,272,135,055)
Principal, balance at end of year	8,212,548,049	7,936,435,793
Less unamortized deferred financing cost	(67,254,131)	(58,271,273)
	8,145,293,918	7,878,164,520
Less current portion - net of unamortized deferred financing cost	(1,263,628,373)	(3,699,707,830)
Noncurrent portion	₱6,881,665,545	₱4,178,456,690

PetroEnergy's short-term and long-term loans payable

PetroEnergy entered into unsecured loan agreements to finance its investments in Renewable Energy Projects.

Omnibus Credit Line Agreement (OCLA) with the Development Bank of the Philippines (DBP)

On April 27, 2015, the Parent Company entered into an OCLA with DBP which provides a credit facility in the principal amount not exceeding ₱420 million. Effective January 19, 2021, the credit facility was reduced to ₱300 million. Loans payable to DBP as of December 31, 2022 are as follows:

- ₱63 million with interest rate of 5.8% and maturity on January 10, 2023
- ₱108 million with interest rate of 5.5% and maturity on January 26, 2023
- ₱80 million with interest rate of 5.8% and maturity on June 23, 2023

In 2023, the Parent Company paid the outstanding short-term loans from DBP.



Short-Term and Long-term Loan Facility with the Bank of the Philippine Island (BPI)

On April 19, 2023, the Parent Company entered into a short-term loan facility with BPI which provides a principal amount not exceeding ₱2.6 billion plus ₱1.0 billion blanket line with 1 year validity. Loans payable to BPI as of December 31, 2023 are as follows:

- ₱200 million with interest rate of 7.00% and maturity on April 11, 2024
- ₱551.52 million with interest rate of 7.00% and maturity on May 2, 2024
- ₱61.26 million with interest rate of 7.00% and maturity on February 28, 2024
- ₱1.25 billion with interest rate of 7.50% and maturity on January 31, 2024
- ₱422.51 million with interest rate of 7.50% and maturity on January 31, 2024
- ₱272.86 million with interest rate of 7.50% and maturity on January 31, 2024

On January 28, 2024, the Parent Company secured a 10-year long-term loan facility from BPI amounting to ₱2.55 billion with the following drawdowns and all with January 31, 2034 as the maturity date:

- ₱1.95 billion with interest rate of 7.2984%; Promissory Note (PN) Date: January 31, 2024
- ₱62.5 million with interest rate of 7.4449%; PN Date: February 28, 2024
- ₱201.5 million with interest rate of 7.4224%; PN Date: April 11, 2024
- ₱286.0 million with interest rate of 7.8449%; PN Date: May 02, 2024

The proceeds were used to settle the short-term loans due in January to May 2024.

Short-term and Long-term Loan Facility with Rizal Commercial Banking Corporation (RCBC)

In 2020, the Parent Company obtained a clean loan from RCBC amounting to ₱150.00 million with interest rate of 4.5%, which was paid in 2021.

On August 15, 2024, PetroEnergy converted its short-term loan from RCBC to long term loan amounting to ₱278.50 million with interest of 7.3553% and maturity date of August 15, 2034. As of September 2024, the company has no existing short-term loan from RCBC.

The Term Loan Facility Agreement of BPI and RCBC are subject to certain covenants including maintaining a maximum total liabilities to equity structure ratio of 2.33:1 and its earnings before interest, taxes, depreciation and amortization over its debt service to 1:1. As of December 31, 2024, the Parent Company is in compliance with the required ratios.

Interest expense related to PERC's loans amounted to ₱208.81 million, ₱107.76 million and ₱11.98 million in 2024, 2023 and 2022, respectively. Accrued interest payable amounted to ₱72.95 million and ₱27.00 million as of December 31, 2024 and 2023, respectively (see Note 18).

PetroGreen's long-term loans payable

Long-term loan with RCBC

On November 16, 2020, PetroGreen obtained a new long-term unsecured loan from RCBC amounting to ₱400.00 million. The loan bears interest at a fixed rate of 4.74% payable semi-annually. The principal amount is payable in five equal annual installments starting November 11, 2021.

As of December 31, 2024 and 2023, the outstanding balance of this loan, net of unamortized deferred financing costs, amounted to ₱79.87 million and ₱159.56 million, respectively.

Interest expense related to PGEC's loan amounted to ₱7.89 million, ₱12.06 million and ₱16.24 million in 2024, 2023 and 2022, respectively. Accrued interest payable amounted to ₱0.43 million and ₱0.85 million as of December 31, 2024 and 2023, respectively (see Note 18).



The loan covenants covering the outstanding debt of the PGEC include, among others, the following conditions: maintenance at all times of Debt-to-Equity (DE) Ratio of not greater than 2.5:1, Default Debt Service Coverage Ratio (DSCR) of at least 1.10x, Distribution DSCR of at least 1.20x and Current Ratio of above 1.0x. As of December 31, 2024 and 2023, the Company is compliant with all the above conditions.

MGI's long-term loans payable

Project Loan Facility Agreements with RCBC

On May 19, 2016, MGI, together with PetroGreen, PHINMA and PNOC RC executed the Project Loan Facility Agreement with RCBC for a ₱1,400.00 million project loan to finance the design, development and construction of MGPP-2 or M2.

On September 5, 2016, MGI, together with PetroGreen, PHINMA and PNOC RC executed another Project Loan Facility Agreement with RCBC for a ₱2,100.00 million project loan to finance the design, development and construction of MGPP-1 or M1. This was done to consolidate the outstanding principal of the term loan under the 2011 OLSA with RCBC and BPI, incidental costs, general corporate expenditures and working capital requirement.

MGPP-1 or M1 new Loan

The new MGPP-1 or M1 loan amounting to ₱2,100.00 million has a term of ten (10) years from the drawdown date of October 10, 2016. Interest and principal are payable semi-annually. Interest payment started on October 12, 2016, while the twenty (20) semi-annual principal payments started on April 12, 2017.

Interest rate is fixed for the first five (5) years from drawdown date, based on the sum of the prevailing 5-year fixed benchmark rate on the pricing date and the margin of 1.75% (the "Initial Interest Rate"). On the repricing date, the interest for the remaining five (5)-year term of the loan will be the higher of (i) the sum of then prevailing 5-year fixed benchmark rate plus the margin of 1.75%, or (ii) the initial interest rate.

Interest expense on recognized from the loan amounted to ₱41.51 million, ₱57.70 million and ₱71.52 million in 2024, 2023 and 2022, respectively.

MGPP-2 or M2 Expansion Loan

The MGPP-2 or M2 Expansion Loan amounting to ₱1,400.00 million has a term of twelve (12) years including thirty-six (36) months grace period from initial drawdown date of June 2, 2016. Interest and principal are payable semi-annually. Interest payment started on October 12, 2016, while the eighteen (18) semi-annual principal payments started on October 12, 2019.

Interest rate is fixed for the first seven (7) years from the initial drawdown date based on the sum of the prevailing 7-year fixed benchmark rate on the pricing date and the applicable margin of (1) 2.25% per annum prior to commercial operations date, or (2) 1.75% per annum from and after the Commercial Operations Date (the "Initial Interest Rate"). For subsequent drawdowns, interest rate will be the three (3) – day simple average interpolated rate based on the remaining tenor and computed using the straight-line method. On the repricing date, the interest for the remaining five (5)-year term of the loan will be the higher of (i) the sum of the then prevailing 5-Year fixed benchmark rate plus the applicable margin, or (ii) the weighted average interest rate during the first seven (7) years of the loan.

Interest expense on the loan amounted to ₱61.18 million, ₱43.15 million and ₱75.00 million in 2024, 2023 and 2022 respectively.



Accrued interest payable amounted to ₱15.57 million and ₱20.58 million as of December 31, 2024 and 2023, respectively (see Note 18).

As of December 31, 2024 and 2023, the total outstanding balance of these loans amounted to ₱1,177.87 million and ₱1,572.86 million, respectively.

The loan covenants covering the outstanding debt of the Company include, among others, the following conditions: maintenance at all times of Debt-to-Equity (DE) Ratio of not greater than 70:30, Default Debt Service Coverage Ratio (DSCR) of at least 1.10x both until full payment of the loans, and Dividend DSCR of at least 1.20x. MGI is also required to transfer to the DSPA funds equivalent to one-sixth (1/6) of the amount sufficient to pay for the forthcoming debt service scheduled in April and October of every year until the loan is fully paid off (Note 8). As of December 31, 2024 and 2023, the Company is compliant with all the above conditions.

Both M1 new and M2 Expansion loans are secured by mortgage collateral (see Note 11).

PetroSolar's long-term loans payable

On November 12, 2015, the PetroSolar, together with PetroGreen and EEIPC, as third party mortgagors and pledgors, entered into a ₱2,600.00 million OLSA with PNB and DBP specifically to partially finance the design, development, procurement, construction, operation and maintenance of its TSPP.

PetroSolar shall fully pay the loan for the pro-rata account of each lender within twelve (12) years from and after the date of the initial drawdown. Interest and principal are payable semi-annually. Interest payment started on May 27, 2016, while the twenty-two (22) semi-annual principal payments started on November 27, 2016.

The rate of the interest applicable to the facility or the relevant part thereof for each interest period shall be fixed for the first seven periods (7) from the initial drawdown date (the Initial Interest Rate). Prior to the FIT entitlement and collection of FIT revenues of the borrower, the rate shall be the higher of: (i) the aggregate of the seven (7) year PDST-R2 and the initial credit spread of 2.25%, or (ii) the minimum interest rate of 5.75%. Upon FIT entitlement of at least 40MW and collection of FIT revenues by the borrower equivalent to an aggregate of at least four hundred seventy three million pesos (₱473,000,000) within a period not exceeding twelve (12) consecutive months, the rate shall be the higher of (i) the weighted average interest rate in previous drawdowns less the step down credit spread of 0.25%, or (ii) minimum interest rate, and which interest rate shall be applied beginning the following month immediately succeeding the month wherein the aforesaid FIT entitlement and FIT revenue collection thresholds were satisfied. PetroSolar met the criteria for FIT entitlement and aggregate collection of at least ₱473 million within 12 months which resulted in a lower interest rate effective July 2017.

On November 25, 2022, the OLSA reached the 7th year of its term. The repricing date, based on the OLSA, shall occur by the end of the 7th year from the initial drawdown date, on which date, the interest rate for the remaining five (5) year tenor will be repriced. The new applicable interest rate is 9.12% after the repricing. This was renegotiated to be reduced from 9.12% to 8.59% which was approved by the PNB and DBP and made effective starting May 26, 2023.

The loan covenants covering the outstanding debt of PetroSolar include, among others, maintenance of debt-to-equity ratio of 75:25 and establishment of DSPA required balance (see Note 7). As of December 31, 2024 and 2023 PetroSolar is in compliance with the said loan covenants.



As of December 31, 2024 and 2023, the outstanding balance of this loan amounted to ₱561.37 million and ₱783.88 million, respectively.

Interest expense of PetroSolar related to the loans amounted to ₱67.72 million, ₱89.63 million and ₱89.81 million in 2024, 2023 and 2022, respectively. Accrued interest payable amounted to ₱3.90 million and ₱5.95 million as of December 31, 2024 and 2023, respectively (see Note 18).

PetroSolar mortgaged all of its property and equipment related to TSPP-1 as collateral in connection with the loan (see Note 11).

PetroWind long-term loans

NWPP-1

On November 4, 2013, PetroWind entered into ₱2.80 billion OLSA with DBP to finance the NWPP-1. Subsequently, on June 4, 2015, an amended agreement was entered between PetroWind and DBP for an increase in credit line amounting to ₱200.00 million.

The loan shall be fully paid and liquidated in 15 years from and after the date of initial borrowing. Principal and interest shall be repaid in 25 equal semi-annual installments with its first principal and interest payment made last January 10, 2017.

The rate of interest to be paid on interest date is 6.32% per annum, equal to benchmark rate plus 225 basis points (bps) per annum or 5.50% per annum, whichever is higher, subject to repricing every 5 years. The new interest rate after the first repricing date last January 10, 2019 is 9.01% per annum. This was renegotiated to be reduced from 9.01% to the higher between the benchmark rate plus 125 bps per annum or 7.00% per annum. The reduced interest rate of 7% per annum was approved by the bank and made effective starting July 2, 2019. This amendment did not result to the extinguishment of the loan.

On January 10, 2024, another repricing took place in accordance with the provision of the OLSA. As such, the interest rate after repricing is 7.31% per annum.

The total interest expense incurred amounted to ₱132.77 million in 2024 and ₱103.67 million in 2023. Interest payable amounted to ₱65.41 million and ₱47.65 million as of December 31, 2024 and 2023, respectively (see Note 18).

NWPP-2

On February 22, 2023, entered into ₱1.81 billion OLSA with DBP to finance the NWPP-2. The principal shall be payable in twenty-five (25) equal semi-annual installments in arrears to commence at the earlier of thirty-sixth (36th) month from initial drawdown or six (6) months from COD until fully paid. The interest shall be for fixed two (2) years based on the higher of 2-year BVAL plus 1.0% p.a. or 6.25% p.a. determined at the time of drawdown subject to repricing.

PetroWind has drawn a total of ₱1.54 billion as of December 31, 2024, the balance is expected to be drawn in 2025.

On November 20, 2024, the Company secured a ₱265.00 million short-term loan with Bank of the Philippine Islands to partially finance the completion of the Nabas-2 Project. The principal amount shall be payable in ninety (90) days subject to renewal with interest initially fixed at the rate of 6.30% per annum.

The total interest expense incurred amounted to ₱77.77 million and ₱35.97 million in 2024 and 2023, respectively.



For NWPP-1 and NWPP-2, the loan covenants require PetroWind to maintain a debt-to-equity ratio of 70:30 and maintain a DSCR required balance equivalent to one principal plus one interest amortization at all times until full settlement of the loan. As of December 31, 2024, PetroWind is in compliance with the said loan covenants.

PetroWind pledged all of its property and equipment items as collateral to secure its borrowings (see Note 11).

Dagohoy Green Energy Corporation

Omnibus Loan and Security Agreement (OLSA) with RCBC

On May 20, 2024, the Company, together with PGEC as the grantor, mortgagor, surety and guarantor and RGEC, as the share collateral security grantor, grantor, and guarantor, entered into OLSA of up to ₱834.76 million with RCBC specifically to partially finance the design, development, procurement, construction, operation and maintenance of its Dagohoy Solar Power Project.

The Company shall fully pay the loan within twelve (12) years from and after the date of the initial drawdown. Interest and principal are payable semi-annually.

The rate of interest applicable is determined by the Facility Agent in reference to the 2-year BVAL rate for two (2) years from the initial drawdown date plus the margin of 1.75% before Commercial Operations Date (COD), to be reduced by 0.25% after the COD. On the First Repricing Date (2nd anniversary of the closing date) and Second Repricing Date (7th anniversary of the closing date), the rate of interest is determined by the Facility Agent by reference to the 5-year BVAL rate.

The Company has drawn a total of ₱762.84 million as of December 31, 2024, the balance will be subsequently drawn in 2025.

The loan covenant of DGEC requires the company to maintain a Debt Service Coverage Ratio of at least equivalent to the Maintenance DSCR commencing on the first anniversary of the Commercial Operations until the Loan Satisfaction Date, and Debt to Equity Ratio not exceeding the Maintenance Debt to Equity Ratio commencing on the Closing Date until the Loan Satisfaction Date. As of December 31, 2024, DSCR maintenance requirement is not yet applicable since the DGEC is still in the testing and commissioning stage

The total interest incurred amounted to ₱21.45 million in 2024 and nil in 2023. Of this amount, ₱15.48 million is recorded as part of the project cost under property, plant and equipment, while ₱6.07 million is recorded as interest expense.

Deferred financing costs

Deferred financing costs are incidental costs incurred in obtaining the loan which includes documentary stamp tax, transfer tax, chattel mortgage, real estate mortgage, professional fees, arranger's fee and other costs directly attributable in obtaining the loan. The balance of unamortized deferred financing costs is presented as a deduction from the loans payable account and is amortized over the term of the loan using the effective interest rate method.

Details of the Groups' unamortized deferred financing costs follow:

	2024	2023
Balance at beginning of year	₱58,271,273	₱10,446,588
Addition from business combination (Note 13)	–	42,954,226
Additions	21,663,453	11,109,295
Less amortization during the year	(12,680,595)	(6,238,836)
Balance at end of year	₱67,254,131	₱58,271,273



20. Other Noncurrent Liabilities

Asset Retirement Obligations

The Group has recognized its share in the abandonment costs associated with the Etame, Avouma and Ebouri oilfields located in Gabon, West Africa, geothermal field located in Sto. Tomas, Batangas, photovoltaic (PV) solar power facility in Tarlac, and wind power facility in Aklan.

Movements in this account follow:

	2024	2023
Balances at beginning of year	₱167,532,915	₱66,230,330
Additions	–	37,661,653
Change in estimates (Note 11)	(19,037,277)	56,701,173
Accretion expense	11,980,721	6,944,814
Foreign exchange adjustment	2,057,890	(5,055)
Balances at end of year	₱162,534,249	₱167,532,915

Discount rates ranging from 6.10% to 9.50% in 2024 and 6.01% to 7.32% in 2023 were used in estimating the provisions (see Note 5).

Accrued Retirement Benefits

The Group has defined benefit retirement plans (the Plan) for all of its employees. The Plan provides for normal and early retirement, as well as death and disability benefits and is funded and noncontributory. The latest retirement valuation was as of December 31, 2024.

The retirement fund is administered by RCBC, appointed as trustee. The fund has no investments in the Group's equity as of December 31, 2024 and 2023.

Pension benefits cost consists of:

	2024	2023
Current service cost	₱10,383,432	₱7,094,022
Net interest expense	1,395,975	3,397
Pension benefits cost	₱11,779,407	₱7,097,419

The accrued retirement liabilities (net retirement asset) recognized in the consolidated statements of financial position as of December 31 are as follows:

	2024	2023
Net retirement asset (Note 17)	₱5,434,706	₱8,075,630
Accrued retirement liabilities	(45,610,791)	(30,603,592)

	2024	2023
Present value of defined benefit obligation	₱113,514,501	₱88,628,376
Fair value of plan assets	(73,338,416)	(66,100,414)
Net accrued retirement liabilities	₱40,176,085	₱22,527,962



The movements in the accrued retirement liabilities (asset) recognized in the consolidated statements of financial position are as follows:

	2024	2023
Beginning balance	₱22,527,962	₱1,813,835
Pension benefits cost	11,779,407	7,097,419
Re-measurement loss on defined benefit plan	11,175,414	22,844,005
Contributions	(5,306,698)	(9,227,297)
Ending balance	₱40,176,085	₱22,527,962

Changes in the present value of the defined benefit obligation are as follows:

	2024	2023
Beginning balance	₱88,628,376	₱55,356,846
Current service cost	10,383,432	7,094,022
Interest cost	5,554,641	4,263,490
Benefits paid	(1,735,731)	—
Actuarial loss	10,683,783	21,914,018
Ending balance	₱113,514,501	₱88,628,376

Changes in the fair value of plan assets as of December 31 are as follows:

	2024	2023
Beginning balance	₱66,100,414	₱53,543,011
Interest income	4,158,666	4,260,093
Actuarial loss	(491,631)	(929,987)
Benefit paid	(1,735,731)	—
Contributions	5,306,698	9,227,297
Ending balance	₱73,338,416	₱66,100,414

The components of net plan assets are as follows:

	2024	2023
Cash and cash equivalents	₱31,887,564	₱31,614,338
Investments in quoted government securities	40,868,803	34,056,559
Interest receivable	563,004	300,545
Others	19,045	128,972
	₱73,338,416	₱66,100,414

The actual return on plan assets amounted to ₱3.67 million, ₱6.42 million and ₱0.30 million in 2024, 2023 and 2022, respectively.

The principal actuarial assumptions used in determining retirement benefits benefit obligation as of December 31 follows:

	2024	2023
Salary rate increase	8.0%	8.00%
Discount rate	6.10%-to 6.17%	6.10% to 6.16%

The Group does not expect to contribute to the fund in 2025.



21. Equity

Under the existing laws of the Republic of the Philippines, at least 60% of the Parent Company's issued capital stock should be owned by citizens of the Philippines for the Parent Company to own and hold any mining, petroleum or renewable energy contract area. As of December 31, 2024, the total issued and subscribed capital stock of the Parent Company is 99.79% Filipino and 0.21% non-Filipino as compared to 99.83% Filipino and 0.17% non-Filipino as of December 31, 2023.

As of December 31, 2024 and 2023, paid-up capital consists of:

Capital stock - ₱1 par value	
Authorized - 700,000,000 shares	
Issued and outstanding	₱568,711,842
Additional paid-in capital	2,156,679,049
	<u>₱2,725,390,891</u>

The Group's track record of capital stock follows:

	Number of shares registered	Issue/offer price	Date of SEC approval	Number of holders as of year-end
Listing by way of introduction - August 11, 2004	84,253,606	₱3/share	August 4, 2004	
Add (deduct):				
25% stock dividend	21,063,402	₱1/share	September 6, 2005	
30% stock dividend	31,595,102	₱1/share	September 8, 2006	
1:1 stock rights offering	136,912,110	₱5/share	May 26, 2010	
December 31, 2010	273,824,220			2,149
Deduct: Movement	—			(26)
December 31, 2011	273,824,220			2,123
Deduct: Movement	—			(10)
December 31, 2012	273,824,220			2,113
Deduct: Movement	—			(41)
December 31, 2013	273,824,220			2,072
Deduct: Movement	—			(29)
December 31, 2014	273,824,220			2,043
Add (Deduct):				
2:1 stock rights offering	136,912,110	₱4.38/share	June 3, 2015	(15)
December 31, 2015	410,736,330			2,028
Deduct: Movement	—			(1)
December 31, 2016	410,736,330			2,027
Deduct: Movement	—			(15)
December 31, 2017	410,736,330			2,012
Add (Deduct):				
1.2:6 stock rights offering	157,975,512	₱4.8/share	January 8, 2018	(8)
December 31, 2018	568,711,842			2004
Deduct: Movement	—			(5)
December 31, 2019	568,711,842			1,999
Deduct: Movement	—			(1)
December 31, 2020	568,711,842			1,998
Deduct: Movement	—			(5)
December 31, 2021	568,711,842			1,993
Deduct: Movement	—			(2)
December 31, 2022	568,711,842			1,991
Deduct: Movement	—			—
December 31, 2023	568,711,842			1,991
Deduct: Movement	—			(14)
December 31, 2024	568,711,842			1,977



On July 26, 2017, at the BOD meeting, the Parent Company was authorized to raise approximately one billion pesos (₱1,000,000,000) in capital, by offering and issuing to all eligible stockholders as of record date, the rights to subscribe up to all of the existing unissued common shares of the Parent Company (“Stock Rights Offer”).

On September 29, 2017, the Parent Company filed its application for the listing and trading of rights shares with the PSE. On December 13, 2017, the PSE approved the application to list the Rights Shares.

The rights offer entitled eligible stockholders as of record date of January 12, 2018 to subscribe to one rights share for every 2.6 shares held at an offer price of ₱4.80 per share.

The rights offer was undertaken on January 22 to 26, 2018. Following the close of the offer period, the Parent Company successfully completed the stock rights offer for 157,975,512 common shares with gross proceeds of ₱758.28 million and was subsequently listed on the PSE on February 2, 2018.

The proceeds from the stock rights offer were used for the development and expansion plans of the Group’s renewable energy projects and general corporate requirements.

Dividend Declaration

On July 18, 2024, PERC BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of August 8, 2024 and payable on August 30, 2024. The dividends amounting to ₱28.48 million was paid in 2024.

On November 29, 2023, PERC BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of December 14, 2023 and payable on December 28, 2023. The dividends amounting to ₱27.97 million was paid in 2023.

On July 28, 2022, PERC BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of August 15, 2022 and payable on September 8, 2022. The dividends amounting to ₱28.44 million was paid in 2022.

Cumulative Translation Adjustment

In 2018, in reference to the change in business circumstances of the Parent Company, management changed its functional currency from United States Dollar (USD) to PHP effective January 31, 2018. All resulting exchange differences in the remeasurement of USD balances to PHP balances were recognized as ‘Cumulative Translation Adjustment’.

Equity Reserve and Deposit for Future Stock Subscription

- a. On June 9, 2015, PetroEnergy sold its 10% interest in PetroGreen to EEIPC, bringing down its ownership in PetroGreen from 100% to 90%. The transaction was accounted as an equity transaction since there was no change in control.

The effect of change in the ownership interest in PetroGreen on the equity attributable to owners of PetroEnergy as a result of the sale of 10% to EEI is summarized as follows:

Consideration received from NCI	₱206,000,000
Carrying amount of NCI sold	(125,950,762)
Excess of consideration received recognized in equity	₱80,049,238

- b. On October 14, 2022, PetroGreen issued 363,244,840 shares to Kyuden (Note 31) resulting to the decrease in the ownership interest of PetroEnergy in PetroGreen from 90% to 76.92%. The transaction was accounted as an equity transaction since there was no loss of control.



The effect of change in the ownership interest in PetroGreen on the 2022 equity attributable to owners of PetroEnergy is summarized as follows:

Consideration received from NCI	₱1,687,431,477
Carrying amount of NCI sold	(1,030,763,729)
Excess of consideration received recognized in equity	₱656,667,748

- c. In January 2023, the Group classified the 2022 deposit for stock subscription received from Kyuden under escrow fund (Note 7) amounting to ₱1.63 billion into NCI and Equity Reserve (excess of consideration over carrying value of NCI sold) after Kyuden acquired the 10.47% additional ownership interest in PGEC through completion of all the requirements in the subscription agreement (see Note 31). The deposit for future stock subscription is considered a non-cash financing activity in 2022. Kyuden's ownership interest as of December 31, 2023 in PGEC is 25%.

The effect of change in the ownership interest in PetroGreen on the 2023 equity attributable to owners of PetroEnergy is summarized as follows:

Consideration received from NCI*	₱1,634,762,579
Carrying amount of NCI sold	(925,716,414)
Excess of consideration received recognized in equity	₱709,046,165

**Net of equity transaction cost amounting to ₱16.29 million*

- d. In 2023, the effect of change in the ownership interest in PetroSolar on the equity attributable to owners of PetroEnergy as a result of PERC's acquisition of EEIPC's 44% interest (Note 1c) is summarized as follows:

Consideration	₱1,443,942,735
Carrying amount of NCI acquired	(1,285,392,308)
Excess of consideration paid recognized in equity	₱158,550,427

- e. In 2023, the effect of change in the ownership interest in PetroGreen on the equity attributable to owners of PetroEnergy as a result of PERC's acquisition of EEIPC's 7.5% interest (Note 1c) is summarized as follows:

Consideration	₱521,211,059
Carrying amount of NCI acquired	(568,948,930)
Excess of carrying amount recognized in equity	(₱47,737,871)

- f. On May 31, 2024, Rizal Green issued 2,500,000 shares to Taisei Corporation (Note 31) resulting in the decrease in the ownership interest of PetroGreen in Rizal Green from 100% to 75%. The transaction was accounted as an equity transaction since there was no loss of control.

The effect of change in the ownership interest in Rizal Green on the 2024 equity attributable to owners of PetroEnergy is summarized as follows:

Consideration received from NCI*	₱577,500,000
Carrying amount of NCI sold	(327,329,997)
Excess of consideration received recognized in equity	₱250,170,003

**Net of equity transaction cost amounting to ₱2.5 million*



- g. On August 16, 2023, PetroGreen acquired 100% equity of BKS for a total consideration of ₱80 million from its previous stockholders. The fair value of the net asset acquired is determined to be nil at the time of the acquisition. As of December 31, 2023, the acquisition was initially recorded as acquisition of deferred development cost. The development of the Limbauan Solar Power Project undertaken by BKS commenced during the year 2024 and the financials of BKS were subsequently consolidated. As of December 31, 2024, the excess acquisition cost of ₱80 million over the fair value of the net assets of BKS (nil amount) at the time of the acquisition was charged against equity reserve account.
- h. In 2024, stock issuance costs of ₱9.55 million paid for the issuance of shares of DGEC, BGEC and SGJEC to RGEC was accounted as an equity transaction in the consolidated financial statements.

As of December 31, 2024 and 2023, the balance of equity reserve account amounts to ₱1,495.57 million and ₱1,334.95 million, respectively.

Capital Management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholders' value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may increase its debt from creditors, adjust the dividend payment to shareholders or issue new shares.

As of December 31, 2024 and 2023, the Group monitors capital using a debt-to-equity ratio, which is total liabilities divided by total equity.

The Group's sources of capital as of December 31 are as follows:

	2024	2023 (As restated)
Loans payable	₱8,145,293,918	₱7,878,164,520
Capital stock	568,711,842	568,711,842
Additional paid-in capital	2,156,679,049	2,156,679,049
Retained earnings	3,755,041,484	3,311,057,942
Equity reserve	1,495,570,578	1,334,950,575
	₱16,121,296,871	₱15,249,563,928

The table below demonstrates the debt-to-equity ratio of the Group as of December 31:

	2024	2023 (As restated)
Total liabilities	₱9,744,090,656	₱9,333,809,756
Total equity	13,616,550,079	12,308,747,935
Debt-to-equity ratio	0.72:1	0.76:1

Based on the Group's assessment, the capital management objectives were met in 2024 and 2023.



22. Income Taxes

The provision for (benefit from) income tax consists of:

	2024	2023	2022
Current	₱101,095,766	₱65,021,230	₱39,621,178
Deferred	11,321,990	(6,122,938)	(1,028,286)
	₱112,417,756	₱58,898,292	₱38,592,892

The components of the Group's net deferred tax assets follow:

	2024	2023
Deferred tax assets on:		
<i>Items recognized in profit or loss:</i>		
Asset retirement obligations	₱19,785,796	₱17,987,775
Interest on FIT adjustment	10,238,621	9,058,168
Accrued retirement liability	3,592,102	644,179
Unamortized past service cost and provision	2,107,392	1,394,786
Unrealized foreign exchange loss	–	701,343
	35,723,911	29,786,251
Deferred tax liabilities on:		
<i>Items recognized in profit or loss:</i>		
Unrealized foreign exchange gain	(599,780)	–
Retirement asset	(713,346)	(811,532)
Asset revaluation	(6,455,342)	(6,455,342)
Unamortized deferred financing costs	(7,817,062)	–
Crude oil inventory	(12,360,007)	(3,419,013)
	(27,945,537)	(10,685,887)
Deferred tax asset (liability) on:		
<i>Item recognized in other comprehensive income</i>		
Net remeasurement gain or loss on defined benefit obligation	404,413	(751,226)
	₱8,182,787	₱18,349,138

The components of the Group's deferred tax liability follow:

	2024	2023
Deferred tax liability on:		
Business combination (customer relationship and fair value adjustments)	₱138,837,688	₱138,837,688

As of December 31, 2024 and 2023, the Group did not recognize deferred tax assets on NOLCO, MCIT and allowance for impairment losses, with details as follow as of December 31.

	2024	2023
Allowance for impairment loss	₱207,243,532	₱207,243,532
NOLCO	388,015,776	100,820,857
MCIT	13,234,524	9,950,647
	₱608,493,832	₱318,015,036



As of December 31, 2024 and 2023, the Group did not recognize deferred tax assets on the above as the Group believes that it may not be probable that sufficient taxable income will be available in the near foreseeable future, prior to their expiration, against which the tax benefits can be realized.

Details of the MCIT and NOLCO follow:

MCIT

Year Incurred	Amount	Applied	Expired	Balance	Expiry Date
2021	₱1,968,511	₱—	₱1,968,511	₱—	2024
2022	3,505,526	—	—	3,505,526	2025
2023	4,476,610	—	—	4,476,610	2026
2024	5,252,388	—	—	5,252,388	2027
	₱15,203,035	₱—	₱1,968,511	₱13,234,524	

NOLCO

Year Incurred	Amount	Applied	Expired	Balance	Expiry Date
2021	₱43,230,774	₱—	₱—	₱43,230,774	2025
2022	28,868,005	—	—	28,868,005	2025
2023	28,722,078	—	—	28,722,078	2026
2024	287,194,919	—	—	287,194,919	2027
	₱388,015,776	₱—	₱—	₱388,015,776	

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4 of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

The taxable income of the Parent Company is subject to minimum corporate income tax rate.

On June 20, 2023, the BIR issued Revenue Memorandum Circular (RMC) No. 69-2023 reverting the MCIT rate to 2% of gross income effective July 1, 2023 pursuant to RA No. 11534, otherwise known as the “Corporate Recovery and Tax Incentives for Enterprises (CREATE)” Act. MCIT rate was previously reduced from 2% to 1% effective July 1, 2020 to June 30, 2023 upon the effectivity of CREATE Act in 2021.

Consequently, the Parent Company recognized MCIT using the effective rate of 1.5% in 2023 in accordance with RMC 69-2023.

On January 30, 2009, RA No. 9513, *An Act Promoting the Development, Utilization and Commercialization of Renewable Energy Resources and for Other Purposes*, known as the “Renewable Energy Act of 2008” (the Act), became effective. As provided for in the Act, RE developers of RE facilities, including hybrid systems, in proportion to and to the extent of the RE component, for both power and non-power applications, as duly certified by the DOE, in consultation with the BOI, shall pay a corporate tax of ten percent (10%) on its net taxable income as defined in the National Internal Revenue Code of 1997, after the seven (7) years of Income Tax Holiday (ITH), which commences from the first year of operations. MGI started its commercial operations on February 8, 2014 and April 30, 2018 for its BOI registered projects MGPP-1 and MGPP-2, respectively. Taxable income generated from MGPP-1 beginning February 8, 2021 is now subject to corporate tax of 10%. While taxable income from MGPP-2 is still under ITH in 2024.



For PetroSolar, on July 28, 2015, the PSC registered with PEZA as an Economic Zone Utilities Enterprise to establish, operate and maintain its 50MW_{DC} Solar Facility project at the Central Technopark and the sale of electricity in accordance with the representations, commitments and proposals set forth in its application.

PetroSolar shall pay the special tax rate of 5% on its gross income earned from sources within the PEZA economic zone in lieu of paying all national and local income taxes. Gross income earned refers to gross sales derived from any business activity, net of returns, discounts and allowances, less cost of sales, cost of production and allowable expenses as defined by PEZA. Income generated by TSPP-1 from sources outside of PEZA economic zone shall be subject to RCIT.

On January 30, 2009, Republic Act No. 9513, An Act Promoting the Development, Utilization and Commercialization of Renewable Energy Resources and for Other Purposes, known as the “Renewable Energy Act of 2008” (the Act), became effective. As provided for in the Act, Renewable Energy (RE) developers of RE facilities, including hybrid systems, in proportion to and to the extent of the RE component, for both power and non-power applications, as duly certified by the DOE, in consultation with the Board of Investments, shall pay a corporate tax of ten percent (10%) on its net taxable income as defined in the National Internal Revenue Code of 1997, after the seven (7) years of Income Tax Holiday (ITH), which commences from the first year of commercial operations.

On December 16, 2021, the Energy Regulatory Commission issued TSPP-2’s Provisional Authority to Operate (PAO) pending the ERC’s approval of the Certificate of Compliance (COC). Due to the receipt of PAO, TSPP-2 is now entitled to ITH incentive.

The reconciliation of the statutory tax rate to the effective income tax rate shown in the consolidated statements of income follows:

	2024	2023	2022
Statutory tax rate	25%	25.00%	25.00%
Add (deduct) reconciling items:			
Movement in unrecognized deferred tax assets	5.21	1.04	(3.76)
Income from entities subjected to lower rate and subject to ITH	(10.35)	(19.14)	(13.96)
Nondeductible expenses and others	1.94	2.81	(2.17)
Unrealized loss on FVTPL	0.02	0.01	—
Loss on remeasurement of previously held interest	—	5.35	—
Nontaxable income	(10.57)	(3.85)	(0.83)
Effective income tax rate	11.25%	11.22%	4.28%



23. Cost of Electricity Sales

	2024	2023 (As restated, see Note 13)	2022
Electricity sales:			
Depreciation and amortization (Notes 11, 14 and 16)	₱715,606,510	₱617,894,233	₱446,660,175
Purchased services and utilities	180,659,599	103,499,193	45,167,036
Rental, insurance and taxes	170,370,051	140,504,569	104,970,100
Personnel costs	125,741,570	92,052,924	74,305,149
Repairs and maintenance	49,780,958	43,461,184	32,076,687
Business and other related expenses	44,862,459	35,939,418	18,649,108
Government share and royalty fees	18,475,478	17,605,995	11,341,763
Materials and supplies	15,308,792	18,728,238	19,233,303
	₱1,320,805,417	₱1,069,685,754	₱752,403,321

Cost of Other revenues

This pertains to the cost of Pass-on charges to ACEN.

	2024	2023	2022
Cost of other revenues:			
Trading costs and Market fees	₱91,429,413	₱58,212,064	₱87,260,321
Construction cost	14,828,190	—	—
Wheeling and Ancillary and Transmission Charges	397,753	2,564,801	40,128,180
	₱106,655,356	₱60,776,865	₱127,388,501

24. Crude Oil Inventory and Oil Production

Crude Oil Inventory

Crude oil inventory is stated at NRV at the time of production. Change in crude oil inventory amounting to (₱35.76 million), ₱0.76 million and (₱1.82 million) is included in “Cost of sales” in the profit or loss in 2024, 2023 and 2022, respectively.

Cost of Oil Production

	2024	2023	2022
Production, transportation and other related expenses	₱277,020,751	₱288,017,917	₱278,136,016
Storage and loading expenses	40,618,632	21,574,953	67,099,781
Amortization (Note 16)	4,622,993	4,622,993	4,622,993
Supplies and facilities	314,802	892,744	443,012
Others	3,721,010	238,912	5,034,415
	₱326,298,188	₱315,347,519	₱355,336,217



25. General and Administrative Expenses

	2024	2023	2022
Salaries, wages and benefits	₱150,673,181	₱121,252,673	₱111,609,430
Disallowed input VAT	25,398,383	12,011,345	6,105,757
Taxes and licenses	28,893,818	25,617,724	9,131,360
Depreciation and amortization (Notes 11, 15 and 16)	20,445,184	16,985,477	14,498,696
Professional and other fees	18,006,050	21,224,341	20,354,280
Entertainment, amusement and recreation	13,035,594	7,861,773	5,767,198
Donation and contribution	7,456,913	2,362,170	1,525,747
Transportation and travel	6,478,096	5,801,413	1,669,377
Advertisement	6,334,260	2,831,736	1,960,593
Research costs	5,930,541	1,347,096	7,767,044
Insurance	5,275,217	3,121,927	3,306,506
Repairs and maintenance	5,168,020	2,070,034	2,526,327
Communication	4,746,506	4,657,346	4,021,898
Office supplies	4,710,240	2,538,089	2,154,736
Gasoline, oil and lubricants	4,088,988	5,173,288	4,569,197
Other services	3,774,385	1,833,516	1,719,038
Environmental and social expenses	3,443,840	5,630,898	1,879,197
Rent expense (Note 14)	3,052,861	2,163,157	2,099,568
Utilities	2,181,407	1,715,408	1,774,800
Fringe benefit tax	2,012,875	1,941,182	1,422,604
Security and janitorial services	1,692,003	1,261,299	845,118
Training and seminar	1,563,575	250,217	647,303
Condominium dues	1,348,617	1,026,643	1,156,762
Stock transfer expense	1,206,728	671,627	644,577
Business meetings	653,841	462,183	694,206
Dues and subscriptions	426,656	352,195	382,266
Provision for probable loss	—	7,344,220	—
Others (Note 17)	15,459,317	7,258,592	10,998,646
	₱343,457,096	₱266,767,569	₱221,232,231

Others include miscellaneous expenses such as provision for input VAT disallowance, development assistance, notarization, bank charges, and reproduction expenses.

26. Miscellaneous Income (Charges)

	2024	2023	2022
Proceeds from insurance claims	₱83,164,020	₱—	₱—
Management income and timewriting fees (Note 27)	43,367,236	36,797,533	18,199,133
Rental income (Note 27)	1,513,232	1,781,086	1,818,027
Gain on sale of equipment (Note 11)	543,532	14,125	338,503
Dividend income (Note 9)	18,893	26,969	79,047

(Forward)



	2024	2023	2022
Revenue loss recovery (Note 35)	₱—	₱20,132,010	₱—
Gain on sale of investment in a joint venture (Note 13)	—	1,685,688	—
Sale of carbon emission credits	—	—	10,649,201
Professional fees (Note 27)	—	—	610,000
Trustee fees	(6,771,658)	(6,051,207)	(3,441,674)
Others	2,425,717	6,650,794	1,795,281
	₱124,260,972	₱61,036,998	₱30,047,518

Trustee fees pertain to payments of the Group to the facility agent and account trustees for the M1 and M2 loans (see Note 19).

27. Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making financial and operating decisions or the parties are subject to common control or common significant influence (referred to as 'Affiliates'). Related parties may be individuals or corporate entities.

Significant transactions with related parties are as follows:

	Transactions		Outstanding Balance Receivables (Payables) (see Notes 8 and 18)		Terms and Conditions
Related Party/Nature	2024	2023	2024	2023	
Investor					
House of Investments, Inc					
Internal audit services	₱905,760	₱873,600	(₱539,417)	(₱72,800)	Note a
Joint Venture					
PetroWind					
Rental income	—	285,714	—	—	Note b
Timewriting fee	—	5,539,939	—	—	Note c
Management income	—	666,667	—	—	Note c
Advances - receivable	—	2,334,037	—	—	Note d
Advances - payables	—	—	—	—	Note d
		8,826,357			
Buhawind Energy Northern Luzon Corporation					
Time-writing income	23,544,024	—	23,544,024	—	Note c
Rental income	188,571	201,771	403,543	201,771	Note b
Reimbursement - receivables	27,079,351	14,496,782	62,899,252	14,496,782	Note d
Advances – receivable	9,348	—	9,348	—	
	50,821,294	14,698,553	86,856,167	14,698,553	
Buhawind Energy Northern Mindoro Corporation					
Time-writing income	2,943,003	—	2,943,003	—	Note c
Rental income	188,571	201,771	403,542	201,771	Note b
Reimbursement - receivables	19,624,812	14,496,782	23,749,200	1,818,098	Note d
	22,756,386	14,698,553	27,095,745	2,019,869	

(Forward)



Related Party/Nature	Transactions		Outstanding Balance Receivables (Payables) (see Notes 8 and 18)		Terms and Conditions
	2024	2023	2024	2023	
Buhawind Energy East					
Panay Corporation					
Time-writing income	₱2,943,003	₱—	₱2,943,003	₱—	Note c
Rental income	188,571	201,771	403,543	201,771	Note b
Reimbursement - receivables	10,562,807	14,496,782	14,687,195	1,812,098	Note d
	13,694,381	14,698,553	18,033,741	2,013,869	
Affiliate					
AC Energy Corporation					
(ACEN)					
Electricity sales	1,032,907,225	1,027,174,970	103,154,602	101,935,010	Note e
Wheeling Charges	74,003,036	50,560,116	1,053,324	3,464,223	Note e
			104,207,926	105,399,233	
Affiliate					
EEI Power Corporation					
Other income	—	—	—	683,200	Note f
Affiliate					
LIPCO					
Land lease	34,270,323	34,086,297	—	—	Note g
Affiliate					
Enrique T. Yuchengco, Inc.					
Rental income	947,518	929,657	269,929	455,165	Note j
Due from related parties			₱236,463,508	₱125,269,889	
Due to related parties			(₱539,417)	(₱72,800)	

- PetroEnergy has an Internal Audit Engagement arrangement with House of Investments, Inc. (HI). These are non-interest bearing and are due and demandable.
- PetroGreen charges rental fees to PWEI and BEP amounting to ₱71,429 every month. These are non-interest bearing and payable when due and demandable.
- Timewriting fees are charged by PetroGreen for accounting, legal management and other support services rendered to PWEI and BEP. Management income refers to charges by PetroEnergy to PWEI and BEP. These are non-interest bearing and are due and demandable.
- Advances represent reimbursements of costs and expenses.
- Electricity sales to ACEN (formerly PHINMA) is pursuant to the Electricity Supply Agreement (see Note 35). This is due and payable on the last business day of the month succeeding the billing period and non-interest bearing if paid within the due date.
- PetroGreen charged EEI Power Corporation (EEIPC) amounting to ₱550,000 plus VAT representing charges for the equity valuation study.
- The Group leased 77 hectares of land area from LIPCO (Note 14). These are non-interest bearing and payable when due and demandable.



- h. On April 29, 2021, PGEC completed its first commercial and industrial (C&I) rooftop solar power project for the Enrique T. Yuchengco Bldg. in Binondo, Manila.

The building owner E.T. Yuchengco Inc. (ETY) and project owner PGEC signed a 15-year Rent-to-Own Agreement for a 140.8-kWp solar rooftop facility last January 14, 2021. The rental period commenced upon the project's completion in April 2021. After said 15-year cooperation period, PGEC will turn-over the said rooftop solar facility to ETY free of charge.

Compensation of Key Management Personnel

The Group has a profit-sharing plan for directors, officers, managers and employees as indicated in its by-laws. The amount, the manner and occasion of distribution is at the discretion of the BOD, provided that profit share shall not exceed 5% of the audited income before income tax and profit share.

The remuneration of the Group's directors and other members of key management are as follows:

	2024	2023	2022
Salaries and wages and other short-term benefits	₱33,531,380	₱28,365,908	₱24,751,739
Directors' fees	12,243,030	8,476,813	8,775,037
Retirement expense	804,961	538,496	927,633
	₱46,579,371	₱37,381,217	₱34,454,409

Terms and conditions of transactions with related parties

The transactions from related parties are made under normal course of business. Outstanding balances at year-end are unsecured and interest fee and settlement occurs in cash. There have been no guarantees provided or received for any related party receivable or payables. For the years ended December 31, 2024 and 2023, the Group did not recognize provision for expected credit losses relating to amounts owed by related parties.

28. Financial Instruments

The Group's principal financial instruments include cash and cash equivalents, short-term investments, financial assets at FVTPL, receivables, restricted cash, contract assets, loans payable, accounts payable, accrued expenses and dividends payable. The main purpose of these financial instruments is to fund the Group's working capital requirements.

Categories and Fair Values of Financial Instruments

As of December 31, 2024 and 2023, the carrying amounts of the Group's financial assets and financial liabilities approximate their fair values except for loans payable and lease liabilities. The fair value of the loans payable as of December 31, 2024 and 2023 amounted to ₱8.22 billion and ₱7.94 billion compared to their carrying value of ₱8.15 billion and ₱7.88 billion, respectively.



The methods and assumptions used by the Group in estimating the fair value of financial instruments are:

Financial instruments	Considerations
<i>Cash and cash equivalents, Short-term investments, Restricted cash, Receivables, Contract assets, Accounts payable and Accrued expenses, and Short-term loans payable</i>	Due to the short-term nature of the instruments, carrying amounts approximate fair values as at the reporting date.
<i>Equity securities</i>	Fair values are based on published quoted prices (Level 1).
<i>Golf club shares</i>	Fair values are based on quoted market prices at reporting date (Level 1).
<i>Long-term loans payable</i>	Fair value is based on the discounted value of expected future cash flows using the applicable interest rate for similar type of instruments. The fair value is derived using the prevailing PH BVAL rate in 2024 and 2023 (Level 3).
<i>Lease liabilities</i>	Estimated fair value is based on the discounted value of future cash flows using the prevailing PH BVAL rate in 2024 and 2023 (Level 3).

The fair value is based on the source of valuation as outlined below:

- quoted prices in active markets for identical assets or liabilities (Level 1);
- those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly (Level 2); and
- those with inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

In 2024 and 2023, there were no transfers of financial instruments among all levels.

Financial Risk Management Objectives and Policies

The Group manages and maintains its own portfolio of financial instruments in order to fund its own operations and capital expenditures. Inherent in using these financial instruments are the following risks on liquidity, market and credit.

Financial Risks

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

a. Liquidity Risk

Liquidity risk is the risk that the Group is unable to meet its financial obligations when due. The Group monitors its cash flow position and overall liquidity position in assessing its exposure to liquidity risk. The Group maintains a level of cash and cash equivalents deemed sufficient to finance its operations and to mitigate the effects of fluctuation in cash flows. To cover its short-term and long-term funding requirements, the Group intends to use internally generated funds as well as to obtain loan from financial institutions. As of December 31, 2024 and 2023, the Group has existing credit line facilities from which they can draw funds from (see Note 19).



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

2024				
	On demand	1 year or less	More than 1 year	Total
Financial Assets				
Financial assets at FVTPL	₱6,144,437	₱—	₱—	₱6,144,437
Financial assets at amortized cost:				
Cash and cash equivalents	2,770,469,655	—	—	2,770,469,655
Short-term investments	200,000,000	—	—	200,000,000
Accounts receivable	218,790,240	498,570,242	—	717,360,482
Other receivables	—	—	30,561,241	30,561,241
Interest receivable	11,084,320	—	—	11,084,320
Refundable deposits	—	478,721	6,295,160	6,773,881
Restricted cash	—	217,290,257	18,051,626	235,341,883
Contract assets	—	161,320,397	675,168,269	836,488,666
	3,206,488,652	877,659,617	730,076,296	4,814,224,565
Financial Liabilities				
Financial liabilities at amortized cost:				
Loans payable**	—	1,263,628,373	6,881,665,545	8,145,293,918
Lease liabilities	—	35,678,238	583,479,239	619,157,477
Accounts payable and accrued expenses*	871,776,036	—	—	871,776,036
	871,776,036	1,299,306,611	7,465,144,784	9,636,227,431
Net financial assets (liabilities)	₱2,334,712,616	(₱421,646,994)	(₱6,735,068,488)	(₱4,822,002,866)

*Excluding statutory payables

2023				
	On demand	1 year or less	More than 1 year	Total
Financial Assets				
Financial assets at FVTPL	₱6,958,720	₱—	₱—	₱6,958,720
Financial assets at amortized cost:				
Cash and cash equivalents	2,334,304,367	—	—	2,334,304,367
Short-term investments	1,975,286,425	—	—	1,975,286,425
Accounts receivable	185,205,824	458,505,758	—	643,711,582
Interest receivable	86,809,859	—	—	86,809,859
Refundable deposits	—	458,721	4,967,207	5,425,928
Restricted cash	—	293,744,077	17,297,610	311,041,687
Contract assets	—	127,134,899	609,572,499	736,707,398
	4,588,565,195	879,843,455	631,837,316	6,100,245,966
Financial Liabilities				
Financial liabilities at amortized cost:				
Loans payable	—	780,533,583	7,097,611,310	7,878,144,893
Lease liabilities	—	36,773,088	619,157,477	655,930,565
Accounts payable and accrued expenses*	741,221,940	—	—	741,221,940
	741,221,940	817,306,671	7,716,768,787	9,275,297,398
Net financial assets (liabilities)	₱3,847,343,255	₱62,536,784	(₱7,084,931,471)	(₱3,175,051,432)

*Excluding statutory payables

b. Market Risk

Market risk is the risk of loss on future earnings, on fair values or on future cash flows that may result from changes in market prices. The value of a financial instrument may change as a result of changes in equity prices, foreign currency exchanges rates, interest rates and other market changes.

Foreign Exchange Risk

Foreign currency risk is the risk that the value of the Group's financial instruments denominated other than the Group's functional currency diminishes due to unfavorable changes in foreign exchange rates. The Group's transactional currency exposures arise from cash and cash equivalents, receivables and accounts payable and accrued expenses.



The Group's foreign currency-denominated financial instruments as of December 31, 2024 and 2023 follow:

	2024		2023	
	US Dollar	Peso Equivalent	US Dollar	Peso Equivalent
<i>Financial assets</i>				
Cash and cash equivalents	\$1,846,319	₱97,454,974	\$3,560,220	₱197,830,741
Receivables	1,376,900	80,700,096	1,031,907	57,339,972
Restricted cash	312,069	18,290,358	312,069	17,297,610
	3,535,288	196,445,428	4,904,196	272,468,323
<i>Financial liabilities</i>				
Accounts payable and accrued expenses	43,407	2,544,060	1,298,471	72,152,130
Net exposure	\$3,491,881	₱193,901,368	\$3,605,725	₱200,316,193

As of December 31, 2024, and 2023, the exchange rates used for conversion are ₱57.845 and ₱55.567 per US\$1, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in US dollar exchange rates. With all other variables held constant, the effect on the Group's income before income tax is as follows:

	Increase (decrease) in foreign currency	Effect on income before income tax
2024	+1.36%	(₱1,232,192)
	-1.36%	₱1,232,192
2023	+1%	(₱2,003,593)
	-1%	₱2,003,593

There is no other impact on the Group's equity other than those already affecting income before income tax.

Interest Rate Risk

The Group's exposure to market risk for changes in interest rates relates primarily to the Group's loans payable. Interest rate on loans payable is fixed for the first five (5) years or first seven (7) years and will be repriced thereafter.

The table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's net income. The Group used the forecasted one-year Treasury bill rate in performing the analysis.

Loans payable

	2024
Increase/decrease in interest rate (in basis points)	Impact on income before tax
-245%	₱32,826,543
245%	(₱32,826,543)



2023	
Increase/decrease in interest rate (in basis points)	Impact on income before tax
+3% to +161%	(P83,086,922)
-3% to -161%	83,086,922

There is no other impact on the Group's equity other than those already affecting income before income tax.

c. *Credit Risk*

Credit risk is the possibility of loss for the Group if its receivable counterparties fail to discharge their contractual obligations. With respect to credit risk arising from the other financial assets of the Group, which comprise of cash and cash equivalents, short-term investments, receivables, financial assets at FVTPL, contract assets, and restricted cash, the Group's exposure to credit risk could arise from default of the counterparty.

The Group trades only with recognized, creditworthy third parties. However, the Group's credit risk exposure is concentrated on a few counterparties as inherent in the oil exploration and production and renewable energy businesses. The Group has a well-defined credit policy and established credit procedures. In addition, receivable balances are being monitored on a regular basis to ensure timely execution of necessary intervention efforts.

The table below summarizes the Group's gross maximum credit risk exposure from its financial instruments and contract asset. These amounts are gross of collateral and credit enhancements, but net of any amounts offset and allowance for impairment losses:

	2024	2023
Financial assets:		
Cash in banks and cash equivalents	P2,768,538,452	P2,333,643,164
Short-term investments	200,000,000	1,975,286,425
Receivables	759,006,043	730,521,441
Financial assets at FVTPL	6,144,437	6,958,720
Refundable deposits	6,773,881	5,425,928
Restricted cash	235,341,883	311,041,687
Contract assets	836,488,666	736,707,398
	P4,812,293,362	P6,099,584,763

An impairment analysis is performed at each reporting date using a provision matrix to measure Expected Credit Loss (ECL). The mechanics of the ECL calculations and the key elements are, as follows:

- Probability of default (PD)* is an estimate of the likelihood of default over a given time horizon.
- Exposure at default (EAD)* is an estimate of the exposure at a future default date taking into account expected changes in the exposure after the reporting date.
- Loss given default (LGD)* is an estimate of the loss arising in the case where a default occurs at a given time.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit



exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). In its ECL models, the Group relies on a broad range of forward-looking information as economic inputs.

- b. The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative *adjustments* or overlays are occasionally made as temporary adjustments when such differences are significantly material.

The table below shows the aging by class of asset for the Group's financial assets and contract asset as of December 31, 2024 and 2023:

	2024			
	Current (High grade)	More than 90 days (Standard grade)	Credit impaired	Total
Financial assets:				
Cash and cash equivalents*	₱2,768,538,452	₱—	₱—	₱2,768,538,452
Short-term investments	200,000,000	—	—	200,000,000
Accounts receivable	717,360,482	—	2,682,453	720,042,935
Other receivables	—	30,561,241	—	30,561,241
Interest receivable	11,084,320	—	—	11,084,320
Financial assets at FVTPL	6,144,437	—	—	6,144,437
Refundable deposits	6,773,881	—	—	6,773,881
Restricted cash	235,341,883	—	—	235,341,883
Contract assets	836,488,666	—	—	836,488,666
	₱4,781,732,121	₱30,561,241	₱2,682,453	₱4,814,975,815

*excluding cash on hand

	2023			
	Current (High grade)	More than 90 days (Standard grade)	Credit impaired	Total
Financial assets:				
Cash and cash equivalents*	₱2,333,643,164	₱—	₱—	₱2,333,643,164
Short-term investments	1,975,286,425	—	—	1,975,286,425
Accounts receivable	643,711,582	—	2,682,452	646,394,034
Interest receivable	86,809,859	—	—	86,809,859
Financial assets at FVTPL	6,958,720	—	—	6,958,720
Refundable deposits	5,425,928	—	—	5,425,928
Restricted cash	311,041,687	—	—	311,041,687
Contract assets	736,707,398	—	—	736,707,398
	₱6,099,584,763	₱—	₱2,682,453	₱6,102,267,216

*excluding cash on hand

Financial assets are classified as high grade if the counterparties are not expected to default in settling their obligations. Thus, credit risk exposure is minimal. Financial assets are classified as a standard grade if the counterparties settle their obligation with the Group with tolerable delays. Low grade accounts are accounts, which have probability of impairment based on historical trend. These accounts show propensity of default in payment despite regular follow-up actions and extended payment terms. The Group's cash in banks, cash equivalents, accounts receivable, interest receivable and restricted cash have high grade credit quality.



29. Segment Information

For management purposes, the Group is organized into business units based on their products and has four reportable segments as follows:

- The oil production segment is engaged in the oil and mineral exploration, development and production.
- The geothermal energy segment develops and operates geothermal steamfields and power plants.
- The solar energy segment carries out solar energy operations of the Group.
- The wind energy segment carries out wind energy operations of the Group starting May 2023.
- Other activities pertain to research and investment activities.

No operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the consolidated financial statements.

2024						
	Oil Production	Geothermal Energy	Solar Energy	Wind Energy	Other Activities	Elimination Consolidated
Segment revenue	P520,426,862	P1,125,344,293	P847,728,656	P930,030,672	24,106,126	P- P3,447,636,609
Net income	154,823,024	305,890,718	448,467,665	359,124,866	350,476,417	(737,369,969) 881,412,721
Other comprehensive income (loss)	1,220,527	(6,658,929)	108,412	61,034	(4,750,829)	- (10,019,785)

Other information:

Segment assets except deferred tax asset	P6,485,362,987	P5,455,416,838	P7,061,065,330	P6,929,267,771	P7,842,842,525	(P10,421,497,503) P23,352,457,948
Deferred tax assets - net	(P3,225,990)	P3,750,804	P4,236,996	P10,157,130	(P280,812)	(P6,455,341) P8,182,787
Segment liabilities except deferred tax liabilities	P2,955,625,477	P1,511,906,354	P3,057,555,803	P3,110,022,977	P341,288,579	(P1,371,146,222) P9,605,252,968
Deferred tax liabilities - net	P-	P-	P-	P-	P-	P138,837,688 P138,837,688
Provision for income tax	P15,436,222	P22,016,377	P20,206,143	P51,666,271	P3,092,743	P- P112,417,756

2023 (As restated)						
	Oil Production	Geothermal Energy	Solar Energy	Wind Energy	Other Activities	Elimination Consolidated
Segment revenue	P623,038,856	P1,089,837,044	P876,818,506	P422,778,791	P-	P- P3,012,473,197
Net income	93,076,080	342,024,283	484,870,455	63,875,010	225,038,305	(743,065,464) 465,818,669
Other comprehensive income (loss)	(2,008,368)	(6,919,295)	(1,423,214)	(1,869,381)	(6,568,933)	- (18,789,191)

Other information:

Segment assets except deferred tax asset	P6,371,818,411	P5,537,464,412	P4,284,879,707	P5,285,903,767	P6,154,389,855	(P5,991,898,461) P21,642,557,691
Deferred tax assets - net	P9,452,460	P2,468,251	P3,279,470	P3,148,957	P-	P- P18,349,138
Segment liabilities except deferred tax liabilities	P2,980,159,350	P1,891,903,163	P1,264,319,686	P2,919,060,209	P256,793,629	(P98,914,831) P9,213,321,206
Deferred tax liabilities - net	P-	P-	P-	P-	P-	P138,837,688 P138,837,688
Provision for income tax	P952,243	P26,239,667	P20,025,876	P10,747,021	P933,485	P- P58,898,292

2022						
	Oil Production	Geothermal Energy	Solar Energy	Other Activities	Elimination Consolidated	
Segment revenue	P726,054,533	P952,309,263	P872,735,259	P-	P-	P2,551,099,055
Net income	226,622,580	146,845,509	459,345,015	216,801,086	(186,537,171)	863,077,019
Other comprehensive income	6,865,326	2,179,169	437,411	947,907	-	10,429,813

Other information:

Segment assets except deferred tax assets	P3,745,736,291	P5,687,240,312	P4,132,932,701	P6,143,372,796	(P2,900,391,814) P16,808,890,286
Deferred tax assets - net	P6,539,828	P1,809,192	P2,578,909	P-	P- P10,927,929
Segment liabilities except deferred tax liabilities	P413,796,718	P2,376,124,993	P1,400,771,566	P270,625,881	(P18,823,341) P4,442,495,817
Deferred tax liabilities - net	P-	P-	P-	P-	P- P-
Provision for (benefit from) income tax	P2,997,940	P15,707,772	P19,431,127	P456,053	P- P38,592,892



Revenue earned from a single external customer amounted to ₱520.43 million and ₱623.04 million in 2024 and 2023, which accounted for more than 10% of the consolidated revenues from external customers. This revenue is derived from PERC's minority share in Etame crude oil sales in Gabon, West Africa. Aside from the mentioned minority interest in International Joint Operations, the Group's geographical operating segment is mainly in the Philippines.

The following table demonstrates the geographical location of the Group's operating segment:

	2024		
	International	Philippines	Consolidated
Segment revenue	₱520,426,862	₱2,927,209,747	₱3,447,636,609
Net income	119,042,007	762,370,714	881,412,721
Other comprehensive income	—	(10,019,785)	(10,019,785)
Other information:			
Segment assets except deferred tax assets	₱967,790,054	₱22,384,667,894	₱23,352,457,948
Deferred tax assets - net	₱—	₱8,182,787	₱8,182,787
Segment liabilities except deferred tax liabilities	₱63,466,121	₱9,541,786,847	₱9,605,252,968
Deferred tax liabilities - net	₱—	₱138,837,688	₱138,837,688
Provision for income tax	₱—	₱112,417,756	₱112,417,756

InterGroup investments, revenues and expenses are eliminated during consolidation.

30. Basic/Diluted Earnings Per Share

The computation of the Group's earnings per share follows:

	2024	2023 (As restated)	2022
Net income attributable to equity holders of the Parent Company	₱471,809,019	₱156,880,236	₱548,523,238
Weighted average number of shares	568,711,842	568,711,842	568,711,842
Basic/diluted earnings per share	₱0.8296	₱0.2759	₱0.9645

Basic earnings per share are calculated using the net income attributable to equity holders of the Parent Company divided by the weighted average number of shares.

PERC does not have potentially dilutive common stock.

31. Non-controlling Interests

As of December 31, 2024 and 2023, the investment of Kyuden in PGEC resulted in an increase in NCI as discussed earlier (Note 21). Kyuden owns 25% of PGEC in both 2024 and 2023, while PERC owns 75% in both years.

In 2023, the acquisition of EEIPC's ownership interests in PetroGreen, PetroWind and PetroSolar, as disclosed in Notes 1, 13 and 21, also resulted to changes in NCI as of December 31, 2023.

In 2023, PWEI issued shares in which NCI's subscription amounted to ₱204.41 million.



As of December 31, 2024 and 2023, the accumulated balances of and net income attributable to non-controlling interests are as follows:

	2024	2023 (As restated)
Accumulated balances of non-controlling interests:		
PetroGreen	₱2,220,570,583	₱1,995,324,877
PetroWind	1,587,245,283	1,563,185,794
MGI	1,381,541,451	1,276,810,325
RGEC	357,461,544	—
	₱5,546,818,861	₱4,835,320,996

	2024	2023 (As restated)
Net income attributable to non-controlling interests:		
PetroGreen	₱155,655,257	₱63,215,350
MGI	107,061,751	119,708,499
PetroSolar	—	82,106,696
PetroWind	143,649,947	43,907,888
RGEC	3,236,747	—
	₱409,603,702	₱308,938,433

The summarized financial information of these subsidiaries is provided below based on amounts before intercompany eliminations.

MGI

	2024	2023
Statements of Financial Position		
Current assets	₱755,450,239	₱904,646,125
Noncurrent assets	4,706,608,877	4,635,286,537
Current liabilities	751,634,225	698,948,441
Noncurrent liabilities	763,163,602	1,192,954,723
Equity	3,947,261,289	3,648,029,498
Statements of Comprehensive Income		
Revenue	1,125,344,293	1,089,837,044
Net income	305,890,720	342,024,283
Total comprehensive income	299,231,791	335,104,988
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	744,244,047	1,054,064,119
Investing activities	(425,701,185)	(257,963,413)
Financing activities	(504,333,411)	(517,906,789)
Effect of foreign exchange rate	4,782	(99,659)
Net increase (decrease) in cash and cash equivalents	(185,785,767)	278,094,258



PetroSolar

	2024	2023
Statements of Financial Position		
Current assets	₱686,322,863	₱711,606,379
Noncurrent assets	3,369,805,485	3,527,096,398
Current liabilities	312,958,983	325,307,047
Noncurrent liabilities	682,241,331	895,047,160
Equity	3,060,928,034	3,018,348,570
Statements of Comprehensive Income		
Revenue	831,625,363	876,818,506
Net income	452,687,875	485,031,755
Total comprehensive income	452,579,464	483,608,541
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	697,287,889	712,945,970
Investing activities	(20,251,591)	(115,532,668)
Financing activities	(737,407,401)	(549,695,036)
Effect of foreign exchange rate	26,661	(11,992)
Net increase (decrease) in cash and cash equivalents	(60,344,442)	47,706,274

PetroGreen

	2024	2023
Statements of Financial Position		
Current assets	₱2,261,957,065	₱2,819,114,696
Noncurrent assets	3,962,215,780	3,328,266,501
Current liabilities	150,821,961	156,457,589
Noncurrent liabilities	28,094,749	100,265,643
Equity	6,045,256,135	5,890,657,965
Statements of Comprehensive Income		
Revenue	478,727,869	315,803,284
Net income	369,150,221	225,100,044
Total comprehensive income	357,057,479	215,716,392
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	1,379,045,656	661,159,432
Investing activities	(699,592,031)	(637,939,577)
Financing activities	(290,029,656)	(171,575,010)
Effect of foreign exchange rate	(1,139,669)	(280,058)
Net increase (decrease) in cash and cash equivalents	388,284,300	(148,635,213)



PetroWind

	2024	2023
Statements of Financial Position		
Current assets	₱899,881,736	₱983,911,205
Noncurrent assets	6,039,543,165	5,407,234,398
Current liabilities	740,650,242	504,913,385
Noncurrent liabilities	2,369,372,734	2,416,016,195
Equity	3,829,401,925	3,470,216,023
Statements of Comprehensive Income		
Revenue	930,030,672	727,606,935
Net income	359,124,868	236,616,463
Total comprehensive income	359,185,902	234,747,082
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	544,896,919	808,141,808
Investing activities	(763,821,030)	(2,065,361,667)
Financing activities	96,428,416	1,531,343,124
Effect of foreign exchange rate	462,802	(4,605,155)
Net increase (decrease) in cash and cash equivalents	(122,032,893)	269,518,110

Rizal Green

	2024 (One Year)	2023 (Four Months)
Statements of Financial Position		
Current assets	₱149,292,150	₱1,251,118
Noncurrent assets	1,414,816,019	5,757,543
Current liabilities	100,420,257	70,400
Noncurrent liabilities	—	—
Equity	1,463,687,912	6,938,261
Statements of Comprehensive Income		
Revenue	11,599,587	4,874
Net income (loss)	2,089,851	(61,739)
Total comprehensive income (loss)	2,089,851	(61,739)
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	41,241,336	1,118
Investing activities	(1,409,000,000)	(5,750,000)
Financing activities	1,454,659,800	7,000,000
Effect of foreign exchange rate	—	—
Net increase in cash and cash equivalents	86,901,136	1,251,118

Dividends declared to non-controlling interests amounted to ₱50.00 million, ₱25.00 million and ₱122.80 million in 2024, 2023 and 2022, respectively.

Increase in non-controlling interests from stock issuances

PetroGreen

In September 2022, PetroGreen, PetroEnergy and Kyuden Internation Corporation (Kyuden), a wholly-owned subsidiary of Japan's Kyushu Electric Power Co., Inc., executed the Subscription Agreement and Shareholders' Agreement. Pursuant to the said documents, PetroGreen will issue



712,251,720 shares in two tranches in favor of Kyuden equivalent to 25% ownership interest in PetroGreen upon completion of the conditions precedent for the transaction.

In October 2022, PetroGreen received from Kyuden the payment for the subscription amounting to ₱3.37 billion, which is maintained in an escrow fund with a bank to be release based on the terms of the escrow agreement.

On October 14, 2022, transaction for the “Initial Closing” was completed. The subscription amount of ₱1.72 billion was released from the escrow account and the 363,244,840 shares coming from unissued shares of PetroGreen was issued in favor of Kyuden representing 14.53% ownership interest in PetroGreen.

On November 18, 2022, another ₱21.81 million was released from the escrow account representing the required 25% payment of the 25% subscribed shares for the increase in PetroGreen’s authorized capital stock as part of the “Pre-Approval Second Closing”. On December 14, 2022, SEC approved the application for increase in authorized capital stock from 2,500,000,000 shares at ₱1.0 par value to 2,849,006,880 shares with same par value.

As of December 31, 2022, the “Second Closing” under the Subscription Agreement is not yet completed since the fulfilment of the Conditions Precedent and the payment/release of the ₱1.63 billion remaining escrow fund was completed only on January 10, 2023. Effectively, Kyuden has 14.53% equity ownership in PetroGreen as of December 31, 2022. This resulted in an increase in non-controlling interest as of December 31, 2022 (Note 21).

The amount of ₱1.65 billion representing the subscription amount for the “Pre-approval Second Closing” and “Second Closing” transactions are presented as separate line item as Deposit for Stock Subscription under the 2022 Equity section.

On January 10, 2023, the date of “Second Closing”, the remaining balance of the escrow account amounting to ₱1.63 billion was released and the stock certificate for the 349,006,880 subject shares was issued in favor of Kyuden. After the Second Closing on January 10, 2023, Kyuden already holds 25% ownership interest in PetroGreen.

In 2021, stockholders of PetroGreen subscribed to ₱83.00 million from its unissued stocks which increased the non-controlling interest by ₱8.30 million.

PetroSolar

On March 28, 2022, the BOD and Stockholders approved the increase in PetroSolar’s authorized capital stock from ₱1,800,000,000 consisting of 18,000,000 shares at ₱100 par value per share, to ₱1,900,000,000 consisting of 19,000,000 shares at ₱100 par value per share. In compliance with Sec. 37 of the Revised Corporation Code, 25% or 250,000 shares of the authorized capital stock increase must be subscribed, and 25% or 62,500 shares of the subscribed capital stock must be paid up. Of the total subscribed capital stock amounting to ₱25,000,000, cash amounting to ₱6,250,000 equivalent to 62,500 shares was received by PetroSolar on April 6, 2022 as subscription payment for the proposed increase in authorized capital stock. PetroSolar filed its application for the approval of the proposed increase in authorized capital stock with the SEC on May 23, 2022. The said application was approved by the SEC on May 30, 2022. Upon approval, the 62,500 shares subscribed were treated as outstanding shares.

In 2023, the Group acquired the NCI in PetroSolar through PERC’s acquisition of EEIPC’s 44% ownership interest in PetroSolar. Details of the transaction are disclosed in Notes 1 and 21.



PetroWind

The business combination of PWEI in May 2023 resulted to NCI which represents the 40% ownership interest of BCPG in PetroWind. Details of the transaction are disclosed in Notes 1 and 13.

Rizal Green Energy Corporation

On April 23, 2024, Taisei Corporation of Japan signed an Investment Framework Agreement and Shareholders' Agreement with PGEC to acquire a 25% equity stake in RGEC. Following the fulfillment of the transaction's conditions precedent, the Subscription Agreement was signed on May 31, 2024. Taisei's initial investment of ₱580.00 million for 2.50 million shares in RGEC and subsequent equity cash call contribution of ₱35.76 million resulted to an increase in non-controlling interest by ₱604.39 million (net of transaction cost of ₱11.36 million).

32. Consolidated Statements of Cash Flows

Changes in the Group's liabilities arising from financing activities follow:

2024

			Non-cash Changes				
	2023	Additional lease liabilities (Note 13)	Movement in deferred financing cost	Interest expense	Effect of business combination	Dividend declarations to NCI	Cash Flows
							2024
Loans payable	₱7,878,164,520	₱—	(₱8,982,858)	₱—	₱—	₱—	₱276,112,256*
Accrued interest payable	81,443,129	—	—	555,725,055	—	—	(492,370,770)
Lease liabilities	324,638,301	3,130,843	—	29,775,114	—	—	(38,419,188)
Dividends payable	33,926,730	—	—	—	—	78,435,592	(100,975,106)
	₱8,318,172,680	₱3,130,843	(₱8,982,858)	₱585,500,169	₱—	₱78,435,592	(₱355,652,808)
							₱8,620,603,618

*availments - ₱4,271,681,074 and payments - ₱33,995,568,818

2023

			Non-cash Changes				
	2022	Additional lease liabilities (Note 13)	Movement in deferred financing cost	Interest expense	Effect of business combination	Dividend declarations to NCI	Cash Flows
							2023
Loans payable	₱3,477,929,052	₱—	(₱47,824,685)	₱—	₱1,774,159,119	₱—	₱2,673,901,034*
Accrued interest payable	9,731,596	—	—	408,735,771	—	—	(337,024,238)
Lease liabilities	328,794,340	3,861,155	—	30,197,662	—	—	(38,214,856)
Dividends payable	10,960,164	—	—	—	—	53,435,592	(30,469,026)
	₱3,827,415,152	₱3,861,155	(₱47,824,685)	₱438,933,433	₱1,774,159,119	₱53,435,592	₱2,268,192,914
							₱8,318,172,680

*availments - ₱3,946,036,089 and payments - ₱1,272,135,055

2022

			Non-cash Changes				
	2021	Additional lease liabilities (Note 14)	Movement in deferred financing cost	Interest expense	Dividend declarations to NCI	Cash flows	2022
Loans payable	₱4,062,525,196	₱—	₱10,324,645	₱—	₱—	(₱594,920,789)*	₱3,477,929,052
Accrued interest payable	41,463,079	—	—	259,673,768	—	(291,405,251)	9,731,596
Lease liabilities	332,828,866	3,011,994	—	30,443,530	—	(37,490,050)	328,794,340
Dividends payable	10,657,014	—	—	—	151,538,743	(151,235,593)	10,960,164
	₱4,447,474,155	₱3,011,994	₱10,324,645	₱290,117,298	₱151,538,743	(₱1,075,051,683)	₱3,827,415,152

*availments - ₱561,000,000 and payments - ₱1,155,920,789

33. Renewable Energy Act of 2008

On January 30, 2009, Republic Act No. 9513, *An Act Promoting the Development, Utilization and Commercialization of Renewable Energy Resources and for Other Purposes*, otherwise known as the "Renewable Energy Act of 2008" (the "Act"), became effective. The Act aims to (a) accelerate the exploration and development of renewable energy resources such as, but not limited to, biomass, solar, wind, hydro, geothermal and ocean energy sources, including hybrid systems, to achieve energy self-reliance, through the adoption of sustainable energy development strategies to reduce the country's



dependence on fossil fuels and thereby minimize the country's exposure to price fluctuations in the international markets, the effects of which spiral down to almost all sectors of the economy; (b) increase the utilization of renewable energy by institutionalizing the development of national and local capabilities in the use of renewable energy systems, and promoting its efficient and cost-effective commercial application by providing fiscal and non-fiscal incentives; (c) encourage the development and utilization of renewable energy resources as tools to effectively prevent or reduce harmful emissions and thereby balance the goals of economic growth and development with the protection of health and environment; and (d) establish the necessary infrastructure and mechanism to carry out mandates specified in the Act and other laws.

As provided for in the Act, Renewable Energy (RE) developers of RE facilities, including hybrid systems, in proportion to and to the extent of the RE component, for both power and non-power applications, as duly certified by the DOE, in consultation with the BOI, shall be entitled to the following incentives, among others:

- i. Income Tax Holiday (ITH) - For the first seven (7) years of its commercial operations, the duly registered RE developer shall be exempt from income taxes levied by the National Government;
- ii. Duty-free Importation of RE Machinery, Equipment and Materials - Within the first ten (10) years upon issuance of a certification of an RE developer, the importation of machinery and equipment, and materials and parts thereof, including control and communication equipment, shall not be subject to tariff duties;
- iii. Special Realty Tax Rates on Equipment and Machinery - Any law to the contrary notwithstanding, realty and other taxes on civil works, equipment, machinery, and other improvements of a registered RE developer actually and exclusively used for RE facilities shall not exceed one and a half percent (1.5%) of their original cost less accumulated normal depreciation or net book value;
- iv. NOLCO - the NOLCO of the RE developer during the first three (3) years from the start of commercial operation which had not been previously offset as deduction from gross income shall be carried over as deduction from gross income for the next seven (7) consecutive taxable years immediately following the year of such loss;
- v. Corporate Tax Rate - After seven (7) years of ITH, all RE developers shall pay a corporate tax of ten percent (10%) on its net taxable income as defined in the National Internal Revenue Code of 1997, as amended by Republic Act No. 9337;
- vi. Accelerated Depreciation - If, and only if, an RE project fails to receive an ITH before full operation, it may apply for accelerated depreciation in its tax books and be taxed based on such;
- vii. Zero Percent VAT Rate - The sale of fuel or power generated from renewable sources of energy, the purchase of local goods, properties and services needed for the development, construction and installation of the plant facilities, as well as the whole process of exploration and development of RE sources up to its conversion into power shall be subject to zero percent (0%) VAT;
- viii. Cash Incentive of RE Developers for Missionary Electrification - An RE developer, established after the effectivity of the Act, shall be entitled to a cash generation-based incentive per kilowatt-hour rate generated, equivalent to fifty percent (50%) of the universal charge for power needed to service missionary areas where it operates the same;
- ix. Tax Exemption of Carbon Credits - All proceeds from the sale of carbon emission credits shall be exempt from any and all taxes; and
- x. Tax Credit on Domestic Capital Equipment and Services - A tax credit equivalent to one hundred percent (100%) of the value of the VAT and custom duties that would have been paid on the RE machinery, equipment, materials and parts had these items been imported shall be given to an RE operating contract holder who purchases machinery, equipment, materials, and parts from a domestic manufacturer for purposes set forth in the Act.



RE developers and local manufacturers, fabricators and suppliers of locally-produced RE equipment shall register with the DOE, through the Renewable Energy Management Bureau (REMB). Upon registration, a certification shall be issued to each RE developer and local manufacturer, fabricator and supplier of locally-produced renewable energy equipment to serve as the basis of their entitlement to the incentives provided for in the Act. All certifications required to qualify RE developers to avail of the incentives provided for under the Act shall be issued by the DOE through the REMB.

34. Electric Power Industry Reform Act (EPIRA)

After emerging from the crippling power crisis that occurred in the early 1990s, the Philippine Government embarked on an industry privatization and restructuring program envisioned to ensure the adequate supply of electricity to energize its developing economy. This restructuring scheme is embodied in RA No. 9136, the EPIRA. Approved on June 8, 2001, the EPIRA seeks to ensure quality, reliable, secure and affordable electric power supply; encourage free and fair competition; enhance the inflow of private capital; and broaden the ownership base of power generation, transmission and distribution.

The Government viewed restructuring and reform as a long-term solution to the problems of the power sector. The huge investment requirement for new generation capacity and expansion of the necessary transmission and distribution network was estimated at an annual average of \$1.0 billion. Given its own fiscal constraints, the Government recognized the need for greater private sector involvement in the power sector. Even though some private sector participation was successfully introduced earlier between the NPC and private investors, this time, the Government is envisioning addressing the power sector inefficiencies and the monopoly in the generation business. EPIRA mandated the overall restructuring of the Philippine electric power industry and called for the privatization of NPC. The restructuring of the electricity industry calls for the separation of the different components of the power sector, namely: generation, transmission, distribution, and supply. On the other hand, the privatization of the NPC involves the sale of the state-owned power firm's generation and transmission assets (e.g. power plants and transmission facilities) to private investors. These two reforms are aimed at encouraging greater competition and attracting more private-sector investments in the power industry.

A more competitive power industry will in turn result in lower power rates and a more efficient delivery of electricity supply to end-users.

Specifically, the EPIRA has the following objectives:

- Achieve transparency with the unbundling of the main components of electricity services, which will be reflected in the consumers' electricity rates;
- Opening up of the electricity market to competition at the wholesale (generation) level to improve efficiency in the operation of power plants and redound to lower electricity prices;
- Enhance further inflow of private capital and broaden ownership base in generation, transmission distribution, and supply of electric power;
- Establish a strong and independent regulatory body that will balance the interest of both the investors by promoting competition through creation of a level playing field and protect the electricity end-users from any market power abuses and anti-competitive behaviors; and
- Accelerate and ensure the total electrification of the country.



35. Other Material Contracts and Agreements

Foreign Petroleum Operations

Joint Operating Agreement - Gabon

The Joint Operating Agreement (JOA) establishes the respective rights and obligations of the members of the Consortium with regard to the operations under the EPSC, including the joint exploration, appraisal, development and production of hydrocarbon reserves from the contract area. VAALCO has been appointed as the Operator of the field and shall continue to act as such until such time that all the JV Partners decide to appoint a new Operator from among them.

Crude Oil Sales and Purchase and Services Agreement (COSPA) with Exxon Mobil Sales and Supply LLC

On December 20, 2019, the JV Partners signed a COSPA with Exxon Mobil Sales and Supply LLC (Exxon), a company incorporated under the laws of the State of Delaware and having its registered office at 251 Little Falls Drive, Wilmington DE 19808. The agreement is effective from February 1, 2020 until January 31, 2021. On December 14, 2020, the first amendment to the COSPA was executed, amending and extending the term of the COSPA with Exxon effective February 1, 2021 until July 31, 2021.

This was further amended on July 2021, effective August 1 2021 to extend the term until January 31, 2022. In January 2022, this was further amended effective February 1, 2022 until July 31, 2022.

Crude Oil Sales and Marketing Agreement (COSMA) with Glencore Energy UK Ltd

On August 16, 2022, PetroEnergy signed a COSMA with Glencore Energy UK Ltd. The agreement is effective from August 16, 2022 to July 31, 2023. On July 17, 2023, this was further amended to extend the term until January 31, 2024.

Renewable Energy Projects

Revenues from sale of electricity using renewable energy is consummated and recognized over time whenever the electricity generated by the Group is transmitted through the transmission line designated by the buyer, for a consideration.

Set out below is the disaggregation of the Group's revenue from contracts with customers for the years ended December 31, which are presented as Electricity sales and Other revenues in the consolidated statements of comprehensive income:

	2024	2023	2022
Revenue from electricity supply agreement	₱1,317,283,019	₱1,213,242,513	₱1,016,281,052
Revenue sales under Feed-in-Tariff (FIT)	1,493,383,534	1,113,529,754	679,650,696
Wheeling charges and trading and market fees	92,437,069	62,662,074	129,112,773
Revenue from solar rooftop	24,106,125	—	—
	₱2,927,209,747	₱2,389,434,341	₱1,825,044,521



Renewable Energy Payment Agreement (REPA)

Consequent to the issuance of FIT COC in its favor, PetroSolar entered into a REPA with the TransCo on April 6, 2016. Under the REPA, TransCo shall pay the FIT Rate of 8.69/kWh for all metered generation of PSC for a period of twenty (20) years from start of Commercial Operations.

FIT rate adjustment

On May 26, 2020, the ERC approved Resolution No. 6 series of 2020 approving the adjustment to FIT for the years 2016 to 2020 using 2014 as the base year for the consumer price index and foreign exchange. The resolution was published in a newspaper of general circulation on November 17, 2020 and became effective 15 days after.

For 2021 onwards, per the FIT-All Guidelines, TransCo is obligated to calculate the FIT-All Rate annually that will be implemented for the following year and file its application with the Honorable Commission not later than the end of July of each year. aPetroSolar and PetroWind recognized additional ₱176.41 million and ₱101.61 million FIT arrears covering the adjustment of the FIT rate for 2024 and 2023, respectively. These will be recovered from TransCo for a period of five (5) years subject to ERC's approval.

As of December 31, 2024 and 2023, current portion of contract asset amounted to ₱161.32 million and ₱127.13 million, respectively, while noncurrent portion amounted to ₱675.17 million and ₱609.57 million, respectively.

Interest earned amounted to ₱30.54 million, ₱11.28 million and ₱6.86 million in 2024, 2023 and 2022, respectively.

ESA for MGPP-1 and MGPP-2

On September 16, 2011 MGI executed an Electricity Supply Agreement (ESA-1) with Trans-Asia (now ACEN), wherein MGI agreed to sell to Trans-Asia (now ACEN) the entire generated output of MGPP-1 for a period of 20 years commencing from commercial operations on February 8, 2014. On April 26, 2016, MGI entered into another Electricity Supply Agreement (ESA-2) with Trans-Asia (then renamed as PHINMA Energy Corporation and now ACEN), wherein MGI agreed to sell to PHINMA (now ACEN) the entire generated output of the MGPP-2 for a period of 20 years from start of commercial operations on April 30, 2018.

On August 23, 2019, MGI and PHINMA (now ACEN) executed the Amendment to the Unit 1 ESA and Unit 2 ESA which, among others, extended the effectivity of both ESA-1 and ESA-2 until June 25, 2039.

MGI's Interconnection Agreement

MGI signed an Interconnection Agreement (ICA) with Manila Electric Company (MERALCO) for the physical interconnection of the generation and connection facilities of MGI's 20 MW power plant to MERALCO's distribution system. The power facility constructed in Brgy. San Rafael, Sto. Tomas, Batangas is currently connected to MERALCO's existing 115 kV line in Calamba, Laguna.

On July 2014, MGI, Trans-Asia and MERALCO signed a Memorandum of Agreement which effectively waived the payment for MGPP-1's wheeling charges amounting to around ₱4.30 million per month, beginning 2014 until December 26, 2019.

In a letter dated February 8, 2021, MERALCO informed MGI about its Wheeling Charges Rationalization Program for embedded generators (Program), giving the latter the opportunity to be billed reduced Distribution Wheeling Service (DWS) Charges corresponding to the supply of electricity



to Contestable Customers (CCs) within the franchise area of MERALCO, subject to submission of documentary requirements.

On August 25, 2022 and November 17, 2022, MGI received billing adjustment letters from MERALCO to deduct the Bilateral Contract Quantities (BCQ) data that MGI supplied to CCs within the MERALCO franchise area. The adjustments resulted in differential amount of ₱14.05 million for billing periods March to June 2022. This was subsequently billed to MGI by ACEN to recover the amount of Meralco Distribution Wheeling Charges Refund.

Service cum Trade Agreement (Carbon Credits)

On September 7, 2021, MGI (the Party/Seller/Project Owner) entered into a Service cum Trade Agreement with Enking International Energy Services Limited (EKIESL) (the Service Provider/Buyer) in which the latter offered its services on Clean Development Mechanism (CDM) Verification, Issuance and Trading of MGI's Carbon Credits.

For the first crediting period of January 1, 2014 to December 31, 2020, United Nations Framework Convention on Climate Change (UNFCCC)-issued net carbon credits totaled 622,068 tCO₂e. EKIESL monetized said carbon credits bringing in a net revenue to MGI of US\$192,328 (₱10.65 million) and remitted to MGI's account on December 23, 2022.

WESM Transactions

On July 1, 2022, MGI entered into an agreement with ACEN to update the current billing and settlement protocols, practices, and procedures to ensure consistency and compliance with the Guidelines and Procedures for Implementation of BIR Ruling OT-323-2021 for WESM Transactions issued by the Independent Electricity Market Operator of the Philippines (IEMOP). This includes trading costs, market fees and pass-on taxes and charges to ACEN in accordance with the agreement. Revenue from sale derived from WESM transactions with other Market Participants amounted to ₱18.83 million, ₱9.95 million and ₱11.41 million in 2024, 2023 and 2022, respectively.

Memorandum of Agreement between Maibarara Geothermal, Inc. and SMC SLEX, Inc

On March 31, 2023, MGI entered into an agreement with SMC SLEX Inc. wherein, among others, the Parties agree that SLEX Inc. will shoulder and advance the necessary works and expenses for the DPWH and for the relocation of MGI affected facilities needed to continuously operate the Maibarara Geothermal Power Plant. This includes payment for the value of the portions of MGI land affected by SLEX-TR4, cost of relocation of Transmission Lines and Stub Poles and Actual Generation Loss during temporary shutdown, cost of relocation and replacement of the Water Well, and any and all costs expenses to be incurred by MGI in relation to the aforementioned activities. Total expenses incurred in relation to these activities amounted to ₱0.60 million and ₱16.47 million in 2024 and 2023, respectively, while revenues derived from pass-on expenses and generation loss totaled ₱0.60 million and ₱36.78 million in 2024 and 2023, respectively.

Renewable Energy Payment Agreement (REPA)

Consequent to the issuance of FIT COC in its favor, PetroSolar entered into a REPA with the TransCo on April 6, 2016. Under the REPA, TransCo shall pay the FIT Rate of 8.69/kWh for all metered generation of PSC for a period of twenty (20) years from start of Commercial Operations.

Wind Energy Service Contract (WESC) No. 2017-09-118 – San Vicente, Palawan

On November 11, 2019, the DOE officially awarded to PetroGreen the San Vicente, Palawan WESC. The WESC, effective October 9, 2019, vests PetroGreen with the rights and responsibilities to harness wind energy and develop and operate the corresponding renewable energy facility in the area. The proposed project is situated in the municipality of San Vicente, Palawan, approximately 130 km north of Puerto Princesa.



Activities for the meteorological mast installation program for the San Vicente Wind Hybrid Power Project (SVWHPP) have been put on-hold due to COVID-19-related travel restrictions. Nonetheless, PGEC has secured on May 7, 2020 a Certificate of Non-Coverage (CNC) from the Department of Environment and Natural Resources (DENR) for the mast installation. PGEC also secured a Special Land Use Permit (SLUP) from the DENR on March 09, 2021 for the mast installation in San Vicente.

In December 2020, PGEC's contractor has mobilized to San Vicente, Palawan to carry out the installation works for the 60-meter meteorological mast to be used for the wind measurement campaign of the SVWHPP. The said mast is expected to be commissioned and turned-over to PGEC in July 2021.

The two-year wind measurement campaign which began in July 2021 was completed by August 2023. In June 2023, PGEC submitted Distribution Impact Study (DIS) for the evaluation of Palawan Electric Cooperative (PALECO). While awaiting the commencement of PALECO's Competitive Selection Process (CSP), PGEC continues to implement its work program commitments (i.e. shortlisting of potential WTG suppliers and negotiation, potential partners and financial studies).

Bugallon Solar Power Project (BSPP)

Solar Energy Operating Contract (SEOC) No. 2022-04-622-AFI

On May 5, 2022, PGEC was awarded a Solar Energy Operating Contract (SEOC) with Registration No. SEOC 2022-04-622 by the DOE for its Bugallon Solar Power Project (BSPP) in Brgy. Salomague Sur, Bugallon, Pangasinan. On April 16, 2024, the DOE approved the assignment of SEOC 2022-04-622 from PGEC to BGEC and issued the corresponding new COR with Registration No. SEOC 2022-04-622-AF1.

The Distribution Impact Study (DIS) and Distribution Asset Study (DAS) for the BSPP has been completed and has been approved by the Central Pangasinan Electric Cooperative (CENPELCO). The Certificate of Non-Overlap (CNO) has been secured from the National Commission on Indigenous Peoples (NCIP) on July 13, 2022, confirming that the project site is outside any ancestral domain and is free from any tribal claims. The locational clearance has been secured on November 14, 2023.

The construction and operation of the BSPP will be undertaken by Bugallon Green Energy Corporation (BGEC) which was incorporated on October 14, 2023. BGEC is a 100% owned subsidiary of RGEC. The DOE has already approved the transfer of the SEOC to BGEC. The ECC has already been transferred under BGEC's name on November 28, 2023.

The issuance of the Municipal Resolution endorsing the land reclassification for the BSPP site is still being undertaken by an external legal counsel. Once this is secured, applications for project endorsement by the Pangasinan Sangguniang Panlalawigan (SP) and Zoning Clearance will be lodged accordingly.

On December 13, 2023 the DOE issued a Certificate of Award entitling BSPP to a Green Energy Tariff of ₱4.4043/kWh for a period of twenty years.

Dagohoy Solar Power Project (DSPP)

Solar Energy Operating Contract (SEOC) No. 2022-06-629-AFI

On June 28, 2022, PGEC was awarded a SEOC with Registration No. SEOC 2022-06-629 by the DOE for its Dagohoy Solar Power Project (DSPP) located in Brgy. San Vicente, Dagohoy, Bohol. On February 28, 2024, the DOE approved the assignment of SEOC to DGEC and issued the corresponding new COR with Registration No. SEOC 022-06-629-AF1.

Favorable endorsements for the land reclassification of the DSPP site were secured from the Dagohoy Sangguniang Bayan (SB) in October 2022 and from the Bohol SP in December 2022. Said resolutions



are needed to secure the requisite Locational Clearance and Building Permit for the DSPP. On December 22, 2022, PGEC entered into a four-year offtake agreement with SN Aboitiz Power-Magat, Inc. counted from the start of commercial operations.

PGEC, through third-party consultants, achieved completion of the System Impact Study (SIS) on August 1, 2023 and Facility Study on September 26, 2023.

Moreover, on August 17, 2023, the Global Environment Center Foundation (GEC) of Japan announced that the DSPP has been selected to receive Joint Crediting Mechanism (JCM) subsidy.

For site development, contractor Media Construction and Development Corporation (MCDC) completed the land grading/levelling, installation of fences and construction of ditch canals. Meanwhile, solar farm contractor Global Electric and grid connection contractor Philcantech Enterprises will commence construction of the solar plant facilities by Q1 2024. The solar power plant is expected to be completed by Q4 2024.

San Jose Solar Power Project (SJSP)

Solar Energy Operating Contract (SEOC) No. 2015-09-251-AF2

On July 19, 2023, the DOE approved the assignment of SESC No. 2015-09-251 to PGEC from V-mars Solar Energy Corporation (V-MARS) which the DOE issued a new COR with registration No. SESC 2015-09-251-AF1. On April 16, 2024, the DOE approved the transfer of PGEC's SESC 2015-09-AF1 to SJGEC with the corresponding issuance of new COR No. SESC 2015-09-251-AF2.

On July 27, 2023, PGEC purchased parcels of land located in the Municipalities of San Jose and Science City of Munoz, Nueva Ecija owned by V-MARS. The lots were registered with the Registry of Deeds for San Jose Nueva Ecija under the name of PGEC on September 21, 2023.

On October 14, 2023, the SEC approved the incorporation of San Jose Green Energy Corporation (SJGEC), RGEC's 100% subsidiary that will develop and operate the SJPP. The DOE approved the transfer of the SEOC to SJGEC.

Meanwhile, site clearing and development works have been substantially completed allowing solar farm contractor, Schema Konsult, Inc, and grid connection contractor Philcantech Enterprises, to commence works by Q1 2024.

On March 29, 2024, the Global Environment Center Foundation (GEC) of Japan announced that the SJSP has been selected to receive Joint Crediting Mechanism (JCM) subsidy.

At this point, PGEC is in the final stages of securing a power supply agreement with an offtaker.

Limbauan Solar Power Project (LSPP)

Solar Energy Operating Contract (SEOC) No. 2017-05-394

The LSPP is located in the province of Isabela and its SEOC is held by BKS Green Energy Corporation (BKS). The LSPP will be developed in two (2) phases: (a) 6 MW_{DC} Phase 1 (LSPP-1) and (b) the 33.8 MW_{DC} (LSPP-2).

On August 16, 2023, PGEC acquired 100% of the outstanding capital stock of BKS from its previous stockholders. The corresponding Certificate Authorizing Registration (CAR) was issued by the BIR in September 2023, approving the transfer of the BKS shares in its stock and transfer books under PGEC. The ownership of BKS will eventually be transferred to RGEC as RGEC's 100% subsidiary.



On November 10, 2020, BKS and Isabela Electric Cooperative II (ISELCO II) executed a Power Supply Agreement for LSPP-1 for the supply of power to the franchise area of ISELCO II with a term of 15 years at a rate of ₱5.40/kWh. The application for approval of the PSA is still pending with the ERC.

On December 1, 2023, BKS obtained a Clearance to Undertake System Impact Study from the DOE. This clearance, along with other documents, were submitted to NGCP in March 2024 for them to prepare System Impact Study for the project.

On December 13, 2023 the DOE issued a Certificate of Award entitling LSPP-2 to a Green Energy Tariff of ₱4.4043/kWh for a period of twenty years.

Vestas O&M Agreement for NWPP2

On December 13, 2022, PetroWind entered into a Wind Turbine Supply Agreement with Vestas Asia Pacific A/S for the supply of WTGs for the NWPP2. On the same date, it also signed a Wind Turbine Supervision and Commissioning Agreement with Vestas Service Philippines, Inc. (Vestas PH) for technical advisory and commissioning services. Moreover, a Service & Availability Agreement (AOM 5000) was executed with Vestas PH for it to handle the operations and maintenance of the NWPP2 turbines and warrant their availability.

Rooftop Solar Projects

Mapúa Malayan Colleges Mindanao (MMCM) Solar Rooftop Project

On February 13, 2024, PGEC signed a Solar Rooftop System Installation and Maintenance Agreement with Mapúa Malayan Colleges Mindanao (MMCM) for a 360 kWp solar rooftop project utilizing 600 units of 600 Wp solar panels manufactured by Canadian Solar. The total contract cost is ₱32.86 million, with payments structured as fixed monthly installments of ₱342,249 over eight years. PGEC will be responsible for the operations and maintenance of the facility for the same period.

The engineering, procurement, and construction (EPC) work was subcontracted to Davao-based contractor Equinox Synergy OPC, with the EPC contract signed on February 22, 2024. The MMCM Solar Rooftop Project was successfully completed on July 8, 2024.

Isuzu Autoparts Manufacturing Corporation (IAMC) Solar Rooftop Project

On July 23, 2024, PGEC entered into a Supply and Install Contract for the installation of a 3.002 MWp rooftop solar project at IAMC's manufacturing facility in Laguna. The total contract price is ₱187.48 million with payments structured as fixed monthly installments of ₱1.95 million over eight years. PGEC will also be responsible for the operations and maintenance of the solar facility for the duration of the contract.

The EPC contract was awarded to Fravinz Enterprises, Inc. on August 9, 2024. Construction commenced in January 2025 and is expected to be completed by April 2025. Upon completion, it will be among the largest commercial and industrial (C&I) rooftop solar facilities in Laguna.

36. Subsequent Events

On January 30, 2025, the Power Sector Assets and Liabilities Management Corporation (PSALM) conducted the second round of public bidding of PSALM's property consisting of three (3) lots where MGI's steamfield, an access road and an outfield reinjection re located. In particular, the 3 lots with a total land area of approximately 58,911 square meters are located in Sto. Tomas City, Batangas and Calamba City, Laguna. The minimum bid price was set at ₱473.17 million. MGI being the lone bidder, PSALM proceeded with the negotiated sale in accordance with the negotiation procedures for



negotiated sale of Maibarara properties issued by Privatization Bids and Awards Committee (PBAC) of PSALM.

Following the successful negotiated sale, on February 17, 2025, MGI secured a ₱500 million short-term loan (STL) from RCBC to finance the acquisition of the abovementioned PSALM lots. The said STL carries a 6.69% interest per annum payable monthly beginning March 19, 2025, while total loan principal is due on February 12, 2026.



INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Board of Directors and the Stockholders
PetroEnergy Resources Corporation
7th floor, JMT Building, ADB Avenue
Ortigas Center, Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of PetroEnergy Resources Corporation and its subsidiaries (the Group) as at December 31, 2024 and 2023, and for each of the three years in the period ended December 31, 2024, and have issued our report thereon dated April 2, 2025. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The schedules listed in the Index to the Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Wenda Lynn M. Loyola

Wenda Lynn M. Loyola

Partner

CPA Certificate No. 109952

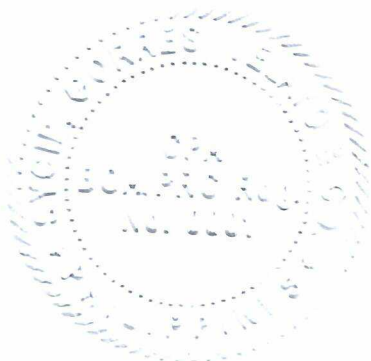
Tax Identification No. 242-019-387

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

BIR Accreditation No. 08-001998-117-2025, January 8, 2025, valid until January 7, 2028

PTR No. 10465322, January 2, 2025, Makati City

April 2, 2025



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES
SUPPLEMENTARY INFORMATION AND DISCLOSURES REQUIRED ON
REVISED SRC RULE 68
DECEMBER 31, 2024

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

Below are the additional information and schedules required by Revised SRC Rule 68 that are relevant to the Group. This information is presented for purposes of filing with the SEC and is not required part of the basic financial statements.

Schedule A. Financial Assets

The Group is not required to disclose the financial assets in equity securities as the total financial assets at fair value through profit or loss securities amounting to ₱6.14 million do not constitute 5% or more of the total current assets of the Group as at December 31, 2024.

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

As of December 31, 2024, there are no amounts receivable from directors, officers, employees, related parties and principal stockholders (other than related parties) that aggregates each to more than ₱100,000 or 1% of total assets whichever is less.

Schedule C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements

The following is the schedule of receivables from related parties, which are eliminated in the consolidated financial statements as at December 31, 2024:

Name and Designation of debtor	Balance at beginning of period	Additions	Amounts Collected	Amounts written off	Not Current	Balance at end of period
PetroGreen Energy Corporation	₱19,227,974	₱22,502,666	(₱6,131,117)	₱–	₱–	₱35,599,523
PetroWind Energy Inc.	776,140	6,759,408	(5,876,454)	–	–	1,659,094
Maibarara Geothermal, Inc.	642,468	5,829,460	(6,178,043)	–	–	293,885
PetroSolar Corporation	375,196	5,642,860	(4,401,334)	–	–	1,616,722
Dagohoy Green Energy Corporation	–	1,204,180	–	–	–	1,204,180
Rizal Green Energy Corporation	–	46,796	–	–	–	46,796
San Jose Green Energy Corporation	–	37,391	–	–	–	37,391
BKS Green Energy Corporation	–	22,460	–	–	–	22,460
Bugallon Green Energy Corporation	–	9,348	–	–	–	9,348
	₱21,021,778	₱42,054,569	(₱22,586,948)	₱–	₱–	₱40,489,399

Schedule D. Long-term Debt

Please refer to the Consolidated Audited Financial Statement, Note 19 for details of the loans.

Schedule E. Indebtedness to Related Parties

The Group has no outstanding long-term indebtedness to related parties as of December 31, 2024.

Schedule F. Guarantees of Securities of Other Issuers

The Group does not have guarantees of securities of other issuers as of December 31, 2024.

Schedule G. Capital Stock

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related balance sheet caption	Number of Shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, Officers and Employees	Others
Common Shares	700,000,000	568,711,842	-	173,865,595	6,064,534	388,899,213

INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Board of Directors and Stockholders
PetroEnergy Resources Corporation
7th floor, JMT Building, ADB Avenue
Ortigas Center, Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of PetroEnergy Resources Corporation and its subsidiaries (the Group) as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024, and have issued our report thereon dated April 2, 2025. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule of Components of Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) Accounting Standards and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS Accounting Standards. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Wenda Lynn M. Loyola

Wenda Lynn M. Loyola
Partner

CPA Certificate No. 109952

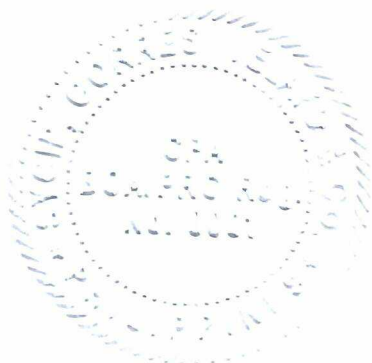
Tax Identification No. 242-019-387

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

BIR Accreditation No. 08-001998-117-2025, January 8, 2025, valid until January 7, 2028

PTR No. 10465322, January 2, 2025, Makati City

April 2, 2025



PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

AS OF DECEMBER 31, 2024 AND 2023

Financial Soundness Indicators

Below are the financial ratios that are relevant to the Group for the year ended December 31, 2024 and 2023:

Financial ratios		2024	2023 (As Restated)
Current ratio	$\frac{\text{Total current assets}}{\text{Total current liabilities}}$	2.06:1	1.25:1
Acid test ratio	$\frac{\text{Total current assets} - \text{inventories} - \text{other current assets}}{\text{Total current liabilities}}$	1.84:1	1.20:1
Solvency ratio	$\frac{\text{After tax net profit} + \text{depreciation}}{\text{Long-term} + \text{short-term liabilities}}$	0.15:1	0.11:1
Debt-to-Equity Ratio	$\frac{\text{Total liabilities}}{\text{Total stockholder's equity}}$	0.72:1	0.76:1
Asset-to-Equity Ratio	$\frac{\text{Total assets}}{\text{Total stockholder's equity}}$	1.72:1	1.76:1
Interest rate coverage ratios	$\frac{\text{Earnings before interest and taxes (EBIT)}}{\text{Interest expense*}}$	2.79:1	2.28:1
Return on equity	$\frac{\text{Net income}}{\text{Average shareholder's equity}}$	6.80%	7.65%
Return on assets	$\frac{\text{Net income}}{\text{Average assets}}$	3.92%	4.91%
Return on revenue	$\frac{\text{Net income}}{\text{Total revenue}}$	25.57%	15.46%
Earnings per share	$\frac{\text{Net income}}{\text{Weighted average no. of shares}}$	0.8296	0.2759
Price Earnings Ratio	$\frac{\text{Closing price}}{\text{Earnings per share}}$	4.34	17.94

(Forward)

Long term debt-to-equity ratio	$\frac{\text{Long term debt}}{\text{Equity}}$	0.55:1	0.39:1
EBITDA to total interest paid	$\frac{\text{EBITDA**}}{\text{Total interest paid}}$	4.65	4.51

**Interest expense is capitalized as part of the construction-in-progress account under PPE.*

***Earnings before interest, taxes, depreciation and amortization (EBITDA)*

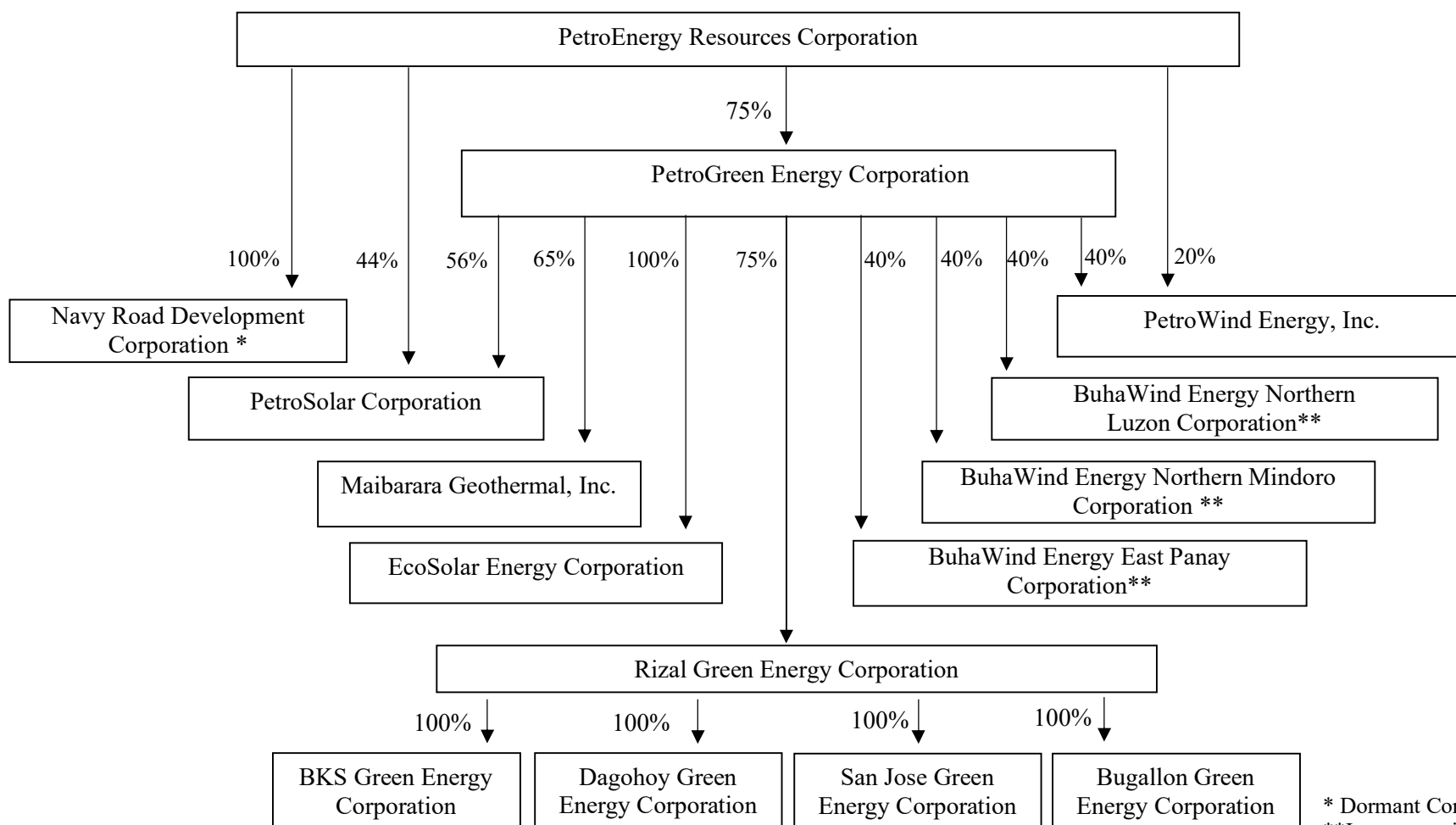
PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES

MAP OF RELATIONSHIPS OF THE COMPANIES WITHIN THE GROUP

Group Structure

Below is a map showing the relationship between and among the Group and its subsidiaries as of December 31, 2024:

PETROENERGY RESOURCES CORPORATION GROUP STRUCTURE



* Dormant Company

**Investment in joint venture.

PETROENERGY RESOURCES CORPORATION AND SUBSIDIARIES
INDEX TO CONSOLIDATED FINANCIAL STATEMENTS
AND SUPPLEMENTARY SCHEDULES

SUPPLEMENTARY SCHEDULES

Schedule	Content
I	Annex 68-D Reconciliation of Retained Earnings Available for Dividend Declaration
II	Annex 68-J Schedules <ul style="list-style-type: none">• Schedule A. Financial Assets• Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)• Schedule C. Amounts Receivable from Related Parties which are Eliminated During the Consolidation of Financial Statements• Schedule D. Long-term Debt• Schedule E. Indebtedness to Related Parties• Schedule F. Guarantees of Securities of Other Issuers• Schedule G. Capital Stock
III	Group Structure

PETROENERGY RESOURCES CORPORATION
SCHEDULE OF RETAINED EARNINGS AVAILABLE FOR
DIVIDEND DECLARATION*
DECEMBER 31, 2024

Unappropriated Retained Earnings, beginning of the reporting period ₱182,647,944

Add: Category A: Items that are directly credited to Unappropriated Retained Earnings

Reversal of Retained Earnings appropriation	—
Effect of reinstatements or prior-period adjustments	—
Others	—

Less: Category B: Items that are directly debited to Unappropriated Retained Earnings

Dividend declaration during the reporting period	28,435,593	
Retained Earnings appropriated during the reporting period	—	
Effect of reinstatements or prior-period adjustments	—	
Others	—	28,435,593

Unappropriated Retained Earnings (Deficit), as adjusted 154,212,351

Add/Less: Net income (loss) for the current year 154,823,024

Less: Category C.1 Unrealized income recognized in the profit or loss during the reporting period (net of tax)

Equity in net income of associate / joint venture, net of dividends declared	90,607,639	
Unrealized foreign exchange gain, except those attributable to cash and cash equivalents	1,460,999	
Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVPTL)	—	
Unrealized fair value gain of Investment Property	—	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	—	92,068,638
Subtotal		92,068,638

Add: Category C.2 Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)

Realized foreign exchange gain, except those attributable to cash and cash equivalents	—	
Realized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVPTL)	—	
Realized fair value gain of Investment Property	—	
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS	—	
Subtotal		—

(Forward)

Add: Category C.3 Unrealized income recognized in the profit or loss in prior reporting periods but reversed in the current reporting period (net of tax)

Reversal of previously recorded foreign exchange gain, except those attributable to cash and cash equivalents	—
Reversal of previously recorded fair value adjustment (mark-to-market gains) of financial instruments at FVTPL	—
Reversal of previously recorded fair value gain of Investment Property	—
Reversal of other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS	—
Subtotal	—
Adjusted Net Income / Loss	216,966,737

Add: Category D: Non actual losses recognized in profit or loss during the reporting period (net of tax)

Depreciation on revaluation increment (after tax)	—
Subtotal	—

Add/Less: Category E: Adjustments related to the relief granted by SEC and BSP (see Footnote 3)

Amortization of the effect of reporting relief	—
Total amount of reporting relief granted during the year	—
Others	—
Subtotal	—

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

Net movement of the treasury shares (except for reacquisition of redeemable shares)	—
Net movement of the deferred tax asset not considered in reconciling items under previous categories	12,995,764
Net movement of the deferred tax asset and deferred tax liabilities related to same transaction, e.g, set-up of right of use asset and lease liability, set-up of asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	—
Adjustment due to deviation from PFRS/GAAP - gain (loss)	—
Others	—
Subtotal	12,995,764

Total Retained Earnings, end of the reporting period available for dividend	₱229,962,501
--	---------------------

**Based on December 31, 2024 Parent Company audited financial statements.*

FOOTNOTES:

- (1) The amount of retained earnings of the company should be based on its separate (“stand alone”) audited financial statements.
- (2) Unappropriated Retained Earnings, beginning of the reporting period refers to the ending balance as reported in the “Reconciliation of Retained Earnings Available for Dividend Declaration” of the immediately preceding period.
- (3) Adjustments related to the relief provided by SEC and BSP pertain to accounting relief (e.g losses that are reported on a staggered basis) granted by regulators. However, these are actual losses sustained by the company and must be adjusted in the reconciliation to reflect the actual distributable amount.
- (4) This Reconciliation of Retained Earnings Available for Dividend Declaration is pursuant to Sec.42 of the Revised Corporate Code, which prohibits stock corporations to retain surplus profits in excess of one hundred (100%) percent of their paid-in capital and their power to declare dividends. However, this Reconciliation of Retained Earnings should not be used by the REIT Act and its Implementing Rules and Regulations.

PETROENERGY RESOURCES CORPORATION

**SUPPLEMENTARY SCHEDULE OF EXTERNAL AUDITOR FEE - RELATED
INFORMATION**

DECEMBER 31, 2024

	2024	2023
Total Audit Fees	4,632,000	₱4,476,658
Non-audit services fees:		
Other assurance services	—	—
Tax services	300,000	—
All other services	—	—
Total Non-audit Fees	300,000	—
Total Audit and Non-audit Fees	₱4,932,000	₱4,476,658

Annex A to SEC 17-A: Sustainability Report

Contextual Information

Company Details	
Name of Organization	PetroEnergy Resources Corporation (PERC)
Location of Headquarters	7F, JMT Building, ADB Avenue, Ortigas Center, Pasig City
Location of Operations	Pasig City, Metro Manila; Batangas, Tarlac, and Aklan, Philippines
Report Boundary: Legal entities (e.g. subsidiaries and affiliate) included in this report*	<p>This report mainly covers information on the following operations of PERC:</p> <ul style="list-style-type: none"> • PetroGreen Energy Corporation (PGEN) – the renewable energy subsidiary of PERC • Maibarara Geothermal, Inc. (MGI) - developer and operator of Maibarara-1 (20 MW) and Maibarara-2 (12 MW) Geothermal Power Projects (MGPP) in Sto. Tomas, Batangas • PetroWind Energy Inc. (PWEI) - developer and operator of Nabas-1 (36 MW) and Nabas-2 (13.2 MW) Wind Power Project (NWPP) in Nabas-Malay, Aklan • PetroSolar Corporation (PSC), developer and operator of Tarlac-1 (50 MW_{DC}) and Tarlac-2 (20 MW_{DC}) Solar Power Projects (TSPP) in Tarlac City <p>Environment and social data of new operating power facilities will be covered in 2025 Sustainability Report</p>
Business Model, including Primary Activities, Brands, Products, and Services	Renewable energy development and power generation and oil exploration and development
Reporting Period	January 1 to December 31, 2024
Highest Ranking Person responsible for this report	Arlan P. Profeta (Senior Vice President for Corporate Services)

Materiality Process

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics

PERC's Sustainability Team conducted several meetings on what the material topics are for PERC, while reviewing the direction and focus of sustainability within the Company. Sustainability issues and several perspectives were discussed to determine financial and non-financial performance drivers. PERC employed the following materiality determination processes:

1. **Understanding the Sustainability Context:** The first step was to study and understand sustainability frameworks and models and to assess how the Company could design its own or adopt existing frameworks. Sustainability and related concepts were defined to identify applicable financial and non-financial metrics. This exercise helped the Sustainability Team to focus on how PERC could positively contribute to the economy, environment, and society.
2. **Identifying Material Topics:** The Sustainability Team came up with an initial list of material topics, which were further validated through group discussions with sustainability point persons per unit, including middle management, power plant heads, stakeholder touch points (to grasp stakeholder perspectives), and data handlers and verifiers. In finalizing the material topics, the following guide questions were used:
 - (a) Is it a key capital/risk/opportunity?
 - (b) Does our key business of power development and generation impact it?
 - (c) Do our business processes directly affect it?
 - (d) Does our product/service contribute significant impact to it?
 - (e) Is there a trend that will make it (the topic) material in the future?
3. **Defining Performance and Management Approach:** Once the list of material topics were identified, relevant metrics were identified. The Sustainability Team also referred to the Global Reporting Initiative (GRI) standards, a globally recognized sustainability reporting tool, to craft PERC's own management approaches. These approaches were aimed at mitigating risks and improving the performance metrics. The UN Sustainable Development Goals (SDGs) were also used as a guide for identifying the Company's societal, environmental, and economic impact and value.

ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount	Units
Direct economic value generated (revenue)*	3,763,100,946	PhP
Direct economic value retained	1,139,791,637	Php
Direct economic value distributed:	2,623,309,309	Php
a. Employee wages and benefits	242,468,432	PhP
b. Payments to suppliers, other operating costs*	1,670,168,069	Php
c. Dividends given to stockholders and interest payments to loan providers	593,345,876	PhP
d. Taxes given to government	103,810,986	PhP
e. Investments to community (e.g. donations, CSR)	13,515,945	PhP

*Direct economic value generated (revenue) and operating costs includes PERC's oil revenues and operating costs from four (4) oil fields located in Gabon, West Africa. However, these oil fields are not included in the scope of this Sustainability Report since PERC is not the operator of the Gabon petroleum operations. VAALCO Energy Inc., the operator of Gabon operations, promotes sustainable practices as indicated in their Sustainable Report available at <https://www.vaalco.com/sustainability/sustainability-report>

The Philippine government has committed to accelerate the utilization of renewable energy resources to reduce harmful greenhouse gas emissions and achieve economic development while protecting the environment. As proof of this commitment, the Renewable Energy Act of 2008 (RE Law) gave incentives and privileges to support renewable energy development.

Direct Economic Value

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

In 2024, PERC generated ₱3.76 billion of direct economic impact, of which 69.71% was distributed among suppliers, employees, providers of capital, government, and community investments/donations.

PERC Direct Economic Value Generated

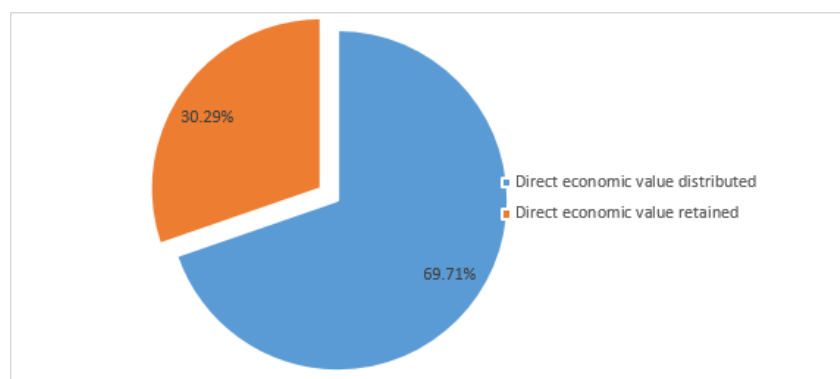


Figure 1: PERC Direct Economic Value Generated. PERC distributed 69.71% of economic value generated, and retained 30.29%

Breakdown of PERC Direct Economic Value Distribution

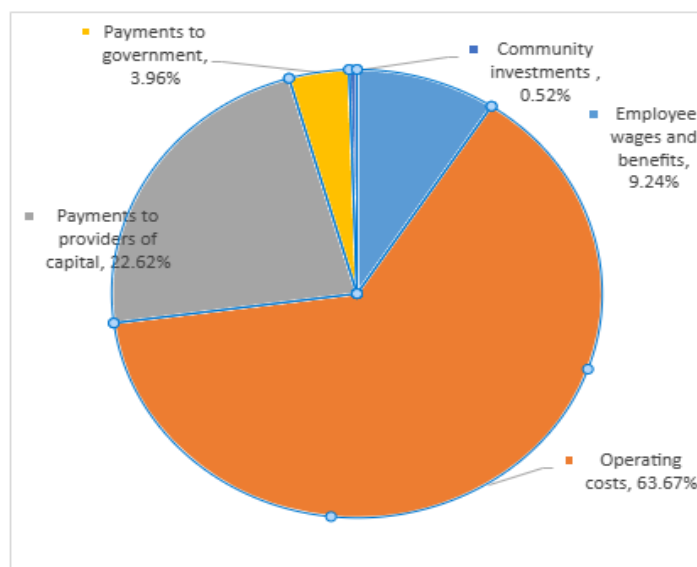


Figure 2: Breakdown of PERC Direct Economic Value Distribution shows the distribution of impact per stakeholder.

In relation to economic impact, PERC recognizes the following risks, which affect the Company's shareholders, projects, employees, and other stakeholders:

(1) Risks related to operational preparedness due to climate-related risks

The Philippines is one of the most susceptible countries to climate-related hazards, including extreme warming events, extreme rainfall, sea level rise, and increase in ocean temperature. Weather disturbances and natural calamities could adversely affect a Company's ability to generate revenue and perform its operations.

For PERC, actual and potential impacts of climate-related risks include plant outages, damage to major power plant components, damage to road network and offices, loss of means of communication, sub-optimal performance of power plant components, and general business interruption.

To manage these risks, PERC ensures that these risks are considered during financial and business strategic planning so that appropriate and reasonable protection, redundancy, and mitigating measures can be put in place. Specifically, PERC practices the following mitigating measures:

- Taking advantage of existing technologies, such as wind turbines that can withstand extreme winds, installation of lightning arresters, bio-engineering measures for slope and road protection, etc., to mitigate impact;
- Reinforcing and strengthening of major power plant components such as transmission poles, WTG foundations, and ground cables;
- Implementing monitoring protocols for climatic parameters such as ambient temperature, humidity, rainfall, and wind patterns;
- Institutionalizing disaster-preparedness and crisis-response protocols; and
- Regularly reviewing and ensuring that insurance coverages are adequate and up-to-date.

(2) Uncertainty in government regulations particularly in issuance of Feed-in-Tariff (FiT)

The Feed-in-Tariff (FiT) is a fixed-rate per kWh that electricity consumers pay to finance renewable energy incentives in the Philippines. The FiT was included in the Renewable Energy (RE) Act of 2008 to increase investments in renewable energy. Changes in regulations and different policy interpretations may result in reduction of FiT and therefore may affect the Company's revenue and income.

To mitigate this risk, PERC constantly monitors policy directions to anticipate changes in regulations that could affect its projects. Also, PERC continuously strengthens ties with government agencies such as the Department of Energy (DOE) and the Energy Regulatory Commission (ERC) by participating in seminars and meetings to be abreast with new rules and regulations and by maintaining its advocacy efforts through industry associations.

(3) Inability to get returns on capital investments

PERC may also be exposed to equity partnership risk. For its RE projects, PERC partners with other firms to form Joint Venture (JV) operating companies. Business decisions made by these JV partnerships have a crucial effect on the sound operation and financial success of PERC's business. Although the Company maintains good relationships with its partners, there is no assurance that these relationships will be sustained in the future or that problems would not develop. For example, the Company's joint venture partners may be unable or unwilling to fulfil their obligations, take actions contrary to its policies or objectives, or may experience financial difficulties. If any of these events occur, the businesses of these joint ventures could be severely disrupted, which could have a material adverse effect on PERC's business, financial condition, and operations.

To avoid or mitigate these risks, PERC employs care and prudence in selecting its partners. The background of potential partners is heavily scrutinized, attention paid to the personalities behind the potential partners, their culture, reputation, and track record. The shareholders' agreements or joint venture agreements also contain penalty provisions in case a partner refuses or fails to fulfil its obligations. There are likewise exit mechanisms that could be utilized in case the relations among partners become unfavorable.

(4) Inability to retain key people

Due to high competitiveness in the power industry, key people may be pirated by other energy companies. This is a risk when PERC is unable to provide competitive compensation and benefits to its employees. Since PERC operates in a lean structure, there are risks on business continuity in case of resignations in key positions. Since the required skill sets are highly technical or specific, there could be a longer or steeper learning curve among new hires.

To manage this risk, the Company employs a strong mentor-mentee approach where coaching and in-house trainings are extensively practiced. Reporting lines among senior management, middle management, and rank-and-file are kept simple and non-bureaucratic to encourage constant communication and learning among all levels of function. A stringent and non-discriminatory screening among applicants is implemented to ensure skills and job match. The Company also continuously studies industry practices on compensation and benefits to offer a competitive package to potential employees.

(5) Risks related to opposition from local communities

Without proper social preparations, PERC may be exposed to opposition from local communities. This may arise when the community does not understand the importance and benefits of the energy project. Opposition

may also be a result of the Company's inability to foster a mutually-beneficial relationship with the communities.

To manage this risk, PERC cultivates a good relationship with the communities and implements an extensive and integrated Corporate Social Responsibility (CSR) Program with focus on health, education, and livelihood. This program is designed, implemented, and reviewed in partnership with community members to ensure input from the community, incorporating their own desires and constraints. PERC's CSR program is also subject to occasional third-party reviews by NGOs and academics, when needed. This approach has helped PERC achieve a high degree of host community acceptance and partnership engagement in the project sites.

(6) Risks due to health crisis or pandemic

Risks related to health crisis were widely experienced when COVID-19 pandemic hit the world. There were disruptions in economic activities, global supply, and working environment. Like any other companies, PERC also recognized these risks and had to introduce innovation in its operations and working arrangements.

To manage this risk, PERC activated its Crisis Management Team (CMT) to implement protocols and guidelines to ensure business continuity while prioritizing the health of its employees and their families. Flexible working arrangements were introduced, IT infrastructure was strengthened to enable employees to work remotely, regular COVID-19 testing and monitoring were implemented, and strict health protocols were observed in the project sites and head office.

(7) Cyber security risks

Because of the rapid technological and digital transformations around the world, cyber security risks and attacks also increased tremendously. PERC's business may also be affected by common cyber attacks such as phishing, malwares, social engineering, and ransomware among others. Such attacks may possibly result in interruption of business, unavailability of services, or unauthorized disclosure of information.

To mitigate this risk, PERC implements cyber security measures such as firewall, endpoint protection, security policies and controls, as well as maintains a regular security information and awareness campaigns.

(8) Social media risks

While social media can serve as a powerful tool for raising awareness, engaging with stakeholders, and promoting sustainability initiatives, it can also be used negatively and can impact the reputation and operation of the Company. Misinformation and negative publicity can spread rapidly, potentially damaging a Company's image and undermining public trust. For instance, misleading posts about the efficiency or environmental impact of renewable energy projects can create public skepticism and hinder adoption. Social media platforms can also be used to organize opposition to renewable projects, leading to delays or cancellations.

The legal and regulatory landscape adds another layer of complexity. Renewable energy companies must navigate issues such as compliance with advertising standards, intellectual property rights, and data privacy law. Employee misuse of social media can also pose risks, including the unintentional disclosure of confidential information or the posting of inappropriate content that reflects poorly on the Company.

To mitigate these risks, companies need to implement robust social media policies, provide training for employees, and actively monitor their online presence. By doing so, they can harness the benefits of social media while minimizing potential downsides.

Discussion on Opportunities

While PERC ensures multiple and strategic management of risks for business continuity, taking advantage of opportunities would also allow it to expand in the coming years.

PERC's main opportunity for continued growth is the increase in the Philippines' electricity demand. And with the current climate crisis, there will be more calls for investments in renewable energy. Already major multi-lateral financial institutions, such as the World Bank and the Asian Development Bank (ADB), as well as large private banks, have declared moratorium on loans for new coal-powered facilities. PERC could tap into this opportunity by focusing its growth on RE. PERC's growth strategy is anchored on judiciously selecting and developing viable projects, promoting resiliency to climate-related risks, and contributing to the country's need for indigenous and cleaner energy sources.

PERC also recognizes the opportunity to enhance investors' confidence by maintaining efficient operations of its power plants. This can be achieved using technology that would optimize revenue and reduce operating costs. With a stronger connection with investors, PERC can leverage on the Company's credibility and good reputation to attract more investments, gain access to increased credit, and reduce risks related to equity partnership.

Opportunities also exist in interactions with key stakeholders such as with employees, suppliers, and host communities. By identifying each employee's abilities and providing suitable paths for professional growth, PERC will attract more talents and increase employee retention. Building trust and maintaining a professional relationship with suppliers will help in ensuring that PERC gets quality products and services as needed. Fostering good and mutually beneficial relationships with the surrounding communities through continuous, effective, and impactful CSR programs will likewise improve business sustainability and showcase the Company's commitment to being a good corporate citizen.

Climate-related risks and opportunities

Governance - Disclose the organization's governance around climate-related risks and opportunities.

1. Describe the board's oversight of climate-related risks and opportunities

To manage risks, which include climate-related risks, the PERC Board has established the Board Risk Oversight Committee (BROC) whose function is to oversee the risk management processes being performed at each operating level. The BROC monitors the effectiveness of the policies, procedures, and practices adopted by PERC and decides on measures to adopt to enable the Company to prepare for climate-related risks.

2. Describe management's role in assessing and managing climate-related risks and opportunities

The management, in coordination with BROC, has the following roles to address climate-related risks:

- a. Reinforcing the importance of risk management and internal control by integrating them in organizational governance;

- b. Communicating opportunities for strategic or business objectives so the staff can contribute to identifying and managing risks; and
- c. Promoting a clear message for all staff on the importance of managing risks and their impact.

Strategy - Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning where such information is material.

1. Describe the climate-related risks and opportunities the organization has identified over the short, medium and long term

The following are some of the climate-related risks that may have significant impact to the Company's business, financial condition, and results of operations:

- a. Equipment breakage due to natural disasters (e.g. typhoon, flooding);
- b. Sub-optimal performance of major power plant components (e.g. cooling tower, PV panels, etc.) due to climate-related factors (e.g. increase in temperature);
- c. Grid disruptions due to typhoons and other weather disturbances;
- d. Loss of communication lines;
- e. Breakdown of IT and networking facilities used for plant monitoring; and
- f. Damage to access roads due to natural erosion or landslides.

Amidst these risks, PERC recognizes the following opportunities that the Company may explore:

- a. Merging technology, energy systems, and advanced analytics to be able to predict outages due to temperature, humidity, precipitation changes, among others;
- b. Incorporating reinforcements in the design of power plants to curb effects of climate change;
- c. Designing a more comprehensive disaster preparedness, crisis response, and business continuity protocols;
- d. Investing more on in-house talent development to reduce dependency on third-party suppliers or service providers; and
- e. Institutionalizing further the environmental protection program for each site/project.

Risk Management - Disclose how the organization identifies, assesses, and manages climate-related risks

1. Describe the organization's processes for identifying and assessing climate-related risks

During pre-development stage of power projects, PERC conducts a social and environmental impact assessment to determine possible risks and impacts, including those coming from climatic risks, and plan for the necessary mitigation. Aside from the baseline assessments, another stage wherein risks are also considered is during the financial and business strategy planning. This is to ensure that governance measures are in place to identify, monitor, and mitigate risks.

2. Describe the organization's processes for managing climate-related risks

PERC's renewable energy facilities are exposed to climate-related risks, such as stronger and more frequent weather disturbances. These risks are considered as early as the facility's designing and planning stage. Thus, PERC practices the following climate-related risk management approaches:

- a. Taking advantage of existing technologies to mitigate impacts such as wind turbines that can withstand extreme winds, installation of lightning arresters, and other bio-engineering measures;

- b. Reinforcing and strengthening of major power plant components such as transmission poles, WTG foundations, and ground cables;
- c. Implementing protocols to monitor changes in temperature, weather, and wind patterns;
- d. Institutionalizing disaster-preparedness response protocols; and
- e. Maintaining adequate insurance coverage.

3. Describe how processes for identifying, assessing, and managing climate- related risks are integrated into the organization’s overall risk management

The Board of Directors, through the BROCC, is responsible for providing oversight to PERC’s fulfilment of management accountability and governance expectations in relation to management of climate-related risks. The line management is responsible for implementing the policy standards, management of mitigating measures through periodic assessments, development of direct channels for communication with employees, and monitoring and reporting of business challenges encountered while managing the climate-related risks.

PERC also engages an internal auditor to regularly review the controls and progress in implementing the mitigating measures. All employees are responsible for the proactive assessment and documentation of significant climate-related risks and taking prompt action to manage and communicate to the management for needed business decisions.

Metrics and Targets- Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material

1. Disclose the metrics used by the organization to assess climate- related risks and opportunities in line with its strategy and risk management process

Since PERC’s objective is to avoid plant outage or minimize plant shutdown due to climate-related risks, the most important metric used in managing risks is continuous and efficient power generation. The latter is assessed in terms of daily gross and net electricity produced, capacity factor, availability factor, and outages experienced. PERC also uses other metrics like its compliance with environmental laws, its utilized budget for repairs, and its insurance claims due to these risks, to assess how well the Company manages these climate-related risks and opportunities.

Procurement Practices

Proportion of spending on local suppliers

Disclosure	Quantity	Units
Percentage of procurement budget used for significant locations of operations that is spent on local suppliers	38	%

Procurement Practices

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC’s primary risk regarding supply chain is the limited choices among local suppliers due to highly technical project requirements that are often not available locally. Consequently, many items must be sourced abroad. This leads to inventory, transport/logistics, and foreign-exchange -related risks, where PERC may stockpile items (and thus invest more capital in non-moving items), as future deliveries of these imported items may be

delayed due to uncontrollable circumstances.

To manage these risks, PERC accredits various suppliers to broaden choices and ensure supplier reliability. There is also proper coordination among business units to ensure the availability of inventory, when needed; and that enough spare parts of key components are sourced in advance. PERC follows accreditation policies and processes to assess its suppliers. Generally, PERC partners only with credible and globally known suppliers for its major equipment to ensure that PERC gets products with global standards and quality.

Due to certain equipment being highly technical in nature, PERC must source machinery like generators, solar PV panels, and transformers and their spare parts from overseas suppliers. An Operations and Management (O&M) agreement is entered between the equipment supplier and operating company to ensure efficient operations and ready availability of critical imported equipment and parts. On the other hand, day-to-day supplies and simple maintenance materials and products are all sourced locally.

In 2024, procurement-related activities continued to increase due to parallel construction activities in new solar power projects and the expansion of the wind power project. PERC actively supports local suppliers and manufacturers through a variety of initiatives, prioritizing local procurement and manpower. In addition, to direct procurement, PERC also cultivates good relationship with local suppliers and manufacturers promoting a culture of reliable and high-quality supply chain.

Discussion on Opportunities

There is an opportunity to increase the Company's support to local suppliers. At present, there is no formal or institutionalized program for such initiative. However, prioritizing purchase from local suppliers and service providers is done as a matter of practice. PERC may improve the practice by putting the preference for local suppliers into a formal policy. In addition, the RE Act of 2008 provides incentives to local RE suppliers and manufacturers in the form of VAT exemptions. If these incentives can be promoted, these local suppliers can save hundreds of millions in VAT payments.

Anti-corruption

Training on Anti-corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	10%	%

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#

Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

Anti-Corruption

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Corruption, whether it is committed by internal, external, or colluding parties, remains a risk despite policies and procedures in place designed to prevent it. Corruption results in diluted economic impact and loss of confidence in the Company by both internal and external partners.

PERC communicates its anti-corruption policies and procedures to its external partners via PERC's Supplier Accreditation Policy. All potential suppliers must abide by the Accreditation Policy, which requires suppliers to declare relatives and friends employed with PERC and its affiliates.

PERC abides by the highest ethical and legal standards set by the House of Investments (HI) and the Yuchengco Group of Companies (YGC). PERC sets and enforces its own policies as follows (more information posted in www.petroenergy.com.ph):

- PERC Code of Business Conduct
- PERC Related Party Transactions
- PERC Conflict of Interest
- PERC Insider Trading
- PERC Whistleblowing Policy

The above-mentioned policies cover all of PERC's directors, officers, employees, consultants, and contractors, including those of its subsidiaries.

PERC's Whistleblowing Policy enables employees to submit to their immediate manager/superior written reports and documentation on incidents of corruption or inappropriate conduct. If the employee has reason to believe that they will not receive a fair hearing and objective treatment, they may submit their written reports to the Human Resource Department (HRD). All concerns will be treated in confidence. Complaints or concerns given anonymously will be ignored unless there is a document or other corroborating evidence given together with the anonymous allegation.

All PERC employees, from rank-and-file to director-level, are made aware of PERC's anti-corruption policies during the mandatory employee orientation/reorientation. All the new employees are briefed on the Company's Code of Ethics which they have to sign-off and acknowledge. Current employees receive reorientations about the Company policies, so they are reminded to comply with the Company's standards and ethics. The directors and managers of the Company also attend annual seminars on corporate governance to refresh and update their knowledge on anti-corruption measures.

In 2024, there were no incidents of corruption committed by PERC's directors, employees, nor business partners. PERC was also a proud recipient of the 1-Golden Arrow Award from the Institute of Corporate Directors (ICD) during the Asian Corporate Governance Scorecard (ACGS) 2024 Golden Arrow Recognition last September 2024. The Golden Arrow Award recognized the Company's steadfast dedication to exemplary

corporate governance while driving energy innovation and sustainable energy solutions across the Philippines.

Discussion on Opportunities

At present, only directors and managers receive training on anti-corruption. This will be extended to include other employees as part of PERC’s training program. Also, suppliers are only accredited once, as a requirement for their inclusion in the supplier database. The Company may consider regular supplier audits to ensure their continued compliance with relevant laws and regulations.

ENVIRONMENT

Resource Management

Energy consumption within the organization:

Disclosure	Quantity	Units
Energy consumption (gasoline)	9,302	Liters
Energy consumption (LPG)**	0	m ³
Energy consumption (diesel)	106,122	Liters
Energy consumption (electricity)	20,626,292	kWh

In 2024, gasoline consumption decreased due to reduction measures and efficient use of vehicles. Use of rented vehicles was also decreased. Diesel consumption increased due to drilling of MB-19D well in geothermal field and the purchase of new generator set by MGI for brine reinjection. Despite return to usual business operations, there was only slight increase in the electricity consumption because of cost reduction measures.

Energy consumption within the organization

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC experiences reduced risk in energy availability, because it obtains most of its electricity requirement from its own renewable energy operations.

Among PERC’s power plants, MGPP consumes the most electricity for its operational needs. This is mainly due to the 24/7 operations of this baseload geothermal power plant. PERC has no formal program yet in reducing energy consumption across the Company. However, PERC implements practical means to save on consumption. Air-conditioning units are maintained at 24°C and run for only nine (9) hours in the staff's quarters and for eight (8) hours in office/logistics offices. Signs and reminders to conserve electricity are also installed around the office premises. During lunch break, a 1.5 hour lights-off is also observed daily. Energy management trainings for employees are also conducted to raise awareness on energy conservation and to help in establishing systems and processes to improve energy efficiency and usage.

Discussion on Opportunities

PERC is planning to implement formal monitoring guidelines and schemes to keep track of energy reduction initiatives. The baseline information can be a tool for financial and administrative planning and for designing energy management innovations.

Water consumption within the organization

Disclosure	Quantity	Units
Water withdrawal	173,616	m ³
Water consumption	173,616	m ³
Water recycled and reused	0	m ³

In 2024, there was an increase in water consumption and withdrawal compared to 2023 due to drilling well in geothermal project. Full operations also returned to normal (post-pandemic), which contributed to the increase in water consumption.

Water consumption within the organization

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC sites withdraw water from the local aquifers via deep wells. These deep wells have the necessary permits from the National Water Resources Board (NWRB). The maximum amount of water allowed to be withdrawn from the aquifer is set by the permit. The risks of water consumption are from over-extraction (which may lead to ground subsidence) and competition with the local community for the water resource (which may lead to negative community relations).

To manage the risk, PERC ensures that there is proper monitoring of water use in all power plants through a water flow meter. PSC also uses a water withdrawal logbook. MGPP uses water holding tanks in both of its Fluid Collection Reinjection System (FCRS) and power plant operations.

The biggest consumer of water among PERC's projects is MGPP, where freshwater is used to dilute and quickly cool the hot brine in the open thermal ponds before being reinjected back into the reservoir. Otherwise, water consumption within PERC is limited to domestic use in the power plants and offices.

Water reduction strategies include consistent preventive maintenance of water equipment and facilities and the rapid repair of leaks or damage in the water system. NWPP also reuses its non-potable water for other non-operational activities on site.

Discussion on Opportunities

PERC will implement formal monitoring schemes to closely manage and conserve water consumption. PERC will also continue to help in management of watershed areas such as in Makiling Forest Reserve adjacent to the MGPP.

Materials used by the organization

Disclosure	Quantity	Units
Materials used by weight or volume		
• Renewable	Not Applicable	kg/liters
• non-renewable		
• Solar PV panels	0	panels
• Aggregates and back-filling materials (gravel, sand, basecourse, backfill)	0	m ³
• Cement	0	tons
• Steel	0	kg
• Oil	0	liters

Materials used by the organization

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

The quantity of materials used per year is dependent on the Company's growth plan. Materials consumption is strictly monitored, because any wasted material translates to additional cost. Materials consumption is estimated based on previous projects'/previous years' consumption and activities for that particular year.

Another risk in using such materials is the generation of hazardous wastes, such as used oil from the maintenance of the turbines. Hazardous wastes have a potential impact on the environment and human health if not handled, stored, or treated properly. More in-depth discussion on hazardous waste management is found in the Hazardous Waste Management section.

Discussion on Opportunities

PERC will start monitoring the renewable and non-renewable materials used in day-to-day operations, such as the reams of paper, printer ink cartridges, and other office supplies used in the Head Office, so there is awareness of the amount of materials used and the Company can plan on how to save on usage.

Ecosystems and biodiversity (whether in upland/watershed or coastal/marine)

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	<ul style="list-style-type: none"> Maibarara Geothermal Power Project in Sto. Tomas, Batangas Nabas Wind Power Project in Nabas-Malay, Aklan 	Power plants
Habitats protected or restored	<ul style="list-style-type: none"> Maibarara: 1 hectare through three planting activity Nabas: 7.14 hectares through tree planting activity 	ha
IUCN Red List species and national conservation list species with habitats in areas affected by operations	See separate tables below	

For Maibarara Geothermal Power Project:

Flora: Seven species are listed in the 2006 IUCN Red List of Threatened Species and DENR DAO 2007-01 (National Red List of Threatened Philippine Plants) as either vulnerable or critically endangered species (See table below). All the seven threatened species are trees.

Threatened Species recorded in the study area	Common name	Conservation status
<i>Artocarpus blancoi</i>	Antipolo	Vulnerable
<i>Celtis luzonica</i>	Magabuyo	Vulnerable
<i>Drynaria quercifolia</i>	Pakpak lawin	Vulnerable
<i>Koordersiendendron pinnatum</i>	Amugis	Vulnerable
<i>Macaranga grandifolia</i>	Takip asin	Vulnerable
<i>Parashorea malaanonan</i>	Bagtikan	Critically endangered
<i>Pterocarpus indicus</i>	Narra	Critically endangered

Fauna: No threatened species listed in the IUCN Red List and CITES List were recorded in the study area. Most of the recorded species are common and wide in distribution.

For Nabas Wind Power Project:

Flora: Only one (1) species is listed in the 2006 IUCN Red List of Threatened Species and DENR DAO 2007-01 (National Red List of Threatened Philippine Plants): narra (*Pterocarpus indicus*)

Fauna Seven (7) species are listed in the IUCN Red List and CITES. This means that hunting and trade of these species are strictly prohibited and is punishable by law under RA 9147 or the Philippine Wildlife Act of 1995.

Threatened Species recorded in the study area	Common name	Conservation status
<i>Sus cebifrons</i>	Visayan Warty Pig	Critically Endangered
<i>Macaca fascicularis</i>	Long-tailed macaque	CITES App. II
<i>Prionailurus bengalensis</i>	Leopard Cat	CITES II
<i>Spilornis cheela</i>	Crested Serpent Eagle	CITES II
<i>Haliastur indus</i>	Brahminy kite	CITES II
<i>Varanus salvator</i>	Water monitor lizard	CITES II
<i>Malayopython reticulatus</i>	Reticulated python	CITES II

Ecosystems and biodiversity

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Since PERC operates renewable energy power plants, attached risks related to biodiversity and ecosystem are inherently lower compared to operating fossil fuel power plants. However, these RE plants still have

environmental risks. Examples of which are some changes in surrounding landscapes during the construction process, bird strikes on wind turbine towers during operations, etc.

PERC uses technological measures and cooperation with the local community to reduce impact to biodiversity and ecosystems.

PERC has two (2) facilities located adjacent to protected areas and areas of high biodiversity value: Maibarara Geothermal Power Project (adjacent to Mount Makiling Forest Reserve [MMFR]) and Nabas Wind Power Project (adjacent to Northwest Panay Peninsula Natural Park [NPPNP]). The MMFR covers 4,244 hectares and is under the jurisdiction of the University of the Philippines-Los Baños (UPLB). The NPPNP covers 12,009 hectares and is under the jurisdiction of the Northwest Panay Biodiversity Management Council (NPBMC).

For NWPP, bird strikes are mitigated through DTBird - a shutdown-on-demand technology that was installed in the wind turbines to minimize bird mortality. This system consists of several modules including the detection, dissuasion, stoppage, and collision control when the presence of birds is detected near the turbines. As important, prior to development, the environmental impact assessment study revealed that the wind farm's project site is not a path for migratory birds.

The RE plants also take steps to be good partners with the protected area management agencies and with the local communities. MGPP has an ongoing Memorandum of Understanding (MOU) with UPLB to protect the Makiling forest through tree planting and allocation of support funds. The project funded the construction of two (2) watchtowers inside the MMFR to help in the protection and conservation of the area. The towers, similar to a lookout tower, serve as a forest station of MMFR forest guards so they can patrol the area against illegal activities, such as cutting of trees, slash and burn farming, etc.

MGPP also promotes habitat protection, which includes maintenance and protection of trees planted during the previous year. Planting and maintenance of flowering trees (fire trees *Delonix regia*) along the boundary of MMFR is covered by MOA between MGI and LGU of Sto. Tomas, Batangas in accordance with the policies of UPLB -College of Forestry and Natural Resources (UPLB-CFNR) which has jurisdiction over the area. The nearby communities were tapped for the tree planting activities, as well as the maintenance and protection of planted trees inside the MMFR.

In NWPP, the staff and communities partner together for an annual tree planting activity with continuous monitoring, protection, and maintenance of the planted trees. Information Education Campaign (IEC) on biodiversity and wildlife and forest protection for the host community are likewise conducted.

Discussion on Opportunities

In 2024, PERC launched its biodiversity-focused and revitalized environment program dubbed as ***We Power C.A.R.E.***, which focuses on **Conservation, Awareness, Restoration, and Eco-tourism**. This program is carried out in cooperation with national and local government units and PERC's host communities, under the guidance of University of the Philippines Los Baños (UPLB). The program was launched through a coffee table book titled, ***Power in Harmony: Harnessing Energy, Protecting Nature.***

The **conservation** aspect is directed at supporting and implementing conservation programs of 30 threatened species in the next thirty years. The program emphasizes the protection of biodiversity and the preservation of habitats for threatened species, through pollution studies, awareness campaigns and sustainable intervention projects. ensuring the maintenance of ecosystem balance. By actively engaging in

conservation efforts, PERC demonstrates its commitment to safeguarding natural resources, while promoting renewable energy.

The second aspect which is awareness aims at increasing the public's information and understanding on the importance of environment protection and ecological preservation. PERC believes that increased environmental awareness is key to igniting public support and passion for nature conservation. Through educational campaigns and community engagement activities, the program will raise awareness about the importance of environmental protection and encourages collective action.

The restoration component on the other hand, will focus on rehabilitating and restoring ecosystems that have been adversely affected by human activities or natural disasters. This will be carried out through utilization of bio-engineering measures and regreening initiatives.

In support of National Ecotourism Strategy and Action Plan, PERC will also roll-out eco-tourism initiatives that highlight the beauty and cultural heritage of natural areas while ensuring their protection. These efforts not only enhance the ecological health of the regions but also provide economic opportunities for local communities through responsible tourism practices.

Environmental impact management

Air Emissions

For 2024, PERC's renewable energy facilities generated a total of 475.36 GW of electricity, equivalent to 319,371 metric tons of CO2 avoided. This demonstrates the company's commitment in contributing to the reducing harmful air emissions.

Air Emissions

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As a developer and operator of renewable energy facilities, majority of PERC's overall GHG emissions are Scope 1 due to the fuel consumption of necessary equipment and vehicles. MGPP generates and uses its own electricity 24/7. NWPP also operates 24 hours, while TSPP generates its own electricity during the day and get feedback power from the main grid at night.

Basic energy reduction initiatives are already in place, such as use of energy-efficient lighting and equipment, scheduled operation of air conditioners in offices and staff quarters, and regular preventive maintenance of equipment for efficient usage.

The 20 MW Maibarara Geothermal Power Project has been approved under the Clean Development Scheme of the UN Framework Convention on Climate Change and is qualified for carbon credits. This approval signifies PERC's commitment to lower carbon emission through its renewable energy operations.

Discussion on Opportunities

PERC is targeting emissions reduction from transportation such as from fuel use through proper vehicle

assignment (maximum seating capacity), carpooling in going to office, or by telecommuting, if applicable. At present, there is no explicit policy on reducing emissions.

PERC recognizes the opportunities in telecommuting as an alternative working arrangement to reduce GHG emissions. Although this is not possible for staff assigned in the power plant operations and maintenance, this can be applied to the staff in the business support units. PERC will continue to strengthen the robustness and security of its IT to allow for safe and efficient remote work for the staff whenever possible or needed. In addition, PERC will also increase its investments in online collaboration tools and platforms to enable staff engagement in a remote work setting.

Air pollutants

Disclosure	Quantity	Units
SO _x	Not Applicable	µg/Nm ³
Persistent organic pollutants (POPs)	Not Applicable	Kg
Volatile organic compounds (VOCs)	Not Applicable	Kg
Hazardous air pollutants (HAPs)	Not Applicable	µg/Nm ³
Particulate matter (PM)	Not Applicable	µg/Nm ³
H ₂ S (for MGI only)	Below 0.007	ppm

*Air pollutant disclosure from MGPP only. NWPP and TSPP do not emit air pollutants during operations.

Air pollutants

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As a developer and operator of renewable energy power plants, PERC emits much less air pollutants compared to power plants using fossil fuel. PERC's major source of air pollutants during operations is the MGPP. The NWPP and TSPP do not emit air pollutants during operations. PERC also does not use ozone-depleting substances in its operations.

MGPP emits 97% less sulfur compounds and 99% less CO₂ compared to fossil fuel plants of similar size. In particular, geothermal plants emit NO_x, CO, and H₂S as part of its operations. Hydrogen sulfide is naturally found in geothermal reservoirs and is the source of the "rotten egg" smell in geothermal facilities.

In MGPP, H₂S levels are monitored regularly through Continuous Air Monitoring Stations (CAMS) located upwind and downwind the project site.

Discussion on Opportunities

PERC will continue to monitor emissions and ensure compliance with the standards set by regulatory agencies. The Company will also look into, and study, available applicable technologies and process improvements that could help reduce air pollutants.

PERC is also studying the viability of H₂S abatement systems. These systems, however, have not yet been installed in any local geothermal plants and have unconvincing success rates abroad. More information can be found in the Significant Impacts to Local Communities section.

Solid and Hazardous Wastes

Solid Waste

Disclosure	Quantity	Units
Total solid waste generated	22,342	kg
Reusable	0	kg
Recyclable	5,171	kg
Composted (landscaping waste + composted food waste)	2,716	kg
Incinerated	0	kg
Residuals/Landfilled	7,895	kg

In 2024, solid waste generated was due to drilling activities in Maibarara geothermal power plant. Waste monitoring and management are in place to ensure that effects of these wastes are mitigated. There was also an increase in recycling activities in the different sites because of the waste-to-ecobrick project. The said project involves reprocessing plastic wastes and turning them into ecobricks. These bricks can be used as alternative construction materials to replace traditional materials. The project is carried out in cooperation with host communities and partner schools to ensure the sustainability of the project.

Solid waste management

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Solid waste is a risk to both human health and the environment as a whole. Improper disposal of solid waste could lead to the spread of diseases and release of harmful substances into the environment. It also opens the Company to legal and financial repercussions.

The power plants are able to either compost or reuse food and garden waste. Food waste from the kitchen of the Control Buildings and the power plants is collected and composted or given to community members to be used as feed for domestic animals. Fruit and vegetable peelings and garden wastes are also composted.

The power plants also generate recyclable waste such as scrap tires, PET bottles, and cans. Scrap tires are donated to schools to be converted into planters. PET bottles are turned into eco-bricks as part of a community recycling initiative with nearby schools and communities.

All other recyclable materials and non-recyclable materials are disposed through DENR-accredited waste haulers. At present, the waste generation in the head office is not monitored. Overall, all power plants strictly comply with the proper management and disposal of wastes in relation to RA 9003 and RA 6969 of DENR EMB.

Discussion on Opportunities

PERC is looking forward to implementing more projects focused on upscaling wastes to be converted into more useful materials. The Company will also look at expanding the eco-brick project to involve more stakeholders. Another project under study is the provision of mobile libraries converted from a container van. These and other recycling initiatives will be more formalized and monitored.

Hazardous Waste

Disclosure	Quantity	Units
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Total weight of hazardous waste generated		
• Used lead acid batteries (D406)	1,536	kg
• Used oil (I101)	9,490	Liters
• Busted fluorescent lamps (D407)	79	kg
• Waste electrical and electronic equipment (M506)	2,197	kg
• Other hazardous waste	8,990	kg
Total weight of hazardous waste transported/disposed properly	15,523	kg

Hazardous waste management

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Renewable energy power plants generate much less hazardous wastes compared to fossil fuel power plants. Such wastes have potential impact on the environment and human health if not properly handled. Risks applicable to PERC's operations include accidental spills, deliberate releases into the environment, improper storage, and improper disposal.

All PERC power plant operations comply with DENR rules and regulations on hazardous waste handling, storage, transport, and treatment/disposal. Each project site has a Pollution Control Officer (PCO) who is responsible for organizing the collection, transportation, , and disposal of hazardous waste off-site. In MGPP, the monitoring and management of hazardous waste has been formalized in the *Management of Waste from Geothermal Operation* manual.

Prior to disposal, all hazardous wastes are stored in impermeable and covered bins within a designated onsite hazardous waste storage facility. Training for hazardous waste handling and storage is also provided for personnel such as security, janitorial, and third party contractors, who may come into contact with the hazardous waste.

Used oil from the wind and geothermal power plants are disposed in partnership with *Bantay Langis*, the used oil recycling program of ABS-CBN Lingkod Kapamilya Foundation, Inc. (ALKFI). PERC donates the monetary value of the used oil to ALKFI, which goes to the Foundation's environmental protection programs.

All other hazardous wastes are transported and treated by hazardous waste transporters and treaters accredited by DENR. All treated wastes are issued with a Certificate of Treatment/Disposal by the partner treater.

Discussion on Opportunities

PERC may extend the partnership with ALKFI for hazardous waste to other projects. Current protocols, procedures, and technologies used may also be assessed to see if there are ways to minimize the generation of hazardous waste. An onsite audit of hazardous waste treaters' facilities may also be conducted to ensure that the hazardous wastes are treated properly.

Effluents

Disclosure	Quantity	Units
Total volume of water discharges	173,616	m ³

Percent of wastewater recycled	0	%
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Effluents

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Improper wastewater discharge has a negative effect on the environment through pollution, increased sedimentation, and potentially spreading of diseases. It also opens the Company to legal repercussions.

All the power plants generate domestic wastewater. The wastewater goes through a three-chambered septic tank with concrete flooring. Once full, the septic tank is siphoned by an accredited third party contractor for proper disposal. The building where the head office is located also has its own septic tank.

In addition to effluents, MGPP also monitors the water quality of the brine used in its turbines.

MGPP uses a single-flash, condensing steam power cycle. The setup pumps hot water at high pressure from the reservoir into a “flash tank” on the surface. Because the flash tank is at a much lower temperature, the hot water quickly “flashes” into steam. The steam powers the turbines that generate electricity. Afterwards, the steam is cooled and condenses back into water (the brine). The brine is dumped into a thermal pond to allow further cooling, before it is reinjected into the ground through the reinjection wells.

The brine is not considered “effluent” because it is not discharged into the environment after use but is still monitored because it may contain heavy metals that could contaminate groundwater. It is monitored through regular sampling and checking of its components.

Discussion on Opportunities

PERC will continue to research on and study available technologies that may help in managing water discharges. The Company will also continue to ensure compliance with regulatory obligations and ensure that any water discharge will not harm the environment and surrounding communities.

Environmental compliance

Non-compliance with Environmental Laws and Regulations

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	PhP
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	#
No. of cases resolved through dispute resolution mechanism	0	#

Environmental compliance

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC prioritizes compliance with all environmental laws applicable to the Company’s operations. Any non-

compliance has regulatory risk, resulting in fines and/or sanctions which would affect the Company's credibility or worse disrupt the Company's operations. More importantly, the risk of actual environmental damage may also affect the Company's relationship with surrounding communities. Reputational risk is also present, as non-compliance may result in the stakeholders losing confidence in PERC.

PERC's approach in implementing compliance is to ensure that each project site has a DENR-accredited Pollution Control Officer (PCO) who is responsible for complying with permitting and reportorial requirements. An annual strategic and assessment planning is conducted with the PCOs in order to assess and strategize plans and programs for the coming year. PERC's good relationship with the local community also gives it the opportunity to investigate or remedy potential complaints before it becomes a regulatory issue.

Discussion on Opportunities

PERC will continue to foster good relationships with regulating agencies and local communities to ensure that environmental issues are easily monitored, documented, and remedied. PERC will also capitalize on existing collaborative and online tools to allow for a centralized monitoring and documentation among the PCOs. PERC will also explore on how to use analytics to better understand environmental data and enable the Company to predict and anticipate possible environmental issues.

SOCIAL

Employee Management

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees ¹	173	#
a. Number of female employees	60	#
b. Number of male employees	113	#
Attrition rate ²	2.85	%
Ratio of lowest paid employee against minimum wage	1.48:1	ratio

1 Disclosure includes permanent employees only

2 Attrition rate = (no. of new hires – no. of turnover)/(average of total no. of employees of previous year and total no. of employees of current year. May also be considered as Labor Turnover.

Employee benefits

List of Benefits	Y/N	FEMALE		MALE	
		% coverage	% availed	% coverage	% availed
SSS	Y	100%	23%	100%	24%
PhilHealth	Y	100%	0%	100%	0%
Pag-ibig	Y	100%	23%	100%	23%
Parental leaves ¹	Y	100	0	100%	2%
Vacation leaves	Y	100%	92%	100%	81%
Sick leaves	Y	100%	80%	100%	32%
Medical benefits (aside from PhilHealth)	Y	100% coverage for female and male As of August 2023 to December 2024			
Housing assistance (aside from Pag-ibig)	N				
Retirement fund (aside from SSS)	Y	100%	0	100%	0
Further education support	N				
Company stock options	N				
Telecommuting	Y	58%	58%	19%	19%
Flexible-working Hours	Y	42%	42%	47%	47%

COVERAGE – Proportion of employees who are entitled to receive that benefit. Unless otherwise stated, discussion on coverage is based on total number of male and female permanent employees.

AVAILED – Proportion of covered permanent employees who used the benefit

1 Parental Leaves include Maternity, Paternity, and Solo Parent leaves

Employee hiring and benefits

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Due to its technical operations, PERC requires personnel with highly technical skill sets. Because of this, there is high competition among energy companies for skilled personnel. The Company implements stringent, non-discriminatory applicant screenings to ensure not only skills and job match, but diversity in the workforce. The

Company also continuously studies industry best practices in compensation and benefits to create competitive and attractive employment offers to new hires.

Once hired, employees benefit from a strong mentor-mentee approach, where coaching and in-house training are extensively practiced. Reporting lines among senior management, middle management, and rank-and-file employees are kept simple and non-bureaucratic to encourage constant communication and learning across all levels. These ensure that strong work ethics are passed on and cultivated among the staff.

PERC offers competitive compensation and employee benefits and promotes work-life balance. To keep talents within the Company, PERC invests in employee well-being programs to maintain high morale and keep employee turn-over low. The Company also promotes teamwork by ensuring proper turnover of tasks during leaves of absence. This allows the employee to take time off when needed, while ensuring continued function of the business unit during his/her absence. Employees are also provided with career and professional growth opportunities to maximize their talents and abilities.

PERC also provides further educational support by sending its staff to various certification trainings. Key staff are sent to supervisory and managerial training courses in the Asian Institute of Management (AIM). Engineers are also sent to attend technical courses overseas in geothermal, wind, and solar power plant operations and management.

Discussion on Opportunities

To further promote work-life balance among employees, PERC will explore the applicability of telecommuting to allow the staff to have more time with their families. Furthermore, as the Company grows and become more profitable, PERC will study how it can provide additional incentives and long-term benefits to its employees.

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees	6,004	hours
a. Female employees	2,640	hours
b. Male employees	3,364	hours
Average training hours provided to employees	34.70	hours/employee
a. Female employees	44.00	hours/employee
b. Male employees	29.77	hours/employee

Employee training and development

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As a Company operating in a highly technical field, PERC needs to constantly update its employees' knowledge and expertise. Since PERC personnel consists of highly trained individuals with a specific set of technical skills, the Company identifies employee piracy by other energy companies as a risk.

To address this, the Company continuously provides in-house and external trainings to employees to promote career and professional growth. There is also a service bond for every training rendered, depending on the total training cost.

Discussion on Opportunities

PERC will continue to provide trainings to the employees. This will also serve as venues to identify future

leaders of the Company to ensure business sustainability. Career development activities also allow the HR Department to review career gaps and design more effective training programs for employees.

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	0	%
Number of consultations conducted with employees concerning employee-related policies	Not Applicable	#

PERC employees are not covered by a Collective Bargaining Agreement.

Labor-Management relations

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Good relationships between PERC management and employees are necessary for PERC's business sustainability. Risks related to labor-management relation include business disruptions due to potential negative impact of employee-employer or employee-employee conflicts. To address these risks, PERC ensures that platforms for grievances are well-established and communicated to employees.

PERC employs a peace mechanism to resolve employees' grievances and concerns with other employees. In the mechanism, the employees are advised to try to resolve the grievances as close to the source as possible through informal or verbal means. If the matter still cannot be resolved, the process continues and becomes formal, wherein complainants must submit a written complaint to be followed by a mediation meeting. Should the parties fail to reach amicable settlement, the grievance shall be elevated before a panel of three (3) members to finally resolve the dispute.

At the management level, employees are consulted, usually informally or through direct communication, if there are issues or concerns that could affect how they work, such as policy changes. To ensure a good working environment, the Company also organizes teambuilding sessions and social gatherings among employees. These activities enable the group to form a strong bond among one another and to promote teamwork.

Discussion on Opportunities

To further strengthen labor-management relations, PERC will promote more open dialogues and communication across all levels of function. PERC will also design and distribute a PERC Employee Handbook to help the employees understand PERC's corporate culture, core values, and principles. The Handbook will also contain operational guidelines that will equip the staff to work harmoniously with others and to help them adapt, innovate, and evolve as a PERC employee and as a person. Furthermore, PERC will continue to offer career improvement and work-life balance opportunities so the employees will feel valued and inspired.

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	35	%
% of male workers in the workforce	65	%
Number of employees from indigenous communities and/or vulnerable sector*	0	#

**Vulnerable sector includes, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).*

Diversity and equal opportunity

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC values diversity by observing non-discriminatory practices in the hiring process. PERC focuses on capabilities, skills, and qualifications of potential employees. This allows PERC to reduce risks associated with lack of diversity, including unwanted limitations in perspectives that can affect effective product and service development and highly-informed decision making. Promoting diversity can also help manage risks to brand and reputation.

The Company has started providing more local and international training in management and energy systems for female employees. Female engineers are also assigned to take on more supervisory roles in resource management and operations.

PERC is also providing opportunities to hire from local communities for the upkeep and simple maintenance works in the power plant sites. In PWEI, local communities were trained to install the geotextile and coco-fibers used for slope stabilization.

Discussion on Opportunities

PERC recognizes that there are still opportunities to explore in terms of increasing female participation in traditionally male-dominated units such as in operations, which can positively impact brand and reputation and organizational perspectives.

The Company will continue the increased training opportunities and availability of supervisory/managerial roles for female engineers.

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours ¹	1,354,859	Man-hours
No. of work-related injuries	2	#
No. of work-related fatalities	0	#
No. of work related ill-health	37	#
No. of safety drills/trainings	1,505	hours

¹ Safe man-hours for 2023.

Occupational health and safety

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Given the nature of renewable energy power plants, there are several safety-related risks. For example, there are risks associated with working on heights for wind farm operations. The plants are also exposed to risks like earthquakes, fires, typhoons, and other natural disasters, which may result in safety incidents. There are also manmade risks such as risks in operating large equipment and working with chemicals and hazardous

materials.

To mitigate these risks, standard operating procedures for health and safety of the highest standards are observed. This is to ensure a safe working environment for employees. There are Safety and Security Officers assigned to all sites to ensure that safety and health standards are implemented. Since there is a risk in working at heights, PERC provides trainings and certifications specifically for that job. Annual first-aid drills are done in all sites.

There are also annual OHS seminars and trainings to ensure that employees are updated on best practices in health and safety. In 2024, 1,505 training hours were dedicated to health and safety training. To further promote a culture of safety, the Company gives incentive tokens to employees if they are able to perform with no lost time accident.

As a result of PERC's safety program and initiatives, PERC's operating power facilities have been recognized for excellence in occupational safety by the DOE and Safety and Health Association of the Philippine Energy Sector, Inc. (SHAPES, Inc.).

Discussion on Opportunities

PERC will continue to cultivate the culture of health and safety across its operations. The Company will work continuously with other OHS practitioners to enable a sharing of best practices in OHS.

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallows violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the Company policy
Forced labor	No	
Child labor	No	
Human rights	No	

Labor laws and human rights

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC ensures ethical business by abiding by its Code of Ethics and Business Conduct. While forced labor, child labor, and human rights are not explicitly discussed in formal policies, existing laws and regulations on labor and human rights are deemed written in the Company's policies and are strictly observed as part of the Company's compliance with all national and local laws and regulations around these issues.

Discussion on Opportunities

There is an opportunity for PERC to strengthen its commitment to the promotion of human rights. PERC

could include in its Company policies, specific provisions on human rights, including anti-child labor, anti-forced labor, and respect for vulnerable groups.

Supply Chain Management

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy: YES

Procurement Shared Services (PSS) is a shared procurement services organization for all YGC members, including PERC and its subsidiaries. It is responsible for providing essential procurement shared services to YGC members including, but not limited to, vendor management, strategic sourcing of repetitive items, management of big ticket purchases, enterprise spend analysis, and procurement risk management. It also develops, implements, and enforces procurement policies, procedures, guidelines, and practices for all YGC members. Aside from this, PERC also has its own Supplier Accreditation Policy.

Procurement Shared Services (PSS) Supplier Accreditation Policy:

Topic	Y/N	Link or reference to policy
Environmental performance	N	Not explicitly mentioned in the PSS Supplier Accreditation Policy, but potential suppliers must submit copies of relevant valid environmental permits as part of the Supplier Profile Form required for accreditation.
Forced labor	N	Not explicitly mentioned in the PSS Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Child labor	N	Not explicitly mentioned in the PSS Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Human rights	N	Not explicitly mentioned in the PSS Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Bribery and corruption	Y	Code of Ethics for Suppliers, section on Bribes, Kickbacks, and Gifts from Suppliers

PERC Supplier Accreditation Policy:

Topic	Y/N	Link or reference to policy
Environmental performance	N	PERC-OP-01A Accreditation of Suppliers <ul style="list-style-type: none"> Required environmental permits, if any
Forced labor	N	Not explicitly mentioned in the PERC Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Child labor	N	Not explicitly mentioned in the PERC Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Human rights	N	Not explicitly mentioned in the PERC Supplier Accreditation Policy, but it is implicit due to suppliers being required to comply with all laws.
Bribery and corruption	Y	Section 18: Bribery as cause for blacklisting of accredited supplier

Supply chain management

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC identifies possible risks related to uncontrollable external factors (e.g. a pandemic) that have a large impact on the general economy and could possibly affect PERC's supply schedules and availability. To mitigate

this, PERC partners with international and local suppliers with good record and credibility. These firms are known to have good practices in business continuity and are backed by strong financial and management foundation.

The PERC supplier accreditation process is subject to the following:

1. Supplier's submission of required documents;
2. Site visit of PERC Purchasing and Logistics;
3. Report on site visit, quality of items delivered, and interview of the Supplier's various suppliers and other customers; and
4. Review and approval by the Accreditation Committee.

Suppliers are assessed based on credentials of the company, including its track record on compliance with existing laws and regulations, price and credit terms, span of business to other clientele, years in business, capitalization, and successful transactions with others.

PERC reviews the list of accredited suppliers annually. Product and service review include the following criteria: quality of products and services in compliance with requirements, compliance with delivery time, competitive prices and terms of payments, timely responses to queries, and after-sales service. In addition, under provision No. 18 of the PERC's Supplier Accreditation Policy, suppliers are blacklisted if found to be bribing anybody in the Company.

At present, the PERC accreditation policy does not include assessment of environmental and social risks, aside from required regulatory compliance (e.g. DENR permits, DOLE clearance, etc.). The policy is also limited to Tier 1 suppliers, so this may affect the effectiveness of suppliers' assessment and key supply chain risks may be overlooked.

Discussion on Opportunities

PERC may explore enhancing supplier assessment to include other sustainability criteria. Moreover, PERC can also work on including Tier 2 suppliers (sub-suppliers) to enhance evaluation and minimize exposure to supply chain risks.

Relationship with Community

Significant Impacts on Local Communities

Operations with significant (positive or negative) impacts on local communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable groups (if applicable) *	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if positive)
Maibarara Geothermal Power Project	Sto. Tomas, Batangas	Not Applicable	No	Odor coming from the geothermal plant caused	Continuous Air quality Monitoring System (CAMS) installed near facility, shows H ₂ S

				by H ₂ S	concentrations are within or below DENR standards Constant engagement with community to educate them on plant operations and reassure compliance with DENR
Nabas Wind Power Project	Nabas-Malay, Aklan	Not Applicable	No	Local hiring for applicable jobs	Health, Education, and Livelihood Projects
Tarlac Solar Power Project	Tarlac City	Not Applicable	No	Local hiring for applicable jobs	Health, Education, and Livelihood Projects

**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational and provide a copy or link to the certificates if available: **NOT APPLICABLE**

Certificates	Quantity	Units
FPIC process is still undergoing	Not Applicable	#

Significant impacts on local communities

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As an operator of RE generation facilities, PERC has much less impact on the local community compared to standard fossil fuel power plants. However, impacts still exist through potential air pollution from the power plants (geothermal) and competition for water resources. PERC mitigates these by complying with all environmental regulations and consistent engagement with the community.

An example of this is the engagement between MGPP and a nearby residential community. The residential community complained of foul odor coming from operations. The odor was hydrogen sulfide (H₂S), which is a gas that is inherent in all geothermal fields and is not “generated”. In 2013, MGPP installed two Continuous Air Quality Monitoring Stations (CAMS) to monitor H₂S: one in the upwind and one in the downwind side of the project area, about 400-500m from the power plant complex.

Results of the CAMS show that H₂S levels are below the DENR ambient limit of 0.07ppm. Additional air quality monitoring through the services of an independent third-party has been implemented since 2015, even if complaints were not coming from residents nearest the community, but from an affluent gated community farther away from the project site. MGPP continues to hold dialogues with the community by giving numerous presentations explaining how a geothermal power plant operates and how its environmental and social impact are mitigated and managed.

PERC’s projects involving the local communities have also received recognition both locally and

internationally. Some of these include:

- **2017:** Asian Power Magazine with the 2017 Environmental Upgrade of the Year Award for its innovative environmental protection program that simultaneously enhances the ecotourism value of the area while providing livelihood and skills development for its host communities;
- **2018:** PWEI received a citation from DENR, commending its efforts on the site rehabilitation and restoration. In the citation, DENR requested to present its environmental programs to other contractors and project developers in Aklan to serve as guide and model;
- **2019:** PSC was chosen by ASEAN Business Awards as the Philippine winner; and
- **2017 to 2019:** PERC received the Outstanding Community Awards from PEZA for three (3) consecutive years.
- **2020:** PWEI received the Top Community Care Award from MORS' Asia Corporate Excellence & Sustainability Awards (ACES)
- **2020:** PSC became a Hall of Fame Awardee of PEZA's Outstanding Community Awards
- **2022:** Corporate and Safety Excellence Award & Outstanding Safety Professional Award (awarded by DOE and SHAPES) was given to MGI and Maibarara Geothermal Power Project and PEZA's Outstanding Community Project Award for 50MWDC Tarlac-1 Solar Power Project
- **2023:** Top Community Care Companies in Asia was given by Asia Corporate Excellence & Sustainability Award to PetroWind Energy Inc.
- **2024:** PERC received the Golden Arrow Award from the Institute of Corporate Directors (ICD). Top Award for CSR in Education was given to PetroWind Energy Inc.'s Basic Education Support through Technology (BEST) Project, by the League of Corporate Foundations. MGI was also given the Geothermal Power Project of the Year (Silver) by Asian Power Awards and the Environmental Upgrade of the Year - Philippines and Wind Power Project of the Year - Philippines were bestowed to PetroWind Energy Inc.'s Nabas Wind Power Project.

Discussion on Opportunities

To improve further the relationship with communities, PERC will continue its CSR program under the *We Power H.E.L.P.* banner. The Company will also assist the communities so that they could access RE incentives, such as the ER1-94 Benefit to Host Communities from the DOE. PERC will assist them in terms of drafting project proposals, opening bank accounts, and implementing and monitoring approved projects.

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction	None	Not Applicable

Customer management

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As an energy generator, PERC's customers are retail electricity suppliers, Wholesale Electricity Spot Market (WESM) participants, and the government as represented by the National Transmission Corporation (TransCo). Risks in customer management include being unable to meet contractual demands due to force majeure or abrupt changes in government policies, which may lead to decreased customer satisfaction and possible termination of supply contract.

To mitigate this risk, PERC ensures a good relationship with its customers through constant meetings and dialogues.

Discussion on Opportunities

Currently, PERC does not have a formal survey questionnaire to score customer satisfaction, but this can be included as one area for improving future customer management.

Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety*	0	#
No. of complaints addressed	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

Health and Safety

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

PERC considers the health and safety of its product (electricity from renewable energy) to be a top priority. Risks include potential damage to equipment and loss of life.

PERC supplies electricity from renewable energy to the grid. Prior to the start of any project, a Grid Impact Study is done with the National Grid Corporation of the Philippines (NGCP) to ensure that the grid can handle the generated electricity. From the geothermal steam turbines, wind turbines, and solar panels, the electricity goes to the switchyard then to a substation so it can be safely (with correct voltage) distributed through the transmission lines, and finally to household and industrial end-users.

Discussion on Opportunities

PERC is currently evaluating its policies to ensure that it continues to protect customer health and safety and that the policies are updated and compliant with current laws and regulations.

Marketing and labelling

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling*	0	#
No. of complaints addressed	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

Company marketing and labelling is not material to PERC, as its customers are retail electricity suppliers, WESM participants, and TRANSCO.

Customer privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy*	0	#
No. of complaints addressed	0	#
No. of customers, users and account holders whose information is used for secondary purposes	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

Customer privacy

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

As a matter of policy, PERC respects and upholds data privacy rights and ensure that all personal data collected from customers, suppliers, and other third parties are processed pursuant to the provisions of the Data Privacy Act of 2012. Risks due to loss of customer privacy include damage to the companies' reputation, disruption in operations, possible legal liabilities, and financial loss.

To mitigate the risk, PERC puts utmost importance to the privacy of its external and internal customers through the following data handling guidelines:

- PERC only collects data for the Company's business purpose and interest
- PERC receives consent from customers through signed Data Protection and Confidentiality Agreements
- The access to and use of collected data are only allowed by authorized representatives of PERC and are protected by adequate physical and digital protection.
- Data that are no longer necessary are deleted, except in cases identified by PERC's Legal and HR Departments.

PERC is also covered with Cyber Insurance Policy that includes protection to Data Privacy exposures. In 2024, PERC did not receive any substantiated complaints on customer privacy. PERC has also designated a Data Privacy Officer (DPO) and has implemented a Data Privacy Manual.

Discussion on Opportunities

PERC can still improve its adherence to the Data Privacy Act by strengthening its policies on data privacy and constant awareness promotion and education among its employees.

Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#

Data security

Discussion on Impacts and Risks: Where they occur, stakeholders affected, and management approach

Increased use of technology also increases the risks in cyberattacks and data breaches. This is a risk that is also recognized by PERC for its power plant and business operations. To mitigate the risk, PERC strengthened its IT infrastructure and processes. This includes security hardening, standardization, and implementation of IT policies and guidelines for all employees. PERC also ensures that Cyber Insurance is in place and up-to-date to mitigate cyber fraud and cybersecurity risks.

Discussion on Opportunities

PERC's data security can be improved further by strengthening adherence to Data Privacy Act and ensuring that employees are aware on how to avoid data breaches and leaks.

UN SUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Renewable energy	7.2 Increase in global percentage of renewable energy 7.B Expand and upgrade energy services for developing countries	Land use changes Potential impacts to biodiversity Competition with local community for freshwater sources	Environmental Impact Assessment (EIA) for project sites Site rehabilitation and protection through bioengineering measures Partnership with PAMB, LGUs, NGOs, local community, and other stakeholders for biodiversity protection Controlled usage of freshwater

PetroEnergy Resources Corporation (PERC) renewable energy (RE) subsidiary PetroGreen Energy Corporation, has equity ownership in three (3) companies that operate five (5) separate power stations:

- Maibarara Geothermal, Inc. (MGI), developer and operator of Maibarara-1 (20 MW) and Maibarara-2 (12 MW) Geothermal Power Project in Sto. Tomas, Batangas;
- PetroWind Energy Inc. (PWEI), developer and operator of Nabas-1 (36 MW) and Nabas-2 (13.2 MW) Wind Power Project in Nabas-Malay, Aklan
- PetroSolar Corporation (PSC), developer and operator of Tarlac-1 (50 MW_{DC}) and Tarlac-2 (20 MW_{DC}) Solar Power Project in Tarlac

COVER SHEET

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SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1 2

Month

3 1

Day

(Fiscal Year)

17C

7

Month

2 7

Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC
FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **March 19, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-008880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

1605
Postal Code

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	568,711,842 shares

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

On November 29, 2023, the Board approved the termination of the services of **Rizal Commercial Banking Corporation (“RCBC”)** through its **Stock Transfer Department**, as the Company’s Stock Transfer Agent, and the engagement of **RCBC Trust Corporation** as the Company’s new Stock Transfer Agent, following RCBC’s spin-off of its Trust and Investments Group into a Stand-Alone Trust Corporation, pertaining to the RCBC Trust Corporation, effective on **March 27, 2024**.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Compliance Officer
Alternate Information Officer

/mdr

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Mar 19, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building, ADB Ave., Ortigas Center, Pasig City

Postal Code

1605

8. Issuer's telephone number, including area code

(632) 8637-2917

9. Former name or former address, if changed since last report

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 12-1 - Change in Stock Transfer Agent

References: Section 12 of the Revised Disclosure Rules

Subject of the Disclosure

Change of Stock Transfer Agent

Background/Description of the Disclosure

Following the spin-off of the stock transfer business of the Trust and Investments Group of Rizal Commercial Banking Corporation ("RCBC") to RCBC Trust Corporation, the Company approved the appointment of RCBC Trust Corporation and the termination of RCBC as the Company's stock transfer agent subject to compliance by RCBC Trust Corporation of regulatory requirements.

Details of Changes in Stock Transfer Agent

Date of Approval by Board of Directors	Nov 29, 2023
Previous Stock Transfer Agent	RCBC Stock Transfer Department
Effective Date of Termination	Mar 27, 2024
New Stock Transfer Agent	RCBC Trust Corporation
Date of Engagement	Mar 27, 2024
Effective Date of Engagement	Mar 27, 2024

Reason(s) for Replacement

RCBC's spin off of its Trust and Investments Group into a stand-alone trust corporation, pertaining to the RCBC Trust Corporation

Other Relevant Information

This particular amendment is being made to change the dates from "TBA" to March 27,2024 for the following:

- (1) Effective date of Termination of RCBC Stock Transfer;
- (2) Date of Engagement with RCBC Trust Corporation; and
- (3) Effective Date of Engagement with RCBC Trust Corporation.

Please see attached Amended SEC Form 17C.

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary

COVER SHEET

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SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1 2 3 1

Month Day
(Fiscal Year)

SEC OTHER FORMS

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **March 21, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **AS094-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Please be informed that during the in-person Regular Board of Directors' meeting of PetroEnergy Resources Corporation held on March 21, 2024, with a quorum present, the Board of Directors approved the scheduling of its Annual Stockholders' Meeting on July 18, 2024, at 4:00 PM (venue to be announced). The record date for stockholders entitled to notice and voting rights at the meeting is set for May 27, 2024.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **March 21, 2024**

COVER SHEET

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SEC Registration Number

P	E	T	R	O	E	N	E	R	G	Y		R	E	S	O	U	R	C	E	S		C	O	R	P	O	R	A	T	I	O	N

(Company's Full Name)

7	T	H		F	L	O	O	R		J	M	T		B	U	I	L	D	I	N	G										
A	D	B		A	V	E	N	U	E		O	R	T	I	G	A	S		C	E	N	T	E	R							
P	A	S	I	G		C	I	T	Y																						

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1	2	3	1
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Month Day
(Fiscal Year)

SEC 17C

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Month Day
(Annual Meeting)

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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

--

Domestic

--

Foreign

To be accomplished by SEC Personnel concerned

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File Number

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LCU

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Document ID

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Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **March 25, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

1605
Postal Code

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
---------------------	---

Common stock	568,711,842 shares
---------------------	---------------------------

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Yuchengco-led PetroGreen Energy Corporation (PGEC) has successfully secured a loan facility from Rizal Commercial Banking Corporation (RCBC) for its 27.5 MW (megawatts) Dagohoy Solar Power Project (DSPP) in Dagohoy, Bohol. The loan will provide Php 834 Million of capital to be used for the construction of DSPP, which is targeted to be completed by 4Q of 2024.

“This is a significant milestone for PGEC as we accelerate and increase our renewable energy business and assets,” says Atty. Arlan P. Profeta, Senior Vice President for Corporate Services. “We have forged a time-tested and fruitful relationship with RCBC, which have resulted in successful implementation of our other RE projects and we are grateful that we are able to continue the partnership,” adds Atty. Profeta.

The DSPP is expected to be the first large-scale solar power facility in Bohol and will reduce the Province’ dependency from power coming from outside the island province. To date, PGEC has completed the site clearing and development, and the installation of PV solar panels will commence soon.

For their part, RCBC Corporate Banking Group Head Elizabeth E. Coronel expressed that “the private financial sector plays a vital role in the transition to a resilient, low-carbon world. RCBC believes that sustainability is a shared responsibility. This we gladly embrace alongside our stakeholders. Working with PGEC to fund their various renewable energy projects is very much consistent with RCBC’s sustainability initiatives and direction of supporting projects with positive impact to the environmental and society.

We are happy to partner with PGEC in our joint journey towards greening the Philippines.”

The DSPP has provided local employment, skills training, and health and education projects to its host communities, partner municipality, and the province of Bohol even during the initial site clearing and development which started in 2023.(see photo).

PGEC is the renewable energy arm of publicly-listed PetroEnergy Resources Corporation (PERC) and is a joint-venture with Kyuden International Corp. (KIC), the overseas investment unit of Kyushu Electric Power of Japan.



SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **March 25, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Mar 25, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroGreen Energy Corporation Secures Financing for Bohol Solar Power Project

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name

 Louie Mark Limcolioc

Designation

Asst. Corporate Secretary

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

12

Month

(Fiscal Year)

31

Day

SEC 17C

Month

(Annual Meeting)

Day

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles
Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF
THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. **April 1, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **AS094-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Clarification on News Article:

We submit our reply in compliance with the Philippine Stock Exchange's request for clarification/conformation with respect to the news articles posted in various online sites on April 1, 2024. In the attached news article entitled "PetroWind's Aklan wind farm expands: Phase-2 ready for power generation" posted in Bilyonaryo.com, quoted as follows:

"PetroWind Energy Inc. (PWEI), a joint venture between the Yuchengco family's PetroGreen and Thailand's BCPG Public Co. Ltd. is on the verge of adding clean energy to the Panay sub-grid.

Phase-2 of its Nabas wind power project in Aklan, a 13.2-megawatt expansion, has secured crucial approvals for energization.

In March 2024, the Independent Energy Market Operator of the Philippines (IEMOP) approved Phase-2's registration with the Wholesale Energy Spot Market (WESM). This allows the project to sell its electricity through the market.

Following the WESM approval, the National Grid Corporation of the Philippines (NGCP) issued a certificate of approval to connect (CATC) on March 26. This green light permits PWEI to energize their new substation and initiate internal testing of the wind turbines.

. . . .

With the recent approvals, PWEI can proceed with internal testing and, if successful, grid compliance tests. This paves the way for Phase-2 to export clean energy to the Panay sub-grid."

In compliance with the Exchange's directive, PetroEnergy Resources Corporation (PERC) hereby confirms the accuracy of the information contained in the above-mentioned news article.

Regarding the specific inquiries:

1. The application of PetroWind Energy Inc. (PWEI) for registration of its 13.2MW Nabas Wind Power Plant Phase 2 as additional facility has been approved by the Independent Electricity Market Operators of the Philippines (IEMOP) on March 19, 2024.

2. Three (3) out of the six (6) wind turbine generators for the Nabas Phase-2 project are currently undergoing internal testing. Upon successful completion of internal testing, PWEI would be able to secure the Provisional Certificate of Approval to Connect as Generation Company from the National Grid Corporation of the Philippines (NGCP).
3. Upon receiving the Provisional Certificate of Approval to Connect as Generation Company from NGCP, PWEI will commence testing and commissioning of the turbines, facilitating the export of clean and renewable power, and providing much needed power supply to the Panay sub-grid.
4. Successfully exporting power to the grid will bolster the generation income of both PWEI and PERC, further enhancing their contributions to the renewable energy sector and overall energy sustainability efforts.

SIGNATURES

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

PETROENERGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 1, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Apr 1, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-13 - Clarification of News Reports

*References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

News articles posted in various online sites on April 1, 2024. In the attached news article entitled "PetroWind's Aklan wind farm expands: Phase-2 ready for power generation" posted in Bilyonaryo.com.

Source	Bilyonaryo.com
Subject of News Report	"PetroWind's Aklan wind farm expands: Phase-2 ready for power generation"
Date of Publication	Apr 1, 2024

Clarification of News Report

Please see attached SEC Form 17C.

Other Relevant Information

Included the date when the Company received the approval from IEMOP.

Filed on behalf by:

Name	 Louie Mark Limcolioc
Designation	Asst. Corporate Secretary

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

7	T	H		F	L	O	O	R		J	M	T		B	U	I	L	D	I	N	G										
A	D	B		A	V	E	N	U	E		O	R	T	I	G	A	S		C	E	N	T	E	R							
P	A	S	I	G		C	I	T	Y																						

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1	2
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Month Day
(Fiscal Year)

3	1
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SEC 17C

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Month Day
(Annual Meeting)

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(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **April 4, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

1605
Postal Code

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
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Common stock	568,711,842 shares
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11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

DOE, PetroWind and NGCP Add New Power Supply to Panay

Yuchengco-led PetroWind Energy Inc. (PWEI), the Department of Energy's (DOE) service contractor for the Nabas wind power project in Aklan, started the export of power from its Phase-2 expansion on April 4, 2024 following requisite approvals from the Independent Energy Market Operator of the Philippines (IEMOP) and National Grid Corporation of the Philippines (NGCP).

"We are pleased with the start of the commissioning of the Nabas wind power project Phase 2 as it delivers much needed power to the Panay sub-grid. This is the newest power station added to the system since the January 2, 2024 grid blackout and we congratulate PWEI for this milestone. This commissioning testifies to the efforts of our private sector partners, working with the administration, to boost the country's clean and renewable energy capacity in sustaining long-term economic growth particularly in northern Panay and Boracay," declared DOE Secretary Raphael P.M. Lotilla.

The commissioning followed the approval on April 3, 2024 by IEMOP and on April 4 by NGCP of the WESM registration of the project as a generation facility and its energization for power injection, respectively. First power exported to the grid was supplied by the first three 2.2 MW Vestas wind-turbine generators.

"We anticipate that this commissioning will eventually lead to the successful commercial operation of our Phase 2 expansion as the second wind power unit of PWEI and the sixth RE generating plant of PetroGreen Energy Corporation (PGEC). In supplying much needed electricity to Panay communities, we also look forward to the revenue stream from this investment. We are very grateful for the support not only of the DOE and its attached agencies NGCP, IEMOP, and ERC, but also that of our lender the Development Bank of the Philippines (DBP)," added F.G. Delfin Jr. President & CEO of PGEC. In February 2023, state-owned DBP provided a PhP 1.8 Billion loan to PWEI to partially fund the development and construction of the project.

PGEC and publicly-listed PetroEnergy Resources Corporation, both part of the Yuchengco Group of Companies (YGC), own a combined 60% equity interest in PWEI while BCPG Wind Cooperatief U.A., a subsidiary of Thailand's BCPG Public Company Ltd., owns 40%.



View of Nabas Wind Power Project, looking north; photo by PetroWind Energy Inc.

SIGNATURES

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

PETROENERGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 4, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Apr 4, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

DOE, PetroWind and NGCP Add New Power Supply to Panay

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary

COVER SHEET

A S 0 9 4 - 0 0 8 8 8 0

SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1 2 3 1

Month Day

(Fiscal Year)

17C

Month Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **April 15, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-008880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

**PetroWind's Phase 2 Re-endorsed by Malay SB
Following Support from DENR and Barangay Officials**

Following findings from the Department of Environment and Natural Resources Region 6 (DENR-6) of PetroWind Energy Inc.'s compliance to its various environmental permits for its 13.2 MW Phase 2 project, the Sangguniang Bayan (SB) of Malay re-endorsed the project last February 22, 2024.

PWEI started site development of the project in March 2023 after securing a PhP 1.8 Billion loan from Development Bank of the Philippines to partially fund the renewable energy project. The first three wind turbine generators (WTWTGs) located on the Nabas side were completed recently and started its testing and commissioning on April 4, supplying much needed electricity to power-starved Panay island. Work on the three remaining WTGs on the Malay side had to be put on hold after the Malay SB revoked the project endorsement it issued in January 2021, last August 2023 when PWEI's contractors had already been mobilized.

In response to the requests of Malay SB and Sangguniang Panlalawigan (SP) of Aklan to monitor the Phase 2 project and its impact to the environment, several DENR units conducted site inspections and documents review of the project from August 2023 to January 2024. DENR-6 and DENR – Environment Management Bureau (EMB-6) confirmed that PWEI's Phase 2 substantially complied with all environmental rules and regulations. Specifically, both agencies confirmed that gabions and silt barriers were installed, and siltation mitigation measures were properly implemented. Civil works spoils were hauled off to previously approved sites located outside of the project area. The DENR reports to the Aklan SP and Malay SB further affirmed that the development of Phase 2 did not affect nearby rivers and that PWEI followed the rules in stakeholder engagement and public consultation.

At the same time, Malay barangay officials of Argao and Cogon, expressed support for Phase 2. Barangay Argao chairman & SB Malay Ex-officio Member Mannie Casidsid said that the power project has the support of barangay council for as long as all mitigating measures will be put in place.

"If they will commit that proper monitoring will be implemented to ensure that Napaan River will not be affected, then we are okay with Phase 2. This will also greatly help us reach our goal of making Malay into a city," Casidsid said.

Meanwhile, officials of Barangay Cogon recognized that all development activities have certain effects on the environment. But such effects are temporary.

"As long as they put mitigating measures and ensures that the Project will not have adverse impact to our rivers, we are supportive of Phase 2. We need to consider the positive, long-term benefits of the Project," Cogon chairman Elnor Casidsid said.

###

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 15, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Apr 15, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroWind's Phase 2 Re-endorsed by Malay SB
 Following Support from DENR and Barangay Officials

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name	 Louie Mark Limcolioc
Designation	Asst. Corporate Secretary

COVER SHEET

A S 0 9 4 - 0 0 8 8 8 0

SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1 2

Month
(Fiscal Year)

3 1

Day
(Fiscal Year)

17C

Month
(Annual Meeting)

Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **April 15, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-008880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

At the meeting of the Board of Directors of PetroEnergy Resources Corporation, held on April 15, 2024, through electronic means of communication, at which meeting a quorum was present, upon recommendation by the Audit Committee, the Board approved and authorized the release of the 2023 Audited Financial Statements.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louis Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 15, 2024**

COVER SHEET

A S 0 9 4 - 0 0 8 8 8 0

SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1 2

Month Day
(Fiscal Year)

3 1

Day

17C

Month

Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **April 16, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **AS094-008880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
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Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

**PetroEnergy Records 30% Asset Growth and 9% Increase in
Consolidated Net Income for 2023**

PetroEnergy Resources Corporation (PERC), the Yuchengco Group of Companies' publicly-listed energy arm, recorded a **30% increase in its Consolidated Assets** in 2023 to ₱21.9 billion from ₱16.8 billion in 2022 and a **9% increase in its Consolidated Net Income** in 2023 to ₱944 million in 2023 from ₱863 million in 2022. These growth and improved performance

are mainly attributable to the acquisition of additional stakes in its existing renewable energy (RE) portfolio and to sustained and well-managed power plant operations.

The increases in Consolidated Assets and Liabilities result largely from PERC's acquisition from EEI Power Corporation (EEIPC) of a 20% direct equity interest in PetroWind Energy Inc. (PWEI), a 44% direct equity interest in PetroSolar Corporation (PSC), and an additional 7.5% equity interest in PetroGreen Energy Corporation ("PGEC", now PERC's 75%-owned subsidiary). These acquisitions have been funded through term loans from local banks. PERC's and PGEC's combined 60% equity in PWEI enabled the consolidation of PWEI's financials into that of PERC's, thus further increasing PERC's Consolidated Assets and Liabilities. Another reason for the increases is the start of the funding and construction of PWEI's 13.2 MW Phase 2 of the Nabas Wind Power Project in Aklan (6.6 MW is now under testing and commissioning).

The increase in Consolidated Net Income is attributable to the higher electricity sales of its RE projects and higher interest income generated by the proceeds from Kyuden International Corporation's 25% equity investment in PGEC. Electricity sales went up largely due to the full-year operation of the 32 MW Maibarara Geothermal Power Project—Units 1 and 2 (operated by Maibarara Geothermal, Inc. or "MGI") compared to 2022 when MGI conducted a scheduled major plant preventive maintenance activities for close to one month. PWEI's 2023 generation was likewise better, particularly due to higher wind speeds in the months of July and August 2023; while PSC's performance has been consistently good.

The RE projects' notable performance tempered the impact of the Impairment loss recognized on account of the decline in the valuation of PERC's minority interest in its oil assets in Gabon, West Africa, as well as the notional Remeasurement loss and amortization of an intangible asset in relation to the investments in PWEI.

Meanwhile, in scaling up its RE footprint, PERC, through PGEC, recently established Rizal Green Energy Corporation to hold and spearhead the development of new solar projects. Included in the pipeline are the four (4) solar projects located in the provinces of Bohol, Nueva Ecija, Pangasinan, and Isabela. These new projects already have secured offtake arrangements through the Green Energy Auction Program or with a private retail electricity supplier.

Reaping the returns on its RE investments, PERC received ₱163 million in dividends in 2023 from PGEC. In return, on November 29, 2023, PERC declared and paid a 5% cash dividend or ₱0.05 per share to its stockholders in December 2023.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 16, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Apr 16, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

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PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroEnergy Records 30% Asset Growth and 9% Increase in Consolidated Net Income for 2023

Background/Description of the Disclosure

Please see SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **April 18, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-008880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

**Trina Solar and PetroGreen Partner
to Accelerate Philippine Solar Adoption with 117MW Supply Agreement**

Trina Solar, a global leader in smart PV and energy storage solutions, and Philippine renewable energy developer PetroGreen Energy Corporation (a subsidiary of publicly-listed PetroEnergy Resources Corporation, a member of the Yuchengco Group of Companies) signed a master supply agreement (MSA) yesterday to facilitate the Philippines' solar energy expansion.

Under the MSA, Trina Solar will supply 117MW of high-performance PV solar modules to various projects in the Philippines spearheaded by PetroGreen's subsidiary, Rizal Green Energy Corporation (RGEC).

Combining Trina Solar's cutting-edge solar technology with PetroGreen's extensive experience in the Philippine renewable energy sector, this partnership is poised to significantly contribute to the Philippine government's target of 35% renewable energy by 2030.

Trina Solar and PetroGreen has forged a steadfast partnership since 2015. The collaboration has already seen success with the delivery of 27MW of modules to PetroGreen's Dagohoy solar PV project on the island of Bohol. This project – which is reportedly the first large-scale solar farm on the island – is due to be completed this year. It aims to help the island province reduce its dependence on fossil fuels.

Building on this foundation of success, Trina Solar will also supply modules to PetroGreen's projects including those in the provinces of Nueva Ecija, Pangasinan, and Isabela.

Altogether, these projects will utilise more than 129,000 modules, generating an estimated annual energy yield of 129.14GWh. This amount of electricity is sufficient to power 53,800 Philippine homes each year based on average household consumption.

Todd Li, President of Trina Solar Asia Pacific, and Maria Victoria M. Olivar, PetroGreen's Vice President for Commercial Operations & Business Development signed the MSA in Singapore.



(L-R) Vanessa G. Peralta, Assistant Vice President for Corporate Communication, PetroGreen Atty. Maria Carmela D. Hautea, Associate Counsel, PetroGreen Maria Victora M. Olivar, Vice President for Commercial Operations & Business Development, PetroGreen Todd Li, President, Trina Solar Asia Pacific Elva Wang, Head of Southeast Asia, Trina Solar Asia Pacific Theresa Roperez, Country Manager (Philippines), Trina Solar Asia Pacific

The collaboration, as outlined in the MSA, underscores the commitment of both entities towards a sustainable future powered by clean energy.

Elva Wang, Head of South-East Asia, Trina Solar Asia Pacific said: “The Philippines boasts immense potential to harness solar energy to meet its rising energy demands. We are thrilled to partner with PetroGreen, a like-minded leader, to unlock this potential. This expansion of our partnership underscores our mutual commitment to long-term collaboration and the continued growth of renewable energy initiatives in the Philippines. Together, we remain steadfast in our pursuit of a sustainable future powered by clean energy.”

“This collaboration seamlessly aligns with Trina Solar's mission to drive sustainable development through innovative solar solutions. By expanding our footprint in the Philippines and forging long-term partnerships with industry leaders like PetroGreen, we are confident that together, we can significantly contribute to the Philippines' clean energy goals and solidify Trina Solar's position as a key player in the country's solar revolution.”

Furthermore, the agreement allows PetroGreen to explore a range of module types offered by Trina Solar, including its industry-leading *n*-type iTOPCon Advanced cell technology, Vertex products which can be used for various applications like utility and commercial and industrial (C&I). This flexibility allows PetroGreen to select the most suitable modules for its projects, helping to optimize performance and efficiency.

While the current MSA focuses on the supply of solar modules, both parties acknowledge the potential for future collaboration in other areas. This includes the exploration of solar tracker systems and battery energy storage systems (BESS). This openness to expanding the partnership signifies a long-term commitment to innovation and comprehensive renewable energy solutions.

“Our continued partnership with Trina Solar signifies our commitment in ensuring that highest quality components and innovative technologies are deployed in our solar projects,” says Maria Victoria M. Olivar, PetroGreen's Vice President for Commercial Operations & Business Development. “We are delighted that this cooperation will significantly boost Philippine's energy transition to renewable energy through solar power projects and will contribute to achieving a low-carbon future,” adds Olivar.

The Philippines has ambitious climate goals, aiming to reduce greenhouse gas emissions by 75% by 2030 and achieve 20GW of renewable energy capacity by 2040, in line with its commitments under the Paris Agreement and the National Renewable Energy Program. Trina Solar and PetroGreen, through this collaborative effort, are actively supporting the Philippines in achieving these vital targets.

About Trina Solar

Founded in 1997, Trina Solar Co., Ltd. (stock symbol: Trina Solar; stock code: 688599) is mainly engaged in PV products, PV systems and smart energy. PV products include R&D, production and sales of PV modules. PV systems consist of power stations and system products. Smart energy mainly comprises PV power generation and operation & maintenance, smart solutions for energy storage, smart microgrid, and development and sales of multi-energy systems. With the strategic goal of “Creating a new industrial

ecosystem led by Trina Solar, and promoting Trina Solar as a leader in smart PV and energy storage solutions ", we are committed to leading the way in smart PV and energy storage solutions and facilitating the transformation of new power systems for a net-zero future. On June 10, 2020, Trina Solar was listed on the Science and Technology Innovation Board (STAR Market) of the Shanghai Stock Exchange (SSE). It is the first PV and energy storage company that has gone public on the STAR Market providing PV products and systems, as well as smart energy.

About PetroGreen Energy Corporation

PetroGreen Energy Corporation (PGEC), a Yuchengco Group of Companies affiliate, was formed in 2009 as the renewable energy holding unit of publicly-listed company PetroEnergy Resources Corporation (PERC) and is a joint-venture with Kyuden International Corp. (KIC), the overseas investment unit of Kyushu Electric Power of Japan. PGEC has investments in 32MW Maibarara Geothermal Power Project in Batangas, 50MW Nabas Wind Power Project in Aklan, and 70MWdc Tarlac Solar Power Project in Tarlac. In 2023, it formed a new subsidiary, the Rizal Green Energy Corporation (RGEN) to undertake PGEC's RE expansion in the country. PGEC is currently developing large scale and rooftop solar power projects all over the Philippines. In 2022, PGEC, in partnership with Denmark's Copenhagen Energy, was awarded with service contracts to develop three (3) offshore wind power sites in Northern Luzon, Northern Mindoro, and East Panay with the potential to generate a total capacity of 4 GW.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 18, 2024**

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements."

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Apr 18, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions

*References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Trina Solar and PetroGreen Energy Corporation Partner to Accelerate Philippine Solar Adoption with 117MW Supply Agreement

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name

 Louis Mark Limcolioc

Designation

Asst. Corporate Secretary

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

12 31

Month Day
(Fiscal Year)

17C

Month Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
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SRC RULE 17.2(c) THEREUNDER**

1. **April 24, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
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Industry Classification Code:
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Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Top Japanese Contractor Taisei Corporation Invests in PetroGreen Unit

Taisei Corporation (Taisei), one of Japan's biggest general contractors, signed on April 23, 2024 investment framework and shareholders agreements with Yuchengco-led PetroGreen Energy Corporation (PGEC) to take a 25% equity stake in PGEC's subsidiary Rizal Green Energy Corporation (RGEC). Founded in 1873, Taisei is among Japan's top 5 general contractors building ports and harbors, bridges and tunnels, power stations, industrial complexes and commercial buildings in over 65 countries. In fiscal year 2022, Taisei Group recorded total net sales of US\$ 12.3 Billion.



(From L-R: Jiro TANIYAMA, Executive Vice President, Chief of Clean Energy & Environment Business Promotion Division, Taisei Corporation; Milagros V. Reyes, Chairman, PGEC; Francisco G. Delfin, Jr., President/CEO, PGEC & RGEN, during the signing ceremony)

The investment covers the funding, construction, and operation of an initial portfolio of four solar power facilities, including the 41MWdc Limbauan project in Isabela, the 25MWdc Bugallon project in Pangasinan, the 19.6MWdc San Jose project in Nueva Ecija, and the 27MWdc Dagohoy solar project in Bohol. Although Taisei has been in the Philippines since 1982 operating as a general contractor mostly on official development assistance (ODA)-funded infrastructures, the partnership deal with the Yuchengco-led firm is its first equity investment in renewable energy (RE) outside Japan.

Taisei Executive Vice President Jiro Taniyama declared, “We are very pleased to be able to contribute to renewable energy in the Philippines, which is experiencing remarkable development, and more importantly, to participate in this project as a business partner with PGEC. We are looking forward to the synergies that this project will generate in the business of TAISEI and PGEC led by the Yuchengco Group.”

PGEC Chair Milagros V Reyes remarked, “We are honored that Taisei has chosen the Philippines to make its first overseas equity investment in RE. Following on the 2022 partnership we forged with Kyuden International Corporation (KIC), Taisei’s entry not only validates PGEC’s performance and integrity as an RE developer and partner but also testifies to the vastly improved energy investment climate in the country under the present administration.”

PGEC Board Director and KIC Asia Division Managing Director Keichi Niinuma added, “Kyuden and Taisei have worked well together in Japan and we are delighted that we are extending this collaboration as equity partners in the Philippines with YGC. Combining Taisei’s engineering and construction expertise with Kyuden’s and PGEC’s experience in the Philippine energy market and regulatory environment, we hope to explore other RE opportunities such as hydropower, floating solar, energy storage and efficiency and others to boost the Philippines’ transition to a net-zero future.”

###

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **April 24, 2024**

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements."

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

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Apr 24, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

METRO MANILA, PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7th Floor, JMT Building, ADB Avenue, Ortigas Center Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

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COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

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PetroEnergy Resources Corporation

PERC

PSE Disclosure Form ETF-12- Material Information/Transactions

Reference: Section 6 of the Rules on Exchange Traded Funds

Subject of the Disclosure

TOP JAPANESE CONTRACTOR TAISEI CORPORATION INVESTS IN PETROGREEN UNIT.

Background/Description of the Disclosure

Please see attached SEC FORM 17C.

Other Relevant Information

Filed on behalf by:

Name	Louie Mark Jimcolioc
Designation	Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

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(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **May 10, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
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Province, country or other jurisdiction of incorporation
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7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

PetroGreen's Dagohoy Solar Project Begins PV Panel Installation

Yuchengco-led Rizal Green Energy Corporation (RGEN), through its special purpose company, Dagohoy Green Energy Corporation (DGEN), installed the inaugural solar panel array of its 27MW_{DC} Dagohoy Solar Power Project (DSPP) in Brgys. San Vicente and Sta. Cruz, Dagohoy, Bohol on May 9, 2024.

In a simple ceremony witnessed by key stakeholders, the first array installed consisted of 32 panels of 665 W capacity each strung in a 21-meter-long and about 5-meter-wide table mounted about 1 meter above the ground. Once completed, the 22-hectare Dagohoy solar site will be covered by 1,270 solar tables consisting of 40,628 units of Trina Solar-brand panels producing 41,000 MWh of power annually.



Bohol Gov. Aris Aumentado (5th from the left), Dagohoy Mayor Hermie Relampagos (4th from the left), and RGEN President Francisco G. Delfin, Jr. (7th from the right) led the inaugural solar array installation. They were joined by officials of NGCP and representatives of TAISEI Corporation and S.N. Aboitiz Power Group.



First unit of the 40,628 PV panels of the 27MWDC Dagohoy Solar Power Project was installed during the inaugural ceremony.

RGEC's President, Francisco G. Delfin, Jr., expressed the company's firm commitment in making DSPP the first utility-scale solar power facility in Bohol. Delfin stated, "Given the power supply shortage and the extreme heat we are presently experiencing, any additional power from decarbonized and renewable sources can only be timely for the country, in terms of ensuring electricity supply and mitigating climate variability. Today's event is an effort by PetroGreen Energy Corporation (PGEC) and its subsidiaries, as service contractors of the Department of Energy (DOE), in addressing interrelated power shortage and climate issues. This project is especially beneficial to Bohol province, which for a long time has been dependent on imported power from neighboring islands."

The inaugural PV module installation was witnessed by officials of TAISEI Corporation – RGEC's new partner, the National Grid Corporation of the Philippines (NGCP), S.N. Aboitiz Power (SNAP) – the off-taker of power from DSPP, representatives from the Department of Environment and Natural Resources (DENR) and the Department of Education (DepEd), and Bohol elected leaders and community residents.

Governor Erico "Aris" Aumentado expressed his enthusiasm for the project, underscoring its role in driving economic growth for Bohol while championing renewable energy, environmental preservation, and social progress. Aumentado remarked, "The DSPP represents our collective efforts in bolstering economic prosperity for Bohol and aligns seamlessly with the Province' *Abante Bohol* campaign and vision for a more resilient and sustainable future for Boholanos. We request RGEC and PetroGreen to consider investing in more RE projects in the province as they can be assured of Bohol's positive reception to such investments" adds Gov. Aumentado.

PGEC and RGEC also launched its We Power H.E.L.P. Corporate Social Responsibility (CSR) Program on May 9, with particular focus on teachers training program, scholarship grants, and livelihood initiatives promoting enhancement and management of *rattan* in DSPP's host communities.

"We are thrilled with the developments in DSPP and the municipality of Dagohoy is proud to host this very important project," shared Dagohoy Mayor Hermie Relampagos. "We are positive that this project will not only boost Dagohoy's economic status but most importantly, enhance the lives of Dagohoynonos. Right now, the project construction has generated significant additional jobs for residents and led to new small-scale businesses in Dagohoy," adds Mayor Relampagos.

PGEC, the renewable energy unit of publicly-listed PetroEnergy Resources Corporation, is a joint venture with Japan's Kyuden International Corporation. RGEC is a partnership between PGEC and TAISEI Corporation of Japan.

###

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **May 10, 2024**

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

May 10, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroGreen's Dagohoy Solar Project Begins PV Panel Installation

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name


Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **May 6, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

PetroGreen and SN Aboitiz Power Ink Power Supply Deal

San Jose Green Energy Corporation (SJGEC), a subsidiary of Yuchengco-led PetroGreen Energy Corporation (PGEC), signed on May 3, 2024 a 10-year power supply agreement with SN Aboitiz Power Group (SNAP). Under the agreement, SGEN will supply SNAP with 15.6 MWac of power from its renewable energy facilities commencing in 2025.

“This power supply agreement strengthens the viability of our 19.6 MW_{DC} San Jose Solar Power Project (SJSPP) in Nueva Ecija, our first investment in the province. That we are signing this with SNAP with whom we have inked five power supply contracts since 2019 starting with our Tarlac-2 solar project testifies to the continuing mutually beneficial relationship between our companies and our shared commitment to enhancing the country’s energy security through renewable energy,” says PGEC President & CEO F.G. Delfin, Jr.

Site development and transmission line works are currently on-going for the 10.1 MW_{DC} Phase 1 of SJSPP which is targeted for completion by early 2025. The 9.5MW_{DC} Phase 2 will be on-line to the grid by Q4 2025.

SNAP President Joseph Yu remarked, “This investment with PGEC for a long-term, renewable power supply aligns with our mission of providing Responsible Energy to our customers who share our commitment of championing sustainability and powering positive change for the country.”

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **May 6, 2024**

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **May 13, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

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SNAP President Joseph Yu remarked, “This investment with PGEC for a long-term, renewable power supply aligns with our mission of providing Responsible Energy to our customers who share our commitment of championing sustainability and powering positive change for the country.”

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **May 13, 2024**

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

May 13, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

METRO MANILA, PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7TH FLOOR, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

-

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroGreen and SN Aboitiz Power Ink Power Supply Deal

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

--

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned
File Number LCU
Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **May 15, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

**PetroEnergy's Q1 2024 Consolidated Net Income
Attributable to Equity Holders of the Parent increased by 7%**

PetroEnergy Resources Corporation (PERC), the Yuchengco Group of Companies' publicly-listed energy arm, recorded a 55% increase in gross revenues to ₱945 Million from ₱608 Million and a 7% increase in its Consolidated Net Income Attributable to Equity Holders of the Parent in 1st quarter 2024 to ₱186 Million from ₱173 Million in the same period last year. The uptick is attributed mainly to PERC's direct acquisition of EEI Power Corporation (EEIPC)'s 20% equity interest in PetroWind Energy Inc. (PWEI), 44% equity interest in PetroSolar Corporation (PSC),

and additional 7.5% equity interest in PetroGreen Energy Corporation ("PGEC", now PERC's 75%-owned subsidiary).

The above acquisition of EEIPC's investments and the consolidation of PWEI's financials boosted not only the company's gross revenues but also led to a rise in financing expenses tied to the acquisition of said shares. Thus, consolidated net income for the period incurred a 5% drop to ₱322 Million from ₱340 Million in 1Q, 2023.

PERC holds a minority interest in petroleum exploration and production in Gabon, West Africa which contributed 15% to its Q1, 2024 total gross revenues. The bulk of its revenues are now sourced from clean energy as the PERC group diversified its portfolio to renewable energy (RE) development in the Philippines.

Meanwhile, the Group remains bullish in the expansion of its RE portfolio as it boosts its electricity generation with the commissioning of Nabas-2 Wind Project which began exporting power to the grid on April 4, 2024. On May 9, 2024, PERC through its Dagohoy Green Energy Corporation unit started the installation of PV panels in its 27MW_{DC} solar power project in Dagohoy, Bohol which will also add to PERC's consolidated revenues. Another RE unit, the San Jose Green Energy Corporation recently signed a 10-year power supply agreement with S.N. Aboitiz Power with power to be supplied by its 19.6 MW_{DC} San Jose solar project in Nueva Ecija.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **May 15, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

May 15, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

METRO MANILA, PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7TH FLOOR, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

-

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroEnergy's Q1 2024 Consolidated Net Income Attributable to Equity Holders of the Parent increased by 7%

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

--

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

P	E	T	R	O	E	N	E	R	G	Y		R	E	S	O	U	R	C	E	S		C	O	R	P	O	R	A	T	I	O	N

(Company's Full Name)

7	T	H		F	L	O	O	R		J	M	T		B	U	I	L	D	I	N	G										
A	D	B		A	V	E	N	U	E		O	R	T	I	G	A	S		C	E	N	T	E	R							
P	A	S	I	G		C	I	T	Y																						

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

12

Month
(Fiscal Year)

31

Day
(Fiscal Year)

17C

Month
(Annual Meeting)

Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **July 9, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Mapúa MCM and PetroGreen Switched-on Davao Rooftop Solar

Mapúa Malayan Colleges Mindanao (Mapúa MCM), in collaboration with renewable energy developer PetroGreen Energy Corporation (PGEC), officially switched-on its 360 KWp solar rooftop power project on July 8, 2024, in Davao City, marking an important step in the school's sustainability journey.



*360KWp MMCM Solar Power Project powers up the school's facilities
with clean and renewable energy*

“We are pleased to share this milestone with the entire Mapúa MCM community. The successful completion and activation of this solar rooftop project is a testament to the institution’s commitment to embracing technological advancement and education, promoting sustainable energy solutions, and creating a more eco-friendly campus environment,” says Mapúa MCM President & CEO, Dr. Dodjie S. Maestrecampo. “We have once again demonstrated our pro-active stance towards environmental stewardship through this initiative. Moreover, this project will not only help us achieve a more energy-efficient campus but will also provide invaluable hands-on learning opportunities for our students in energy science, engineering, and environment-related courses,” adds Dr. Maestrecampo.

On February 13, 2024, Mapúa MCM and PGEC signed an agreement to install a 360KWp solar rooftop power project, consisting of 600 units of 600wp solar panels in the school’s 2 main buildings. MMCM issued the Notice to Proceed on May 17, 2024 and the installation took less than three (3) months to complete.



L-R: MMCM EVP and COO Engr. Alejandro H. Ballado, Jr., MMCM President Dr. Dodjie S. Maestrecampo, PGEC President and CEO Francisco G. Delfin Jr., and contractor Equinox President and Owner Mr. Dexon So led the formal switch-on of the MMCM solar rooftop facility.

PGEC President & CEO F. G. Delfin Jr. declared, “We thank Mapúa MCM for their trust in PGEC’s track record and our contractor Equinox Synergy for their exemplary performance. We are delighted to contribute not only to Mapúa MCM’s savings in electricity cost but also in advancing its sustainability journey. In switching on this 360 KWp rooftop solar project, PGEC is putting on-line our second RE project in 2024 following the commissioning start last April 4, 2024 of our Nabas-2 wind farm in the much-starved Panay grid. PGEC is committed to investing in more and bigger capacity RE projects in Mindanao and throughout the country.”

PGEC is the renewable energy holding unit of publicly-listed PetroEnergy Resources Corporation (PERC). PGEC has investments in 32MW Maibarara Geothermal Power Project in Batangas, 50MW Nabas Wind Power Project in Aklan, and 70MWdc Tarlac Solar Power Project in Tarlac. PGEC is actively expanding its RE portfolio with new solar and offshore wind energy projects all over the country.

About Mapúa Malayan Colleges Mindanao. Mapúa MCM is located in Davao City, Davao del Sur, and was established in 2015. Mapúa MCM utilizes an instructional approach that combines face-to-face and online learning for its students. In recognition of its commitment to delivering an excellent technology-driven education, Mapúa MCM has been continuously awarded by Cengage for Outstanding Digital Activations since 2019, the Wiley Digital Education Award in 2021, the Anthology Catalyst Award in Teaching & Learning in 2022, and the Anthology Catalyst Award in Student experience in 2023 which recognizes institutions leveraging technology to develop educational and administrative innovations

that positively influence the total learner experience inside and outside of the classroom. Mapúa MCM is a part of the iPeople schools, a Yuchengco-Ayala education partnership, providing first-class education for a century through academically excellent programs in Engineering and Architecture, Arts and Science, Information Science, Business, Health Sciences, and Junior and Senior High School. Mapúa MCM also provides access to international education in Business and Management and Health Sciences through its collaboration with Arizona State University, the most innovative university in the US. Learn more about Mapúa Malayan Colleges Mindanao at mcm.edu.ph.

PGEC and Mapúa MCM are members of the Yuchengco Group of Companies (YGC).

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **July 9, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Jul 9, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

METRO MANILA, PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7TH FLOOR, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Mapúa MCM and PetroGreen Switched-on Davao Rooftop Solar

Background/Description of the Disclosure

Please see SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name

Louie Mark Lincolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

A	S	0	9	4	-		0	8	8	8	0
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SEC Registration Number

P	E	T	R	O	E	N	E	R	G	Y		R	E	S	O	U	R	C	E	S		C	O	R	P	O	R	A	T	I	O	N
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(Company's Full Name)

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1	2
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Month Day
(Fiscal Year)

3	1
---	---

17C

0	7
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Month Day
(Annual Meeting)

1	8
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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **July 18, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Please be informed that the Board of Directors of **PETROENERGY RESOURCES CORPORATION** held its regular meeting today, July 18, 2024, and approved the declaration of a 5% cash dividend, equivalent to ₱0.05 per share. This dividend will be distributed to all stockholders of record as of August 8, 2024, with the payment date set for August 30, 2024.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **July 18, 2024**

COVER SHEET

A S 0 9 4 - 0 0 8 8 8 0

SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

8637-2917

(Company Telephone Number)

1 2 3 1

Month Day
(Fiscal Year)

17C

0 7 1 8

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **July 18, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock shares	568,711,842

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

At the Annual Stockholders' Meeting of PetroEnergy Resources Corporation, held on July 18, 2024, through electronic means of communication, at which meeting a quorum was present, the Stockholders approved the following:

- (1) Approval of Minutes of the last Regular Stockholders' Meeting held on July 27, 2023;
- (2) Approval of Management Report and the 2023 Audited Financial Statements contained in the 2023 Annual Report;
- (3) Confirmation and Ratification of all acts, contracts and investments made and entered into by Management and/or the Board of Directors during the period July 27, 2023 to July 18, 2024;
- (4) Election of Seven (7) members of the Board of Directors including three (3) Independent Directors for the years 2024-2025:
 - a. Approval of the retention and reelection of Mr. Cesar A. Buenaventura and Mr. Eliseo B. Santiago as Independent Directors

HELEN Y. DEE	– Chairman
CESAR A. BUENAVENTURA	– Lead Independent Director
CARLOS G. DOMINGUEZ	– Independent Director
ELISEO B. SANTIAGO	– Independent Director
MILAGROS V. REYES	– Director/President
YVONNE S. YUCHENGCO	– Director/Treasurer
LORENZO V. TAN	– Director

- (5) Appointment of SyCip Gorres Velayo & Company (SGV & Co.), as the External Auditors of the Company for the year 2024-2025.

SIGNATURES

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

PETROENERGY RESOURCES CORPORATION
Issuer

By:  **Mark R. Limcolioc**
Assistant Corporate Secretary
Compliance Officer
Alternate Information Officer

Date: **July 18, 2024**

COVER SHEET

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SEC Registration Number

P E T R O E N E R G Y R E S O U R C E S C O R P O R A T I O N

(Company's Full Name)

7 T H F L O O R J M T B U I L D I N G

A D B A V E N U E O R T I G A S C E N T E R

P A S I G C I T Y

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

8637-2917

(Company Telephone Number)

1 2 3 1

Month Day

(Fiscal Year)

17C

0 7 1 8

Month Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **July 18, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **AS094-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1605**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock
	Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

At the Organizational Meeting of PetroEnergy Resources Corporation, held on July 18, 2024, through electronic means of communication, at which meeting a quorum was present, the Board of Directors' approved the following appointments:

1. Corporate Officers

Ms. Helen Y. Dee	– Chairman
Ms. Milagros V. Reyes	– President
Ms. Yvonne S. Yuchengco	– Treasurer
Mr. Francisco G. Delfin, Jr.	– Executive Vice President & COO
Ms. Maria Victoria M. Olivar	– SVP for Commercial Operations and Business Development
Atty. Arlan P. Profeta	– SVP for Corporate Services
Atty. Samuel V. Torres	– Corporate Secretary
Atty. Louie Mark R. Limcolioc	– AVP for Corporate & Legal Affairs Asst. Corporate Secretary Compliance Officer
Ms. Maria Cecilia L. Diaz De Rivera	– AVP/Chief Financial Officer
Ms. Arlene B. Villanueva	– AVP for HR & Administration
Ms. Vanessa G. Peralta	– AVP for Corporate Communications & CIO

2. Chairperson and Members of Board Committees

a) Audit Committee

Chairperson	– Mr. Cesar A. Buenaventura (Lead Independent Director)
Members	– Mr. Eliseo B. Santiago (Independent Director) – Ms. Helen Y. Dee (Non-Executive Director)

b) Corporate Governance Committee

Chairperson	– Mr. Carlos G. Dominguez (Independent Director)
Members	– Mr. Cesar A. Buenaventura (Lead Independent Director) – Mr. Eliseo B. Santiago (Independent Director)

c) Board Risk Oversight Committee

Chairperson	– Mr. Eliseo B. Santiago (Independent Director)
Members	– Mr. Cesar A. Buenaventura (Lead Independent Director) – Mr. Lorenzo V. Tan (Director)


3. Other Appointments

Atty. Samuel V. Torres	Corporate Information Officer
Atty. Louie Mark R. Limcolioc	Alternate Information Officer
Atty. Arlan P. Profeta	Chief Risk Officer
Ms. Vanessa G. Peralta	Data Privacy Officer
Ms. Maritess D. Reyes	Investor Relations Officer

SIGNATURES

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

PETROENERGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Compliance Officer
Alternate Information Officer

Date: **July 18, 2024**

COVER SHEET

AS094-008880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned
File Number LCU
Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **July 25, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1605**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

PetroGreen And Isuzu Partner on 3MWp Laguna Solar Rooftop Project

Yuchengco-led PetroGreen Energy Corporation (PGEC) and Isuzu Autoparts Manufacturing Corporation (IAMC) signed on July 23, 2024, a contract for the installation of a 3.002 megawatt peak (MWp) rooftop solar project at IAMC's manufacturing facility in Laguna. The project will commence during the 3Q of 2024 and is expected to be completed by 2Q 2025. Upon completion, it will be among the largest commercial and industrial (C&I) rooftop solar facilities in Laguna.



Mr. Francisco G. Delfin Jr., PGEC President & CEO (left) and Mr. Seiji Mizutani, IAMC President (right) during the signing ceremony.

IAMC President Seiji Mizutani expressed his support for the project, stating “This partnership with PGEC is more than about energy efficiency and power cost reduction. It is a testament of IAMC’s Corporate Commitment on Isuzu Environmental Vision 2050 to environmental stewardship, support of UN’s Sustainable Development Goals (SDG) and the Philippines Ambisyon Natin 2040.”

The installation will feature state-of-the-art solar panels and inverters, optimized for high efficiency and reliability. Once operational, the solar project is expected to generate approximately 4,000 megawatt-hours (MWh) of clean energy annually, significantly reducing the facility’s dependence on external power source and cutting IAMC’s carbon emissions by approximately 3,000 metric tons per year.



Mr. Francisco G. Delfin Jr., PGEC President & CEO (5th from left) and Mr. Seiji Mizutani, IAMC President (6th from left) signed the contract at the IAMC facility at the Laguna Technopark in the presence of PGEC and IAMC officers and other guests.

PGEC President & CEO F.G. Delfin Jr., “This project is the latest and biggest addition to our growing C&I solar portfolio that now includes commercial, educational, and manufacturing partners. It also contributes to DOE’s goals of greater energy efficiency and clean energy use in the auto manufacturing sector. We are delighted to have Isuzu as our partner in this shared mission towards energy sufficiency and environmental sustainability.”

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **July 25, 2024**

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Jul 25, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

METRO MANILA, PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7TH FLOOR, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

-

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

PetroGreen And Isuzu Partner on 3MWp Laguna Solar Rooftop Project

Background/Description of the Disclosure

Please see attached SEC Form 17C

Other Relevant Information

Filed on behalf by:

Name


Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY 1600

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned
File Number LCU
Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **August 14, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1600**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

**PetroEnergy Records Strong H1 2024 Consolidated Revenue Growth
and Net Income Increase Attributable to Equity Holders**

Yuchengco-led PetroEnergy Resources Corporation (PERC) consolidated revenue recorded strong growth in first semester (H1) of 2024 compared to the same period last year with electricity sales increasing 43% from ₱984 MM in H1 2023 to ₱1,410 MM this year. Oil revenues, however, remained flat with ₱280 MM in H1 2024 compared to ₱276 MM in H1 2023.

This strong growth in consolidated gross revenue arose primarily from the consolidation of PetroWind Energy Inc. (PWEI) financials into PERC's following the latter's direct acquisition of EEI Power Corporation's (EEIPC) 20% stake in PWEI in 2023. PERC also acquired EEIPC's 44% equity in PetroSolar Corporation (PSC) and 7.5% equity in PetroGreen Energy Corporation (PGEC) making the latter a 75%-owned subsidiary of PERC with the 25% balance held by Kyuden International Corporation.


As a result of these direct equity acquisitions, consolidated net income attributable to equity holders of PERC parent rose 15% in H1 2024 to ₱320 MM compared to ₱278 MM in H1 2023. Consolidated income, however, took a hit due to higher financing charges incurred from loans secured by PERC to fund the EEIPC acquisition. Net income declined 11% from ₱591 MM in H1 2023 to ₱527 MM in H1 2024.

PERC received dividends totaling ₱94.6 MM in July 2024 from subsidiaries PGEC and PSC. In turn, PERC declared a 5% cash dividend of ₱0.05 per share to its outstanding stockholders payable on August 30, 2024.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

Date: **August 14, 2024**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Aug 14, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

-

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form ETF-12- Material Information/Transactions

Reference: Section 6 of the Rules on Exchange Traded Funds

Subject of the Disclosure

PetroEnergy Records Strong H1 2024 Consolidated Revenue Growth and Net Income Increase Attributable to Equity Holders

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

--

Filed on behalf by:

Name

 Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY 1600

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned
File Number LCU
Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **September 2, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1600**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

Clarification on News Article:

We submit our reply in compliance with the Philippine Stock Exchange's request for clarification/conformation with respect to the news article entitled "PERC eyes foray into ESS, emerging technologies" posted in The Manila Times (Online Edition) on September 2, 2024, wherein it was reported that:

"YUCHENGCO-LED Petro Energy Resources Corp. (PERC) is looking at the possibility of going into the energy storage systems (ESS) business and other emerging technologies.

. . . .

'Yes, we are actually looking into that. This is because of our goal to become diversified in our technologies, as we do not want to rely on just one [technology],' Profeta said during a Yuchengco Group of Companies sustainability forum for businesses held in Makati last Thursday.

'We are looking into new, emerging technologies as well as offshore wind [projects] and the like, but note [that] we are still studying the possibilities for all of them,' he said.

Looking forward to 2025 and beyond, Profeta said PERC would focus on its solar projects.

'For this year and next, we will remain with solar technologies, as we are developing four new related projects. Two are expected to come online this year and the other two in 2025.'

'What we have right now in the pipeline is around 112 megawatts (MW), but we are actively looking at other areas throughout the Philippines to construct future renewable energy (RE) projects,' he added.

By 2028 and 2029, PERC's energy portfolio is targeted to have increased to around 500 MW utilizing various RE resources.

Profeta added that the company was also considering taking part in the upcoming third round of the Department of Energy's Green Energy Auction, or GEA-3, which will focus on geothermal, impounding hydro, pumped storage hydro, and run-of-river hydro technologies.

'But I cannot confirm anything right now. We will inform the public once we have decided,' he said.

. . . ."

In compliance with the Exchange's directive, PetroEnergy Resources Corporation (PERC) hereby confirms the accuracy of the information contained in the above-mentioned news article, but not limited to, the following:

1. Diversification plan of the Company to enter into energy storage systems (ESS) business and emerging technologies;

PERC is exploring opportunities to diversify into ESS and other emerging technologies. However, these considerations are still in the preliminary stages, and no definitive plans or agreements have been finalized.

2. Development of four new renewable energy projects;

PERC confirms the development of four (4) new solar projects, with two (2) expected to be operational this year and two (2) by 2025, as part of our strategy to expand our renewable energy (RE) portfolio.

3. PERC's target to increase its capacity to 500 megawatts; and

PERC aims to increase its RE capacity to approximately 500 MW by 2028/2029 through various projects currently under development and for evaluation.

4. The Company's intention to take part in the upcoming third round of the Department of Energy's Green Energy Auction.

PERC, through its subsidiary Maibarara Geothermal, Inc., is considering participating in the upcoming GEA-3 auction for geothermal. However, no final decision has been made. Further updates will be provided after the Department of Energy makes an official announcement on the auction and as soon as more details become available.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Sep 2, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-13 - Clarification of News Reports

*References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

News article entitled "PERC eyes foray into ESS, emerging technologies" posted in The Manila Times (Online Edition) on September 2, 2024

Source	The Manila Times (Online Edition)
Subject of News Report	"PERC eyes foray into ESS, emerging technologies"
Date of Publication	Sep 2, 2024

Clarification of News Report

Please see attached SEC Form 17C.

Other Relevant Information

Filed on behalf by:

Name	 Louie Mark Limcolioc
Designation	Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY 1600

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

07 18
Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **October 28, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1600**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

PGEC and NGCP Successfully Linked-Up Dagohoy Solar to Bohol Grid

Yuchengco-led PetroGreen Energy Corporation (PGEC) and National Grid Corporation of the Philippines (NGCP) successfully linked the 27 MWp Dagohoy Solar Power Project (DSPP) to the Bohol grid on October 26, 2024.

On October 24, 2024, the NGCP issued an approval for the energization of DSPP as a load facility, thereby establishing the technical viability of the solar plant for grid connection. This milestone signals the actual start of testing and commissioning of the facility, following the successful tap-in connection of DSPP's 25 MVA substation to the 69KV Carmen-Ubay Transmission Line on October 5, 2024 and registration to Wholesale Electricity Spot Market on October 18, 2024.

"The collaboration and combined efforts from all stakeholders paved the way for this important milestone for DSPP. The successful link up proves our team's dedication and commitment to support the national agenda on increased renewable energy adoption," says PGEC VP for Plant Operations Engr. Paul Elmer C. Morala. "Moreover, with the upcoming start of testing and commissioning as a generation facility, the DSPP is set to begin providing clean energy to Bohol, further supporting its booming economic and tourism landscape," adds Engr. Morala.

The DSPP is one (1) of four (4) solar power projects of Rizal Green Energy Corporation, a joint venture between PGEC and Japan's Taisei Corporation. PGEC is the renewable energy holding unit of publicly-listed company PetroEnergy Resources Corporation with Kyuden International Corporation as a significant minority investor. Upon testing and commissioning of DSPP, PGEC will be the first to successfully build and operate a utility-scale solar power facility in Bohol.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements.

COVER SHEET

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(Company's Full Name)

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1	2
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Month Day
(Fiscal Year)

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Day

17C

(Secondary License Type, If Applicable)

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Total No. of Stockholders

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Foreign

To be accomplished by SEC Personnel concerned

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Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **November 15, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1600**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | | |
|---------------------|---|
| Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

PetroEnergy Q3 Consolidated Gross Revenues Up by 19%

Yuchengco-led PetroEnergy Resources Corporation (PERC) consolidated gross revenue rose by 19% to ₱2.57 Billion as of Q3 2024 compared to ₱2.16 Billion in same period last year. The uptick was due to a 24% increase in electricity sales of its RE units which rose year-on-year from ₱1.68 Billion to ₱2.09 Billion driven largely by the consolidation of PetroWind Energy Inc. (PWEI) into PERC's financials after PERC acquired EEI Power Corporation's 20% equity in PWEI last year and also by additional revenue from PWEI's Phase 2 wind project in Aklan which started exporting power in April 2024.

The robust RE performance offset the 3% decline in revenue contribution from the Gabon oil operations which fell to ~₱399 Million due to lower oil production and lower oil prices compared to same period last year. The PERC parent financials were also negatively affected by higher interest and tax expenses related to PERC's series of direct equity acquisition in PWEI, PetroSolar Corporation (PSC) and PetroGreen Energy Corporation (PGEC) to boost PERC's footprint in the RE industry as part of a long-term shift to clean fuels. As a result, PERC's consolidated net income for the period fell to ₱692 Million from ₱874 Million while consolidated total assets grew from ₱20.82 Billion to ₱23.23 Billion.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Nov 15, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

-

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

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PetroEnergy Resources Corporation

PERC

PSE Disclosure Form ETF-12- Material Information/Transactions

Reference: Section 6 of the Rules on Exchange Traded Funds

Subject of the Disclosure

PetroEnergy Q3 Consolidated Gross Revenues Up by 19%

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

--

Filed on behalf by:

Name

 Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY 1600

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

07 18
Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **November 18, 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **ASO94-08880**
3. BIR Tax Identification Number: **004-471-419-000**
4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
- 1600**
Postal Code
8. **(632) 86372917**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	568,711,842 shares
11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

BGEC's Bugallon Solar Project Secures Two (2) Major Milestones

Yuchengco-led Bugallon Green Energy Corporation (BGEC) recently secured two (2) important milestones for its 25MWdc Bugallon Solar Power Project (BSPP) in Bugallon, Pangasinan - the Certificate of Energy Project of National Significance (CEPNS) issued by the Department of Energy (DOE) and the signing of Connection Agreement and Distribution Wheeling Service Agreement with Central Pangasinan Electric Cooperative (CENPELCO).

BGEC is one of four (4) RE special purpose vehicles under Rizal Green Energy Corporation (RGEC). The latter, in turn, is a joint venture between Taisei Corporation, one (1) of Japan's biggest infrastructure construction companies and PetroGreen Energy Corporation, a member of the Yuchengco Group of Companies (YGC).

On November 13, 2024, the DOE awarded the CEPNS to BSPP signifying the project's vital role in the country's energy security and economic development initiatives. The CEPNS also serves as DOE's endorsement to other government agencies to ensure a faster and more efficient permitting process for energy projects.

In addition, on November 15, 2024, BGEC entered into a partnership with CENPELCO with the signing of the connection, distribution, and wheeling services agreements. These agreements will ensure the seamless integration of BSPP into the national grid through CENPELCO's distribution system.

CENPELCO President Mr. Marlon S. Magalong expressed their enthusiasm for the solar project and their support to BGEC. "We are pleased to partner with BGEC for the connection and transmission of their solar facility. This is aligned with our mandate to deliver prompt, efficient, and reliable power service to consumers and our commitment to help Pangasinan become more attractive for investors and businesses through more reliable and affordable power supply," says Mr. Magalong.



Left-Right: Atty. Arlan P. Profeta – BGEC Vice President for Corporate Services, Ms. Maria Victoria M. Olivar – BGEC Vice President for Commercial Operations, CENPELCO President Mr. Marlon Magalong, and CENPELCO General Manager Mr. Rodrigo Corpuz during the signing ceremony

The BSPP, located in Brgy. Salomague Sur, Bugallon, Pangasinan, will use 35,000 solar PV modules supplied by Trina Solar. The facility will generate 39,000 MWh of clean energy annually enough to power more than 17,000 homes and reduce ~28,000 metric tons of CO2 emissions annually.

"We are thrilled to reach these two (2) significant milestones for our Bugallon solar project. These bring us several steps closer to ensuring that we are able to deliver our committed power under the Green Energy Auction 2 program. Moving forward, we will work diligently with the LGU, DOE, CENPELCO, and other regulatory agencies for the successful development and completion of this project which we expect will increase grid stability, provide green jobs, and support economic growth and social development in our partner communities and local government units," declares BGEC's Vice President for Commercial Operations, Maria Victoria M. Olivar.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

These forward-looking statements are subject to risks, uncertainties, and assumptions, including, but not limited to, those described in our filings with the Philippine Stock Exchange and other regulatory authorities. These risks and uncertainties may cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. Any forward-looking statements made in this disclosure speak only as of the date hereof and should not be unduly relied upon. We disclaim any obligation to update or revise any forward-looking statements.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Nov 18, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Metro Manila, NCR, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

--

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

BGEC's Bugallon Solar Project Secures Two (2) Major Milestones

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

Filed on behalf by:

Name

Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

AS094 - 08880

SEC Registration Number

PETROENERGY RESOURCES CORPORATION

(Company's Full Name)

7TH FLOOR JMT BUILDING
ADB AVENUE ORTIGAS CENTER
PASIG CITY 1600

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

LOUIE MARK R. LIMCOLIOC
(Contact Person)

88637-2917
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

17C

07 18
Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document ID Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **November 21, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1600**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

First Solar Power Plant in Bohol Switched-on in Dagohoy

In a significant milestone towards energy sustainability in Bohol province, Dagohoy Green Energy Corporation (DGEC), together with the Department of Energy (DOE) and local government leaders of Bohol, switched-on the 27MWp Dagohoy Solar Power Project (DSPP) located in Brgys. San Vicente and Sta. Cruz, Dagohoy, Bohol. The switch-on ceremony was held on November 21, 2024 in DSPP site and was attended by DGEC's government and private partners, host communities, and various stakeholders from Manila, Bohol, and nearby provinces.

DSPP, considered the first utility-scale solar power plant in Bohol, consists of more than 40,000 solar panels installed in a 22-hectare site. The facility is expected to produce 41,000 MWh of power annually enough to power more than 18,000 homes, will contribute to the grid stability in the Region, and abate emissions equivalent to 28,642 metric tons of CO₂ annually. The province's rising power consumption, driven by tourism-related infrastructures and businesses, have long been met by imported power from neighboring islands and aging diesel plants.

"On behalf of DOE Secretary Lotilla, I extend my congratulations to DGEC and the Province of Bohol for the successful commissioning of the 27MWp Dagohoy solar farm. The completion of the project exemplifies the government's efforts in accelerating the utilization of renewable energy (RE) sources towards achieving a more energy-sufficient and climate-resilient Philippines, through public-private partnerships" said DOE Undersecretary Rowena Cristina L. Guevara, who led the switch-on ceremony.

The injection of power from DSPP to the Visayas grid is very timely and vital to the booming tourism and economic landscape of Bohol. Local establishments and tourism offices recently are experiencing influx of local and international tourists, attributed to shift in preference towards Bohol over other destinations in the country, due to accessibility, offering of new geopark and tourism sites, cultural experience, and warm hospitality of Boholanos.

Bohol Governor Erico "Aris" Aumentado thanked the DOE, DGEC, and local stakeholders for the successful completion of the project. "As Bohol's Governor, I am extremely proud of what we have achieved together in our partnership with the national government, private investors, and Dagohoy leaders and communities. This project is a significant leap towards energy independence of Bohol and aligns perfectly with our vision of inclusive growth and development, and our aspiration of promoting Bohol as a beacon of sustainability in the country," expounds Gov. Aumentado.

The DSPP was developed and will be operated by DGEC, one of four RE special purpose vehicles under Rizal Green Energy Corporation (RGEN). The latter, in turn, is a joint venture between Taisei Corporation, one of Japan's biggest and oldest infrastructure construction companies and PetroGreen Energy Corporation, a member of the Yuchengco Group of Companies (YGC).

"In 2022, when we ceremonially broke ground for DSPP, we made a commitment to Boholanos that we will provide the Province access to clean and reliable energy. Today is the realization of that promise," says DGEC President Francisco G. Delfin, Jr. "We hope that this project will serve both as instrument and inspiration to local government units and communities to embrace and support more renewable energy initiatives, which

will not only bring positive impact to the environment, but more importantly, will help build a more sustainable future for the next generations of Boholanos,” adds Delfin.

At the height of construction and development, the DSPP provided jobs for more than 600 local workforce in Dagohoy, contributing to the improvement of quality of life in the area and nearby towns.

Dagohoy Mayor Hermie Relampagos described the completion of DSPP as groundbreaking and monumental for the municipality of Dagohoy. “We are very happy and proud to host the first ever solar farm in the entire Province of Bohol because this proves that Dagohoy can be one of leaders and frontrunners in driving sustainable energy solutions in the Region. We are also thankful that even at the early stages of development up to completion and now operation of the project, Dagohoyans were able to share and experience the benefits of renewable energy projects through the taxes generated from the project and the various Corporate Social Responsibility (CSR) and environment-protection projects implemented by DGEC,” shared Mayor Relampagos.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION
Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

DISCLAIMER: This disclosure may contain forward-looking statements within the meaning of applicable securities laws. These forward-looking statements are based on our current expectations, assumptions, estimates, and projections about our business and industry. Forward-looking statements may include, but are not limited to, statements concerning anticipated future financial performance, business prospects, growth strategies, potential developments, and other matters that are not historical facts.

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Nov 21, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 86372917

9. Former name or former address, if changed since last report

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	568,711,842

11. Indicate the item numbers reported herein

ITEM 9

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PetroEnergy Resources Corporation

PERC

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

First Solar Power Plant in Bohol Switched-on in Dagohoy

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

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Filed on behalf by:

Name


Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

COVER SHEET

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

LOUIE MARK R. LIMCOLIOC

(Contact Person)

88637-2917

(Company Telephone Number)

1	2
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Month
Day
(Fiscal Year)

3	1
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17C

(Secondary License Type, If Applicable)

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**SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF
THE SECURITIES REGULATION CODE AND
SRC RULE 17.2(c) THEREUNDER**

1. **December 23, 2024**
Date of Report (Date of earliest event reported)
 2. SEC Identification Number: **ASO94-08880**
 3. BIR Tax Identification Number: **004-471-419-000**
 4. **PETROENERGY RESOURCES CORPORATION**
Exact name of issuer as specified in its charter
 5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
 6. (SEC Use Only)
Industry Classification Code:
 7. **7F JMT BUILDING, ADB AVE., ORTIGAS CENTER, PASIG CITY**
Address of principal office
 - 1600**
Postal Code
 8. **(632) 86372917**
Issuer's telephone number, including area code
 9. **N/A**
Former name or former address, if changed since last report
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|---------------------|---|
| Common stock | 568,711,842 shares |

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

19.6 MW San Jose Solar Plant Starts Power Injection to Luzon Grid

The Yuchengco Group switched on a second utility-scale solar power facility in as many months when the 19.6 MWp San Jose solar power plant in Nueva Ecija started exporting power to the Luzon grid on December 21, 2024. The facility is owned by San Jose Green Energy Corporation, one of four special purpose companies under Yuchengco-led Rizal Green Energy Corporation (RGEN). The facility will generate about 29 GWh of electricity annually from more than 24,600 units of 670 Wp and more than 4,500 units of 675 Wp Trina PV panels. Mobilization of project contractors started in 4Q, 2023 and plant construction was essentially completed by November 2024.

“This milestone was achieved following the issuance by the Independent Energy Market Operator of the Philippines’ of the project’s Wholesale Electricity Spot Market registration as a generating unit and the National Grid Corporation of the Philippines’s Provisional Approval to Connect on December 19 and 20, 2024, respectively. The facility was successfully energized as a load unit last December 11, 2024 which led to the timely completion of the testing of the substation transformer and other electrical components prior to grid export,” said Dave P. Gadiano, PetroGreen Energy Corporation (PGEC) Assistant Vice President for Power Markets.

RGEC is a joint-venture between PGEC, the renewable energy (RE) holding firm of publicly-listed and Yuchengco-led PetroEnergy Resources Corporation and Japan’s Taisei Corporation. In addition to the San Jose solar plant, RGEC’s portfolio includes the 27MWp Dagohoy solar project in Bohol, the 25MWp Bugallon solar project in Pangasinan, and the ~40MWp Limbauan solar project in Isabela.

“The San Jose solar plant is the second utility-scale solar plant we put on-line to the grid this year following the successful export of power last November 12, 2024 from our Dagohoy solar plant in Bohol. But it is the fourth new RE facility PGEC has switched-on this year following the partial commissioning of our 13.2 MW Nabas-2 wind power project in Aklan last April 4, 2024 and the 360 KWp Mapua Malayan Colleges of Mindanao rooftop solar facility in Davao City last July 8, 2024. These new RE facilities not only enlarge and spread PGEC’s power operations across the country but as significant will increase our future revenues,” added Maria Victoria M. Olivar, PGEC Vice President for Commercial Operations.

SIGNATURES

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

PETROENEGY RESOURCES CORPORATION

Issuer

By:  **Atty. Louie Mark R. Limcolioc**
Assistant Corporate Secretary
Alternate Information Officer
Compliance Officer

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Dec 23, 2024

2. SEC Identification Number

AS094-08880

3. BIR Tax Identification No.

004-471-419-000

4. Exact name of issuer as specified in its charter

PETROENERGY RESOURCES CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7F, JMT Building ADB Ave., Ortigas Center, Pasig City

Postal Code

1600

8. Issuer's telephone number, including area code

(632) 8637 2917

9. Former name or former address, if changed since last report

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common	568,711,842

11. Indicate the item numbers reported herein

Item No. 9

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PetroEnergy Resources Corporation

PERC

PSE Disclosure Form ETF-12- Material Information/Transactions

Reference: Section 6 of the Rules on Exchange Traded Funds

Subject of the Disclosure

19.6 MW San Jose Solar Plant Starts Power Injection to Luzon Grid

Background/Description of the Disclosure

Please see attached SEC Form 17C.

Other Relevant Information

--

Filed on behalf by:

Name

 Louie Mark Limcolioc

Designation

Asst. Corporate Secretary, Compliance Officer, Alternate Information Officer

Ed Marie N. Lucion

From: eafs@bir.gov.ph
Sent: Tuesday, April 15, 2025 9:19 PM
To: LRCAYABAN@PETROENERGY.COM.PH
Cc: Ed Marie N. Lucion
Subject: Your BIR AFS eSubmission uploads were received

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Hi PETROENERGY RESOURCES CORPORATION,

Valid files

- EAFS004471419TCRTY122024-02.pdf
- EAFS004471419ITRTY122024.pdf
- EAFS004471419OTHTY122024.pdf
- EAFS004471419TCRTY122024-01.pdf
- EAFS004471419RPTTY122024.PDF
- EAFS004471419AFSTY122024.pdf

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Transaction Code: **AFS-0-7DJKADCL0PXSXVXNMQ31WR1ZT0B8H986L8**

Submission Date/Time: **Apr 15, 2025 09:18 PM**

Company TIN: **004-471-419**

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

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

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April 2, 2025

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

Securities and Exchange Commission

PICC, Roxas Boulevard, Pasay City

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has not realistic alternative but to do so.

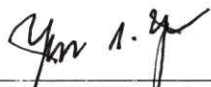
The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

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


Helen Y. Dee
Chairman


Milagros V. Reyes
President


Yvonne S. Yuchengco
Treasurer

SUBSCRIBED AND SWORN to me before this APR 08 2025 in Pasig City. Affiants exhibited to me their Tax Identification Numbers (TIN) indicated below each name.

NAMES	TIN
Helen Y. Dee	101-562-982
Milagros V. Reyes	100-732-775
Yvonne S. Yuchengco	106-573-924

Doc. No. 140 ;
Page No. 29 ;
Book No. V1 ;
Series of 2025.




MARIA CARMELA D. HAUTEA
Appointment Number 162 (2025-2026)
Notary Public for the City of Pasig
and the Municipality of Pateros
Commission Expires on December 31, 2026
7F, JMT Bldg., ADB Ave., Ortigas Center, Pasig City
Roll of Attorneys No. 66585
MCLE Compliance No. VII-0016267
IBP No. 491450/01-01-2025/RSM
PTR No. 03041435AA/01-09-2025/Pasig City

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A S O 9 4 - 0 8 8 8 0

COMPANY NAME

P E T R O E N E R G Y R E S O U R C E S
C O R P O R A T I O N

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

7 T H F L O O R , J M T B U I L D I N G ,
A D B A V E N U E , O R T I G A S C E N T E R ,
P A S I G C I T Y

Form Type

A P F S

Department requiring the report

S E C

Secondary License Type, If Applicable

N / A

COMPANY INFORMATION

Company's Email Address

corpaffairs@petroenergy.com.ph

Company's Telephone Number

8637-2917

Mobile Number

N/A

No. of Stockholders

1,977

Annual Meeting (Month / Day)

7/18

Fiscal Year (Month / Day)

12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Maria Cecilia L. Diaz de Rivera

Email Address

mldrivera@petroenergy.com.ph

Telephone Number/s

8637-2917

Mobile Number

09999910722

CONTACT PERSON's ADDRESS

7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City

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

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



INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
PetroEnergy Resources Corporation
7th floor, JMT Building, ADB Avenue
Ortigas Center, Pasig City

Report on the Audit of the Parent Company Financial Statements

Opinion

We have audited the parent company financial statements of PetroEnergy Resources Corporation (the Parent Company), which comprise the parent company statements of financial position as at December 31, 2024 and 2023, and the parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for each of the three years in the period ended December 31, 2024, and notes to the parent company financial statements, including a summary of material accounting policy information.

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

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Parent Company Financial Statements* section of our report. We are independent of the Parent Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the parent company 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.

Responsibilities of Management and Those Charged with Governance for the Parent Company Financial Statements

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

In preparing the parent company financial statements, management is responsible for assessing the Parent 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 Parent Company or to cease operations, or has no realistic alternative but to do so.

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



Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

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

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

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

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



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

Report on the Supplementary Information Required Under Revenue Regulations No. 15-2010

The supplementary information required under Revenue Regulations No. 15-2010 for purposes of filing with the Bureau of Internal Revenue is presented by management of PetroEnergy Resources Corporation in a separate schedule. Revenue Regulations No. 15-2010 requires the information to be presented in the notes to parent company financial statements. Such information is not a required part of the basic parent company financial statements. The information is also not required by the Revised Securities Regulation Code Rule 68. Our opinion on the basic parent company financial statements is not affected by the presentation of the information in a separate schedule.

SYCIP GORRES VELAYO & CO.

Wenda Lynn M. Loyola

Wenda Lynn M. Loyola

Partner

CPA Certificate No. 109952

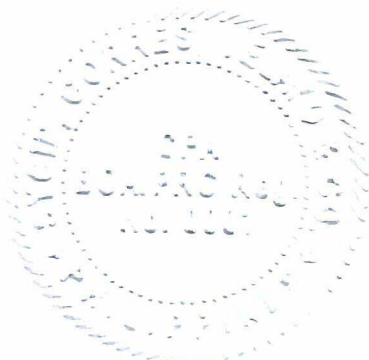
Tax Identification No. 242-019-387

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

BIR Accreditation No. 08-001998-117-2025, January 8, 2025, valid until January 7, 2028

PTR No. 10465322, January 2, 2025, Makati City

April 2, 2025



PETROENERGY RESOURCES CORPORATION
PARENT COMPANY STATEMENTS OF FINANCIAL POSITION

	December 31	
	2024	2023
ASSETS		
Current Assets		
Cash and cash equivalents (Note 6)	₱335,383,744	₱269,412,818
Financial assets at fair value through profit or loss (Note 7)	6,144,437	6,958,720
Receivables (Note 8)	107,624,996	78,699,021
Crude oil inventory	49,440,029	13,676,052
Other current assets (Note 9)	26,950,708	8,221,129
Total Current Assets	525,543,914	376,967,740
Noncurrent Assets		
Property and equipment (Note 10)	469,356,812	633,047,054
Deferred oil exploration costs (Note 11)	431,416,713	386,796,965
Investments in associates and subsidiaries (Note 12)	5,015,236,882	4,924,664,737
Investment properties (Note 13)	1,611,533	1,611,533
Net retirement assets (Note 19)	5,434,706	8,075,630
Deferred tax assets - net (Note 20)	–	9,452,461
Other noncurrent assets (Note 14)	36,762,426	40,654,751
Total Noncurrent Assets	5,959,819,072	6,004,303,131
TOTAL ASSETS	₱6,485,362,986	₱6,381,270,871
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and accrued expenses (Note 15)	₱160,458,117	₱169,591,490
Loans payable - current portion (Note 16)	16,361,957	2,762,511,607
Income tax payable	365,883	–
Total Current Liabilities	177,185,957	2,932,103,097
Noncurrent Liabilities		
Loans payable - non-current portion (Note 16)	2,734,894,965	–
Deferred tax liabilities - net (Note 20)	3,225,990	–
Asset retirement obligation (Note 17)	43,544,555	48,056,253
Total Noncurrent Liabilities	2,781,665,510	48,056,253
Total Liabilities	2,958,851,467	2,980,159,350
Equity		
Capital stock (Note 18)	568,711,842	568,711,842
Additional paid-in capital (Note 18)	2,156,679,049	2,156,679,049
Retained earnings	442,441,631	316,054,200
Remeasurement gain on net retirement assets - net of tax (Note 19)	3,279,434	4,231,373
Share in other comprehensive loss of associates (Note 12)	(1,078,607)	(1,043,113)
Cumulative translation adjustment (Note 18)	356,478,170	356,478,170
Total Equity	3,526,511,519	3,401,111,521
TOTAL LIABILITIES AND EQUITY	₱6,485,362,986	₱6,381,270,871

See accompanying Notes to Parent Company Financial Statements



PETROENERGY RESOURCES CORPORATION
PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2024	2023	2022
OIL REVENUES	₱520,426,861	₱623,038,856	₱726,054,533
COST OF REVENUES			
Oil production (Note 21)	326,298,188	315,347,519	355,336,218
Depletion (Note 10)	90,653,867	101,223,727	85,286,880
Change in crude oil inventory	(35,763,977)	761,139	(1,820,516)
	381,188,078	417,332,385	438,802,582
GROSS INCOME	139,238,783	205,706,471	287,251,951
GENERAL AND ADMINISTRATIVE EXPENSES (Note 22)	149,958,429	147,074,960	111,853,310
OTHER INCOME (CHARGES)			
Share in net income of associates (Note 12)	271,007,639	121,514,623	—
Dividend income (Notes 7 and 12)	150,018,893	75,026,969	36,079,047
Interest income (Note 6)	4,454,900	3,276,253	3,070,748
Net foreign exchange gain (loss)	3,886,684	1,386,526	11,187,292
Fair value changes on financial assets at fair value through profit or loss (Note 7)	(814,283)	(530,445)	(47,138)
Accretion expense (Note 17)	(4,760,554)	(2,949,784)	(2,070,184)
Impairment reversal (loss) (Note 5,10 and 11)	(52,442,592)	(77,167,996)	11,299,369
Interest expense (Note 16)	(208,810,012)	(107,762,107)	(9,678,694)
Miscellaneous income (Note 23)	18,438,217	22,602,775	4,381,439
	180,978,892	35,396,814	54,221,879
INCOME BEFORE INCOME TAX	170,259,246	94,028,325	229,620,520
PROVISION FOR INCOME TAX (Note 20)	(15,436,222)	(952,244)	(2,997,940)
NET INCOME	154,823,024	93,076,081	226,622,580
OTHER COMPREHENSIVE INCOME (LOSS)			
<i>Item not to be reclassified to profit or loss in subsequent periods</i>			
Remeasurement gain (loss) on net retirement assets - net of tax (Note 19)	(951,939)	(965,255)	6,865,326
Share in other comprehensive loss of associates (Note 12)	(35,494)	(1,043,113)	—
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)	(987,433)	(2,008,368)	6,865,326
TOTAL COMPREHENSIVE INCOME	₱153,835,591	₱91,067,713	₱233,487,906
Basic/Diluted Earnings Per Share (Note 25)	₱0.2722	₱0.1637	₱0.3985

See accompanying Notes to Parent Company Financial Statements.



PETROENERGY RESOURCES CORPORATION

**PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022**

	Capital stock (Note 18)	Additional paid-in capital (Note 18)	Retained earnings (Note 18)	Remeasurement of net retirement assets (Note 19)	Share in other comprehensive income (loss) of associates (Note 12)	Cumulative translation adjustment (Note 18)	Total equity
BALANCES AT DECEMBER 31, 2021	₱568,711,842	₱2,156,679,049	₱53,226,723	(₱1,668,698)	₱–	₱356,478,170	₱3,133,427,086
Net income	–	–	226,622,580	–	–	–	226,622,580
Remeasurement gain on net retirement assets	–	–	–	6,865,326	–	–	6,865,326
Total comprehensive income	–	–	226,622,580	6,865,326	–	–	233,487,906
Dividend declaration	–	–	(28,435,592)	–	–	–	(28,435,592)
BALANCES AT DECEMBER 31, 2022	568,711,842	2,156,679,049	251,413,711	5,196,628	–	356,478,170	3,338,479,400
Net income	–	–	93,076,081	–	–	–	93,076,081
Remeasurement loss on net retirement assets	–	–	–	(965,255)	–	–	(965,255)
Share in other comprehensive loss of associates	–	–	–	–	(1,043,113)	–	(1,043,113)
Total comprehensive income (loss)	–	–	93,076,081	(965,255)	(1,043,113)	–	91,067,713
Dividend declaration	–	–	(28,435,592)	–	–	–	(28,435,592)
BALANCES AT DECEMBER 31, 2023	568,711,842	2,156,679,049	316,054,200	4,231,373	(1,043,113)	356,478,170	3,401,111,521
Net income	–	–	154,823,024	–	–	–	154,823,024
Remeasurement loss on net retirement assets	–	–	–	(951,939)	–	–	(951,939)
Share in other comprehensive loss of associates	–	–	–	–	(35,494)	–	(35,494)
Total comprehensive income (loss)	–	–	154,823,024	(951,939)	(35,494)	–	153,835,591
Dividend declaration	–	–	(28,435,593)	–	–	–	(28,435,593)
BALANCES AT DECEMBER 31, 2024	₱568,711,842	₱2,156,679,049	₱442,441,631	₱3,279,434	(₱1,078,607)	₱356,478,170	₱3,526,511,519

See accompanying Notes to Parent Company Financial Statements.



PETROENERGY RESOURCES CORPORATION
PARENT COMPANY STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2024	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	₱170,259,246	₱94,028,325	₱229,620,520
Adjustments for:			
Interest expense (Note 16)	208,810,012	107,762,107	9,678,694
Depletion, depreciation and amortization (Notes 10, 14, 21 and 22)	107,278,451	115,283,037	97,012,576
Impairment loss (reversal) ([Note 5, 10 and 11])	52,442,592	77,167,996	(11,299,369)
Accretion expense (Note 17)	4,760,554	2,949,784	2,070,184
Movement in net retirement asset (Note 19)	1,371,672	901,168	(3,992,269)
Fair value changes on financial assets at fair value through profit or loss (Note 7)	814,283	581,369	47,138
Net unrealized foreign exchange loss (gain)	(1,460,999)	552,394	(1,473,215)
Interest income (Note 6)	(4,454,900)	(3,276,253)	(3,070,748)
Dividend income (Notes 7, 12 and 23)	(150,018,893)	(75,026,969)	(36,079,047)
Share in net income of associates (Note 12)	(271,007,639)	(121,514,623)	–
Operating income before working capital changes	118,794,379	199,408,335	282,514,464
Decrease (increase) in:			
Receivables	(47,723,016)	(19,142,691)	6,927,026
Crude oil inventory	(35,763,977)	761,140	(1,820,516)
Other current assets	(22,878,729)	(3,594,940)	168,341,785
Increase (decrease) in:			
Accounts payable and accrued expenses	(50,727,985)	36,141,293	79,976,157
Net cash generated from (used for) operations	(38,299,328)	213,573,137	535,938,916
Interest received	3,756,277	3,318,678	2,963,288
Income taxes paid	(2,074,575)	(629,500)	(609,000)
Net cash provided by (used in) operating activities	(32,468,476)	216,262,315	538,293,204
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions of property and equipment (Note 10)	(6,907,701)	(29,119,430)	(221,983,870)
Dividends received (Notes 7 and 12)	330,418,893	163,026,969	36,079,047
Decrease (increase) in:			
Other noncurrent assets	(1,128,651)	35,006,705	(8,568,000)
Due from related parties	19,495,664	(19,256,003)	(1,625,880)
Deferred oil exploration costs	(40,052,013)	(87,144,747)	(208,597,575)
Additional investment in a subsidiary (Note 12)	–	(521,211,059)	–
Additional investment in associates (Note 12)	–	(2,205,924,015)	–
Net cash provided by (used in) investing activities	301,826,192	(2,664,621,580)	(404,696,278)

(Forward)



	Years Ended December 31		
	2024	2023	2022
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of loans (Note 16)	(₱3,049,680,182)	(₱451,000,000)	(₱500,000,000)
Proceeds from loans, net of deferred financing costs (Note 16)	3,036,161,049	2,962,511,607	561,000,000
Interest paid	(162,853,549)	(81,329,508)	(10,887,706)
Dividends paid (Note 18)	(28,475,107)	(27,969,027)	(28,435,593)
Net cash provided by (used in) financing activities	(204,847,789)	2,402,213,072	21,676,701
NET EFFECT OF FOREIGN EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	1,460,999	(552,394)	1,473,216
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	65,970,926	(46,698,587)	156,746,843
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	269,412,818	316,111,405	159,364,562
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 6)	₱335,383,744	₱269,412,818	₱316,111,405

See accompanying Notes to Parent Company Financial Statements.



PETROENERGY RESOURCES CORPORATION

NOTES TO PARENT COMPANY FINANCIAL STATEMENTS

1. Corporate Information

PetroEnergy Resources Corporation (PERC or PetroEnergy or the Parent Company), formerly Petrotech Consultants, Inc., was organized on September 29, 1994 to provide specialized technical services to its then parent company, Petrofields Corporation, and to companies exploring for oil in the Philippines. PetroEnergy's shares of stock are publicly traded in the Philippine Stock Exchange (PSE).

In 1997, PERC simultaneously adopted its present name and changed its primary purpose to oil exploration and development and mining activities. Subsequently in 1999, PERC assumed Petrofields' oil exploration contracts in the Philippines and the Production Sharing Contract covering the Etame discovery block in Gabon, West Africa.

On August 11, 2004, PERC's shares of stock were listed at the PSE by way of introduction.

In 2009, following the enactment of Republic Act No. 9513, otherwise known as the "Renewable Energy Act of 2008", PERC amended its articles of incorporation to include among its purposes the business of generating power from renewable sources such as, but not limited to, biomass, hydro, solar, wind, geothermal, ocean and such other renewable sources of power.

The subsidiaries and associates of PetroEnergy and the respective percentage of ownership is disclosed in Note 12.

The registered office and principal place of business is 7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City.

The accompanying parent company financial statements were approved and authorized for issue by the Board of Directors (BOD) on April 2, 2025.

2. Basis of Preparation

Basis of Preparation

The accompanying financial statements have been prepared under the historical cost basis, except for financial assets carried at fair value through profit or loss (FVTPL) which are measured at fair value and crude oil inventory which is valued at net realizable value (NRV).

The financial statements are presented in Philippine Peso (PHP or ₱), which is also the Parent Company's functional currency. All amounts are rounded to the nearest PHP unless otherwise stated.

Statement of Compliance

The parent company financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

The Parent Company also prepares and issues consolidated financial statements for the same period as the parent company financial statements, presented in compliance with PFRS Accounting Standards, which can be obtained from the Parent Company's registered office address mentioned in Note 1. The parent company financial statements must be read in conjunction with the consolidated financial statements.



3. Changes in Accounting Policies and Disclosures

New Standards, Interpretations and Amendments

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective in 2024. The Parent Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have any impact on the parent company financial statements.

- Amendments to PAS 1, *Classification of Liabilities as Current or Noncurrent*

The amendments clarify:

- That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or noncurrent.
- That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

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

The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

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

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Standards Issued But Not Yet Effective

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Parent Company does not expect that the future adoption of the said pronouncements will have a significant impact on its parent company financial statements. The Parent Company intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2025

- Amendments to PAS 21, *Lack of exchangeability*

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

The amendments are effective for annual reporting periods beginning on or after January 1, 2025. Earlier adoption is permitted and that fact must be disclosed. When applying the amendments, an entity cannot restate comparative information.



Effective beginning on or after January 1, 2026

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

The amendments clarify that a financial liability is derecognized on the ‘settlement date’, i.e., when the related obligation is discharged, cancelled, expires or the liability otherwise qualifies for derecognition. They also introduce an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system before settlement date if certain conditions are met.

The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features. Furthermore, the amendments clarify the treatment of non-recourse assets and contractually linked instruments.

- Annual Improvements to PFRS Accounting Standards - Volume 11

The amendments are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversight or conflicts between the requirements in the Accounting Standards. The following is the summary of the Standards involved and their related amendments.

- Amendments to PFRS 1, *Hedge Accounting by a First-time Adopter*

The amendments included in paragraphs B5 and B6 of PFRS 1 cross references to the qualifying criteria for hedge accounting in paragraph 6.4.1(a), (b) and (c) of PFRS 9. These are intended to address potential confusion arising from an inconsistency between the wording in PFRS 1 and the requirements for hedge accounting in PFRS 9.

- Amendments to PFRS 7, *Gain or Loss on Derecognition*

The amendments updated the language of paragraph B38 of PFRS 7 on unobservable inputs and included a cross reference to paragraphs 72 and 73 of PFRS 13.

- Amendments to PFRS 9

- a) Lessee Derecognition of Lease Liabilities

The amendments to paragraph 2.1 of PFRS 9 clarified that when a lessee has determined that a lease liability has been extinguished in accordance with PFRS 9, the lessee is required to apply paragraph 3.3.3 and recognize any resulting gain or loss in profit or loss.

- b) Transaction Price

The amendments to paragraph 5.1.3 of PFRS 9 replaced the reference to ‘transaction price as defined by PFRS 15 *Revenue from Contracts with Customers*’ with ‘the amount determined by applying PFRS 15’. The term ‘transaction price’ in relation to PFRS 15 was potentially confusing and so it has been removed. The term was also deleted from Appendix A of PFRS 9.

- Amendments to PFRS 10, *Determination of a ‘De Facto Agent’*

The amendments to paragraph B74 of PFRS 10 clarified that the relationship described in B74 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor.



- Amendments to PAS 7, *Cost Method*

The amendments to paragraph 37 of PAS 7 replaced the term ‘cost method’ with ‘at cost’, following the prior deletion of the definition of ‘cost method’.

Effective beginning on or after January 1, 2027

- PFRS 17, *Insurance Contracts*

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

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

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

On February 14, 2025, the FSRSC approved the amendment to PFRS 17 that further defers the date of initial application by an additional two (2) years, to annual periods beginning on or after January 1, 2027. This will provide more time for the insurance industry to fully prepare and assess the impact of adopting the said standards.

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

The standard replaces PAS 1, *Presentation of Financial Statements* and responds to investors’ demand for better information about companies’ financial performance. The new requirements include:

- Required totals, subtotals and new categories in the statement of profit or loss
- Disclosure of management-defined performance measures
- Guidance on aggregation and disaggregation

- PFRS 19, *Subsidiaries without Public Accountability*

The standard allows eligible entities to elect to apply PFRS 19’s reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other PFRS accounting standards. The application of the standard is optional for eligible entities.

Deferred effectivity

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

The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets



that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

On January 13, 2016, the Financial and Sustainability Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the IASB completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

4. Material Accounting Policy Information

Cash and Cash Equivalents

Cash includes cash on hand and in banks (demand deposits). Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from the dates of acquisition and that are subject to an insignificant risk of change in value.

Financial Instruments

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

Financial assets - Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI), and FVTPL.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Parent Company's business model for managing them. The Parent Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flow that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Parent Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVTPL

The Parent Company has no financial asset classified as financial assets at FVOCI.



Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Parent Company. The Parent Company measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Parent Company's financial assets at amortized cost include Cash and cash equivalents, Receivables and Restricted cash.

Financial assets at FVTPL

Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at FVTOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at FVTPL are carried in the parent company statement of financial position at fair value with net changes in fair value recognized in the parent company statement of comprehensive income.

This category includes derivative instruments and listed equity investments which the Parent Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognized as other income in the parent company statement of comprehensive income when the right of payment has been established.

The Parent Company's financial assets at FVTPL includes Marketable equity securities and Investment in golf club shares.

Impairment of financial assets

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

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).



The Parent Company may consider a financial asset to be in default when internal or external information indicates that the Parent Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Parent Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial Liabilities - Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL and other financial liabilities at amortized cost. The initial measurement of financial liabilities, except for designated at FVPL, includes transaction costs.

The Parent Company does not have financial liabilities at FVTPL. As of December 31, 2024 and 2023, the Parent Company's financial liabilities are classified as other financial liabilities.

Subsequent measurement

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the parent company statement of comprehensive income.

The Parent Company's other financial liabilities include Accounts payable and accrued expenses, excluding statutory liabilities and Loans payable.

Derecognition of Financial Assets and Financial Liabilities

Financial assets

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

- the rights to receive cash flows from the asset have expired;
- the Parent Company retains the rights to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Parent Company has transferred its right to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

Offsetting of Financial Instruments

Financial assets and financial liabilities are set off and the net amount is reported in the parent company statement of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.



Crude Oil Inventory

Crude oil inventory is stated at NRV at the time of production. NRV is the estimated selling price less cost to sell. The estimated selling price is the market values of crude oil inventory at the time of production.

Restricted Cash

Restricted cash is recognized when the Parent Company reserves a portion of its cash for a specific purpose and that there are contractual restrictions directly related to the use of and access of the bank accounts. This includes cash held under escrow accounts. Restricted cash that are expected to be used for a period of no more than 12 months after the financial reporting period are classified as current assets, otherwise, these are classified as noncurrent assets.

Property and Equipment

Property and equipment are stated at cost less accumulated depletion, depreciation and any accumulated impairment losses. The initial cost of the property and equipment consists of its purchase price, including any import duties, taxes and any directly attributable costs of bringing the assets to its working condition and location for its intended use and abandonment costs.

Expenditures incurred after the fixed assets have been put into operation, such as repairs and maintenance, are normally charged to expense in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment.

Depreciation of an item of property and equipment begins when it becomes available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation ceases at the earlier of the date that the item is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, and the date the asset is derecognized.

Wells, platforms and other facilities are depleted using the unit-of-production method computed based on estimates of proved reserves. The depletion base includes the exploration and development cost of the producing oil fields.

Other property and equipment are depreciated and amortized using the straight-line method over the estimated useful lives of the assets as follows:

	Number of Years
Office condominium units	15
Office improvements	3
Transportation equipment	4
Office furniture and other equipment	2 - 3

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

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation is credited or charged to current operations.



When the assets are retired or otherwise disposed of, the cost and the related accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the parent company statements of comprehensive income.

Deferred Oil Exploration Costs

The Parent Company follows the full cost method of accounting for exploration costs determined on the basis of each SC area. Under this method, all exploration costs relating to each SC are tentatively deferred pending determination of whether the area contains oil reserves in commercial quantities.

Deferred oil exploration costs are assessed at each reporting period for possible indications of impairment. This is to confirm the continued intent to develop or otherwise extract value from the discovery. When this is no longer the case or is considered as areas permanently abandoned, the costs are written off through the statement of comprehensive income. Exploration areas are considered permanently abandoned if the related permits of the exploration have expired and/or there are no definite plans for further exploration and/or development.

The exploration costs relating to the SC where oil in commercial quantities are discovered are subsequently reclassified to “Wells, platforms and other facilities” shown under “Property and equipment” account in the parent company statements of financial position upon substantial completion of the development stage. On the other hand, all costs relating to an abandoned SC are written off in the year the area is permanently abandoned. SCs are considered permanently abandoned if the SCs have expired and/or there are no definite plans for further exploration and/or development.

Investments in Subsidiaries

The Parent Company’s investments in subsidiaries are accounted for using the cost method less any impairment in value. Subsidiaries are entities over which the Parent Company has control. Control is achieved when the Parent Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Parent Company controls an investee if and only it has:

- power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- exposure, or rights, to variable returns from its involvement with the investee, and
- the ability to use its power over the investee to affect its returns

When the Parent Company has less than a majority of the voting or similar rights of an investee, it considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- the contractual arrangement with the other vote holders of the investee
- rights arising from other contractual arrangements
- the Parent Company’s voting rights and potential voting rights

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in profit or loss from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.



Investment in Associate

An associate is an entity over which the Parent Company has significant influence, generally accompanying a shareholding of 20% to 50% of the voting rights. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

On acquisition of the investment, any difference between the cost of the investment and the entity's share of the net fair value of the investee's identifiable assets and liabilities is accounted for as follows:

- Goodwill relating to an associate is included in the carrying amount of the investment. Amortization of that goodwill is not permitted.
- Any excess of the entity's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate's profit or loss in the period in which the investment is acquired.

The Parent Company's investment in associate is accounted for using the equity method. Under the equity method, on initial recognition, the investment in an associate is recognized at cost, and the carrying amount is increased or decreased to recognize the Parent Company's share of the profit or loss of the investee after the date of acquisition. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment separately.

The Parent Company's share of the investee's profit or loss is recognized in the Parent Company's profit or loss. Distributions received from an investee reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for changes in the Parent Company's proportionate interest in the investee arising from changes in the investee's other comprehensive income. In addition, when there has been a change recognized directly in the equity of the associate, the Parent Company recognizes its share of any changes, when applicable, in the parent company statement of changes in equity. Unrealized gains and losses resulting from transactions between the Parent Company and the associate are eliminated to the extent of the interest in the associate.

Upon loss of significant influence over the associate, the Parent Company measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss.

The financial statements of the associates are prepared for the same reporting period as the Parent Company, using consistent accounting policies.

Impairment of Nonfinancial Assets

The Parent Company assesses at each reporting date whether there is an indication that an asset (e.g. Property and equipment, Investment properties, Deferred oil exploration costs, Investments in subsidiaries, and Investment in associates) may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Parent Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.



These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Parent Company makes an estimate of recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

Capital Stock and Additional Paid-in Capital

The Parent Company records common stock at par value and additional paid-in capital in excess of the total contributions received over the aggregate par values of the equity shares.

Retained Earnings

Retained earnings represent accumulated earnings and losses of the Parent Company less dividends declared and with consideration of any changes in accounting policies and adjustments applied retroactively. The retained earnings of the Parent Company are available for dividends only upon approval and declaration of the BOD.

Revenue Recognition

Revenue is recognized when the control of petroleum are transferred to the customer at an amount that reflects the consideration which the Parent Company expects to be entitled in exchange for those goods. The Parent Company has generally concluded that it is the principal in its revenue arrangements.

Oil revenues

Revenue from crude oil is recognized at a point in time when the control of the goods has transferred from the sellers (consortium) to the buyer at the delivery point. Revenue is measured at the fair value of the consideration received.

The revenue recognized from the sale of petroleum products pertains to the Parent Company's share in revenue from the joint operations. The revenue sharing is accounted for in accordance with PFRS 11.

Dividend income

Dividend income is recognized when the Company's right to receive the payment is established specific for dividends upon declaration.

Interest income

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

Management fee

Revenue from accounting, legal and other support services rendered to its subsidiaries are recognized when earned.

Costs and Expenses

Oil production

Oil production are costs incurred to produce and deliver crude oil inventory, including transportation, storage and loading, among others.

General and administrative expenses

General and administrative expenses constitute costs of administering the business. Costs and expenses are recognized as incurred.



Leases

Short-term leases and leases of low-value assets

The Parent Company applies the short-term lease recognition exemption to its short-term leases of parking slots and vehicles (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the leases of low-value assets recognition exemption to leases of storage units that are considered of low value (i.e., below ₱250,000). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Income Taxes

Current Tax

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

Deferred Tax

Deferred tax is provided using the balance sheet liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and their corresponding tax bases (known as temporary differences). Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, carryforward of unused tax credits from excess minimum corporate income tax (MCIT) over regular corporate income tax and unused net operating losses carryover (NOLCO), to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits from excess MCIT and unexpired NOLCO can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are applicable to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted as of the statement of financial position date.

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

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

Retirement benefits

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method. The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.



Defined benefit costs comprise the following:

- Service costs
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the statements of comprehensive income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuary.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in the parent company statements of comprehensive income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to parent company statements of comprehensive income in subsequent periods. All remeasurements recognized in OCI account "Remeasurement loss on net accrued retirement asset" are not reclassified to another equity account in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Parent Company, nor can they be paid directly to the Parent Company. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations).

The Parent Company's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Asset Retirement Obligation (ARO)

The Parent Company is legally required to share in the abandonment costs associated with the oilfields. The Parent Company recognizes the fair value of the liability for this obligation and capitalizes the present value of these costs as part of the balance of the related property and equipment accounts, which are depleted using the unit-of-production method computed based on estimates of proved reserves, or written off as a result of impairment of the related asset.

The Parent Company amortizes ARO liability using the EIR method and recognizes accretion expense over the service contract term in profit or loss.

The Parent Company regularly assesses the provision for ARO and adjusts the related liability.

Foreign Currency-denominated Transactions

Transactions in foreign currencies are initially recorded using the applicable exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the applicable exchange rate at the reporting date. Differences arising from translation of monetary assets and liabilities are taken to "Net unrealized foreign exchange gain (loss)".



Earnings Per Share (EPS)

Basic earnings per share is computed on the basis of the weighted average number of shares outstanding during the year after giving retroactive effect to any stock split or stock dividends declared and stock rights exercised during the current year, if any.

Diluted earnings per share is computed on the basis of the weighted average number of shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

The Parent Company does not have potentially dilutive common stock.

Segment Reporting

The Parent Company has only one reportable segment that is engaged in the oil and mineral exploration, development and production. Financial information on business segments is presented in Note 26 to the parent company financial statements.

Provisions and Contingencies

Provisions are recognized when the Parent Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Parent Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Contingent liabilities are not recognized in the parent company financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the parent company financial statements but are disclosed when an inflow of economic benefits is probable. Contingent assets are assessed continually to ensure that developments are appropriately reflected in the parent company financial statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognized in the parent company financial statements.

Events After the Reporting Period

Post year-end events up to the date of the auditors' report that provide additional information about the Parent Company's situation at the reporting date (adjusting events) are reflected in the parent company financial statements, if any. Post year-end events that are not adjusting events are disclosed in the notes to parent company financial statements when material.

5. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the Parent Company financial statements in compliance with PFRS Accounting Standards requires the Parent Company to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in judgments, estimates and assumptions are reflected in the parent company financial statements, as they become reasonably determinable.



Judgments, estimates and assumptions 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.

Judgments

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

Determination of Functional Currency

The Parent Company determines the functional currency based on economic substance of underlying circumstances relevant to the Parent Company. The functional currency has been determined to be the PHP based on the economic substance of the Parent Company's business circumstances.

Capitalization of Deferred Oil Exploration Costs

Initial capitalization of costs is based on management's judgment that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. If the accounting policy on capitalization of development costs are not met, such costs are expensed. As of December 31, 2024 and 2023, the carrying value of deferred oil explorations costs amounted to ₱431.42 million and ₱386.80 million, respectively (see Note 11).

Assessment of investment in PetroWind and PetroSolar as investment in associates

In 2023, PetroEnergy made direct acquisition of interest in PetroWind Energy, Inc. (PetroWind or PWEI) of 20% and PetroSolar Corporation (PetroSolar or PSC) of 44%, as disclosed in Note 12.

With these direct ownership interest, the Parent Company considered the requirement of PAS 28, *Investment in Associates and Joint Ventures*, in assessing if it has significant influence over these entities. Aside from the ownership interest, the Parent Company considered the existence of the following in determining significant influence:

- representation on the board of directors or equivalent governing body of the investee; and
- participation in policy-making processes, including participation in decisions about dividends or other distributions.

Based on the above factors, management assessed that it has significant influence over PetroWind and PetroSolar and classified the investments as investment in associates. Further details are disclosed in Note 12.

Classification of Joint Arrangements

Judgment is required to determine when the Parent Company has joint control over an arrangement, which requires an assessment of the relevant activities and when the decisions in relation to those activities require unanimous consent. The Parent Company assesses their rights and obligations arising from the arrangement and specifically considers:

- the structure of the joint arrangement - whether it is structured through a separate vehicle
- when the arrangement is structured through a separate vehicle, the Parent Company also considers the rights and obligations arising from:
 - the legal form of the separate vehicle
 - the terms of the contractual arrangement
 - other facts and circumstances, considered on a case by case basis



This assessment often requires significant judgment. A different conclusion about both joint control and whether the arrangement is a joint operation or a joint venture, may materially impact the accounting of the investment.

The Parent Company and the parties to the agreement in investment in Gabon, West Africa and investments in petroleum concessions in the Philippines have joint control over its rights to the assets and obligations for the liabilities, relating to the arrangement. Accordingly, the joint arrangements are classified as joint operations (see Note 12).

Estimates and Assumptions

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

Impairment of investments in subsidiaries and associates

The Parent Company assesses at the end of each reporting period whether there is any indication that its investments in subsidiaries and associates may be impaired. If any such indication exists, the Parent Company estimates the recoverable amount of the asset.

The factors that the Parent Company considers important which could trigger an impairment review include the following:

- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of use of the acquired assets or the strategy for overall business; and
- Significant negative industry or economic trends.

No indication of impairment was noted in 2024 and 2023. As of December 31, 2024 and 2023, the carrying value of investments in subsidiaries and associates amounted to ₱5.02 billion and ₱4.92 billion, respectively. As of December 31, 2024 and 2023, allowance for impairment loss on investment in a dormant subsidiary amounted to ₱2.86 million (see Note 12).

Estimation of Proved and Probable Oil Reserves

The Parent Company assesses its estimate of proved and probable reserves on an annual basis. The estimate is based on the technical assumptions and is calculated in accordance with accepted volumetric methods, specifically the probabilistic method of estimation. Probabilistic method uses known geological, engineering and economic data to generate a range of estimates and their associated probabilities.

All proved and probable reserve estimates are subject to revision, either upward or downward, based on new information, such as from development drilling and production activities or from changes in economic factors, including product prices, contract terms or development plans. Estimates of reserves for undeveloped or partially developed fields are subject to greater uncertainty over their future life than estimates of reserves for fields that are substantially developed and depleted. Estimated oil reserves are utilized in the impairment testing and the calculation of depletion expense using the unit of production method of the investments.

As of December 31, 2024 and 2023, the carrying value of “Wells, platforms and other facilities” under “Property and equipment” amounted to ₱446.76 million and ₱605.04 million, respectively (see Note 10).



Impairment of Wells, Platforms and other Facilities and Deferred Oil Exploration Costs

The Parent Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Parent Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less cost of disposal and its value in use.

The recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less cost of disposal and its value in use. The fair value less cost of disposal is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or CGU and from its disposal at the end of its useful life.

In determining the present value of estimated future cash flows expected to be generated from the continued use of an asset or CGU, the Parent Company is required to make estimates and assumptions that can materially affect the Parent Company's financial statements.

Facts and circumstances that would require an impairment assessment as set forth in PFRS 6, *Exploration for and Evaluation of Mineral Resources*, are as follows:

- The period for which the Parent Company has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed;
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- Sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

There are no indicators of impairment that would trigger impairment review in 2024 and 2023 other than those mentioned below.

a. Gabon, West Africa

The Parent Company believes that the fluctuation in crude oil prices in the market, political risks in Gabon, discount rates and changes in other assumptions such as change in production profile which is based on continued production until the term of the existing Exploration Production Sharing Contract ("EPSC") are indicators that the assets might be impaired or if there is reversal of prior impairment loss.

In 2018, the Gabonese Government allowed the sixth amendment to the EPSC that extends the exploitation period for the production licenses by ten (10) years, or from September 2018 until September 2028, extendible by five (5) years and by a final extension of 5 more years. The extension of the EPSC will allow the consortium to maximize the use of the existing facilities that are already in place to increase or maintain production until the field's extended life (see Note 10).

b. SC 14-C2 - West Linapacan

SC 14-C2 has not yet expired and was granted with a 15-year extension of the SC as approved by the DOE from December 18, 2010 to December 18, 2025. The SC 14-C2 consortium proceeded with a third-party technical evaluation to assess potential production opportunities. With the SC nearing its expiration in December 2025, the assets were tested for impairment.



c. Impairment loss (reversal)

In assessing whether impairment is required, the carrying value of the asset is compared with its recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use. Given the nature of the Parent Company's activities, information on the fair value of an asset is usually difficult to obtain unless negotiations with potential purchasers or similar transactions are taking place. Consequently, unless indicated otherwise, the recoverable amount used in assessing the impairment loss is value in use.

The Parent Company estimates value in use using a discounted cash flow model using a discount rate of 12.28% in 2024, 14.39% in 2023 and 14.64% in 2022.

The Parent Company recognized impairment (reversal of impairment) loss for the years ended December 31 presented on a net basis:

	2024	2023	2022
Wells, platforms and other facilities - net (Note 10)	₱169,899,110	₱76,864,520	(₱11,893,541)
Deferred oil exploration costs -net (Note 11)	(117,456,518)	303,476	594,172
	₱52,442,592	₱77,167,996	(₱11,299,369)

As of December 31, 2024 and 2023, the net carrying value of the assets forming part of the CGU are as follows:

	2024	2023
Wells, platforms and other facilities (Note 10)	₱446,761,481	₱605,037,992
Deferred oil exploration costs (Note 11)	365,866,495	321,621,106
Production license (Note 14)	17,336,222	21,959,213
	₱829,964,198	₱948,618,311

Estimation of asset retirement obligation

The Parent Company has a legal obligation to share in the abandonment costs associated with the oilfields. The Parent Company recognizes the present value of the obligation in its share in the abandonment costs and capitalizes the present value of this cost as part of the balance of the related property and equipment, which are depleted using the unit-of-production method computed based on estimates of proved reserves.

Cost estimates expressed at projected price levels at the date of the estimate are discounted using a rate of 9.50% and 7.32% as of December 31, 2024 and 2023, respectively, to take into account the timing of payments. Each year, the provision is increased to reflect the accretion of discount and to accrue an estimate for the effects of inflation, with charges being recognized as accretion expense (see Note 17).

Changes in the asset retirement obligation that result from a change in the current best estimate of cash flow required to settle the obligation or a change in the discount rate are added to (or deducted from) the amount recognized as the related asset and the periodic unwinding of the discount on the liability is recognized in profit or loss as it occurs.

While the Parent Company has made its best estimate in establishing the asset retirement obligation, because of potential changes in technology as well as safety and environmental requirements, plus the actual time scale to complete decommissioning activities, the ultimate provision requirements could either increase or decrease significantly from the Parent Company's current estimates. The amounts



and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

The Parent Company's asset retirement obligation amounted to ₱43.54 million and ₱48.06 million as of December 31, 2024 and 2023, respectively (see Note 17).

Estimation of retirement benefits

The cost of defined benefit pension plans and the present value of the pension obligation are determined using actuarial valuation. The actuarial valuation involves making various assumptions including determination of discount rates and future salary increases, among others. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at the end of each accounting period. The net retirement assets amounted to ₱5.43 million and ₱8.08 million as of December 31, 2024 and 2023, respectively (see Note 19).

Recognition of deferred tax assets

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

As of December 31, 2024 and 2023, the Parent Company did not recognize deferred tax assets on certain temporary differences, NOLCO and MCIT as the Parent Company believes that it may not be probable that sufficient taxable income will be available in the near foreseeable future against which the tax benefits can be realized prior to their expiration (see Note 20).

6. Cash and Cash Equivalents

	2024	2023
Cash on hand and in banks	₱59,550,657	₱29,496,758
Cash equivalents	275,833,087	239,916,060
	₱335,383,744	₱269,412,818

Interest income earned on cash in banks and cash equivalents amounted to ₱4.45 million, ₱3.28 million and ₱3.07 million in 2024, 2023 and 2022, respectively.

7. Financial Assets at FVTPL

	2024	2023
Marketable equity securities	₱5,374,437	₱6,188,720
Investment in golf club shares	770,000	770,000
	₱6,144,437	₱6,958,720

Net loss on fair value changes on financial assets at FVTPL included in the parent company statements of comprehensive income amounted to ₱0.81 million, ₱0.53 million and ₱0.05 million in 2024, 2023 and 2022, respectively. Dividend income received from equity securities amounted to ₱18,893, ₱26,969 and ₱79,047 in 2024, 2023 and 2022, respectively.



8. Receivables

	2024	2023
Accounts receivable from:		
Consortium operator	₱68,761,777	₱60,197,945
Due from related parties (Note 23)	40,517,443	21,021,779
Others	225,673	57,817
Interest receivable	802,556	103,933
	110,307,449	81,381,474
Less allowance for expected credit losses	2,682,453	2,682,453
	₱107,624,996	₱78,699,021

The Parent Company's receivables are mainly due from consortium operator and are due within one (1) year.

9. Other Current Assets

	2024	2023
Advances to suppliers	₱24,048,596	₱4,428,227
Prepaid expenses	2,272,094	1,826,625
Refundable deposits	478,721	458,721
Supplies	99,580	99,580
Advances to employees	51,717	—
Prepaid taxes	—	1,407,976
	₱26,950,708	₱8,221,129

10. Property and Equipment

	2024				
	Wells, platforms and other facilities	Office condominium unit and improvements	Transportation equipment	Office furniture and other equipment	Total
Cost					
Balances at beginning of year	₱2,420,151,479	₱47,537,118	₱47,579,778	₱31,777,337	₱2,547,045,712
Additions	717,825	1,469,674	2,465,000	2,255,202	6,907,701
Transfers from deferred oil exploration costs (Note 11)	112,888,783	—	—	—	112,888,783
Change in ARO estimate (Note 17)	(11,330,142)	—	—	—	(11,330,142)
Balances at end of year	2,522,427,945	49,006,792	50,044,778	34,032,539	2,655,512,054
Accumulated depletion, depreciation and amortization					
Balances at beginning of year	1,568,996,366	41,888,555	30,405,293	26,591,323	1,667,881,537
Depletion	90,653,867	—	—	—	90,653,867
Depreciation and amortization (Note 22)	—	2,459,394	6,978,923	2,165,290	11,603,607
Balances at end of year	1,659,650,233	44,347,949	37,384,216	28,756,613	1,770,139,011
Accumulated impairment losses					
Balances at the beginning of the year	246,117,121	—	—	—	246,117,121
Impairment loss (Note 5)	169,899,110	—	—	—	169,899,110
Balances at the end of the year	416,016,231	—	—	—	416,016,231
Net book values	₱446,761,481	₱4,658,843	₱12,660,562	₱5,275,926	₱469,356,812



	2023				
	Wells, platforms and other facilities	Office condominium unit and improvements	Transportation equipment	Office furniture and other equipment	Total
Cost					
Balances at beginning of year	₱2,400,854,152	₱42,383,402	₱45,107,327	₱28,793,301	₱2,517,138,182
Additions	15,508,546	5,153,716	2,472,451	2,984,036	26,118,749
Change in ARO estimate (Note 17)	3,788,781	—	—	—	3,788,781
Balances at end of year	2,420,151,479	47,537,118	47,579,778	31,777,337	2,547,045,712
Accumulated depletion, depreciation and amortization					
Balances at beginning of year	1,467,772,639	41,172,900	24,034,020	24,424,864	1,557,404,423
Depletion	101,223,727	—	—	—	101,223,727
Depreciation and amortization (Note 22)	—	715,655	6,371,273	2,166,459	9,253,387
Balances at end of year	1,568,996,366	41,888,555	30,405,293	26,591,323	1,667,881,537
Accumulated impairment losses					
Balances at the beginning of the year	169,252,601	—	—	—	169,252,601
Impairment loss (Note 5)	76,864,520	—	—	—	76,864,520
Balances at the end of the year	246,117,121	—	—	—	246,117,121
Net book values	₱605,037,992	₱5,648,563	₱17,174,485	₱5,186,014	₱633,047,054

There are no property and equipment items that are pledged as security to liabilities as of December 31, 2024 and 2023.

As of December 31, 2024 and 2023, the participating interest of the Parent Company in various service contracts areas are as follows:

Gabonese Oil Concessions	2.525%
West Linapacan - SC 14C2	4.137%

Foreign Operations

Gabon, West Africa

Background

The Parent Company holds approximately 2.53% participating interest in the Exploration and Production Sharing Contract (“EPSC”) covering the Etame block in Gabon, West Africa (the “Etame Marin Permit”). The other parties in the consortium are Addax Petroleum Etame, Inc. (33.90%) and VAALCO Gabon (Etame), Inc. (63.58%) (the “Gabon Consortium”), are leaders in their respective areas of operation. VAALCO is the Consortium’s operator, and is in charge of conducting the exploration and production activities in the Gabon contract area.

The EPSC is a contract with the Gabonese Government that gives the holder of the said EPSC exclusive rights and obligations to perform exploration, exploitation, and production activities and in the case of the consortium, within the Etame Marin Permit area.

In August 2021, the Consortium entered into a Bareboat Charter Agreement and Operating Agreement with World Carrier Offshore Services Corporation (World Carrier) to provide and operate a Floating Storage and Offloading (FSO) unit at the Etame Marin field for up to eight (8) years with additional option periods available upon the expiration of the current 20-year Floating Production, Storage and Offloading (FPSO) contract with BW Offshore in September 2022.

In December 2021, the consortium commenced a four-well drilling program in the Etame, Avouma, North and South Tchibala fields using the Borr Norge jack-up drilling rig, aimed to sustain field production to above 20,000 BOPD.



Etame-8H sidetrack was completed in February 2022. Avouma-3H sidetrack was completed in April 2022, South Tchibala-1HB sidetrack in July 2022, and North Tchibala-2H sidetrack in November 2022. Workovers were also conducted on Ebouri-2H, North Tchibala-1H and Southeast Etame-4H wells within 2022. This resulted in an increase in overall crude production of ~18,000-20,000 BOPD by the end of 2022.

Given the extended EPSC period, the Consortium is currently firming up the most feasible Integrated Field Development Plan (IFDP) to extract the remaining recoverable oil volumes until at least 2028 up to 2038 (final extension). This IFDP may include: 1) production from sour oil reserves, 2) outfield drilling opportunities, and 3) facility maintenance strategies.

Update on Production

Production was routed to the Petroleo Nautipa, the spread-moored (FPSO) vessel from the Etame, Avouma-Southeast Etame-North Tchibala and Ebouri platforms, and from the wells tied to the subsea Etame manifold. The produced oils were processed and exported from the FPSO, which had a storage capacity of one million barrels of oil (MMBO).

Throughout 2022, facility reconfiguration works were being completed in parallel for the hook-up and commissioning of the new FSO vessel Teli, which replaced the Petroleo Nautipa FPSO vessel in mid-October 2022. The FSO vessel is now operational and receiving crude from all Etame Marin platform wells. The two (2) old subsea wells – Etame-6H and Etame-7H – which were originally connected directly to the old Petroleo Nautipa FPSO, have been hooked-up to the FSO last December 30, 2022.

Crude production comes from four (4) oil fields (Etame, Avouma, Ebouri and North Tchibala).

In 2024, total crude production reached 5.61 MMBO. The Consortium managed (8) eight liftings, resulting in net crude export of 5.05 MMBO, with crude oil market prices ranging from US\$71 to US\$88 per barrel.

In 2023, total crude production reached 6.25 MMBO. The Consortium managed 10 liftings, resulting in net crude export of 6.009 MMBO, with crude oil market prices ranging from US\$75 to US\$90 per barrel.

In 2022, total crude production reached 5.94 MMBO. The Consortium managed 11 liftings, resulting in net crude export of 5.133 MMBO, with crude oil market prices ranging from US\$76 to US\$133 per barrel.

Since the Gabon oilfield has been put on-line in 2002, a total of 142.35 MMBO has been extracted to date over the last 22 years.

As of December 31, 2024 and 2023, PetroEnergy has investments in Gabon, West Africa included in “Wells, platforms and other facilities” account under “Property and equipment” amounting to ₱446.76 million and ₱605.04 million, respectively. With the fluctuation in crude oil prices and recoverable oil reserves, impairment loss (reversal of impairment loss) was recognized amounting to ₱169.90 million in 2024, ₱76.86 million in 2023 and (₱11.89 million) in 2022 (see Note 5).

Philippine Operations

SC 14-C2 – West Linapacan, Northwest Palawan

West Linapacan was discovered in the early 1990s. It produced oil from 1992 to 1996, peaking at 18,000 BOPD, before it was shut-in due to early water incursion.



The SC 14C2 Consortium, led by operator Philodrill Corp., negotiated with a potential farmee for the drilling of potential drilling targets, in exchange for a majority share and Operatorship of SC 14C2. This farm-in is subject to the approval of the Department of Energy (DOE).

While the consortium awaited the farmee's completion of the farm-in documentation, Philodrill continued to do in-house G&G work over at the West Linapacan area at the interim. For compliance, a "Transition Work Program and Budget, covering November 2020 to March 2021 was submitted to the DOE in November 2020 and was approved.

Throughout the second half of 2022, the SC 14-C2 consortium proceeded with a third-party technical evaluation of the West Linapacan B field, to assess potential production opportunities.

On May 11, 2023, the SC 14-C2 consortium approved to unitize the service contract with SC 6B, subject to the issuance of a DOE Department Circular regarding application for new petroleum service contract. However, the circular which was subsequently issued on December 18, 2023 stated that the application process for new petroleum service contracts would be issued in a supplementary guideline.

While waiting for the supplementary guideline, the consortium continues to evaluate farm-in proposals from interested parties. On December 29, 2023, the DOE approved the 2024 Work Program and Budget submitted by the Consortium. SC 14-C2 is due to expire in December 2025.

Due to the limited term remaining, PetroEnergy assessed the recoverability of the investment included in "Wells, platforms and other facilities" account under "Property and equipment" and recorded impairment loss amounting to nil, ₱0.30 million and ₱62.25 million in 2024, 2023 and 2022, respectively (Note 11).

As of December 31, 2024 and 2023, PetroEnergy has investments in the West Linapacan Oilfield included in "Wells, platforms and other facilities" account under "Property and equipment" amounts to nil.

11. Deferred Oil Exploration Costs

The movements in deferred oil exploration costs follow:

	2024	2023
Cost		
Balances at beginning of year	₱690,673,984	₱615,456,554
Additions	40,052,013	75,217,430
Transfer to property, plant and equipment (Note 10)	(112,888,783)	—
Balances at end of year	617,837,214	690,673,984
Accumulated impairment losses		
Balances at beginning of year	303,877,019	303,573,543
Impairment loss (reversal) (Note 5)	(117,456,518)	303,476
Balances at end of year	186,420,501	303,877,019
	₱431,416,713	₱386,796,965



Details of deferred oil exploration costs as of December 31 follow:

	2024	2023
Cost		
Gabonese Oil Concessions (Note 10)	₱548,566,651	₱622,113,463
NW Palawan - SC 75	65,550,217	65,175,859
West Linapacan - SC 14C2 (Note 10)	3,720,346	3,384,662
	617,837,214	690,673,984
Accumulated impairment losses		
Gabonese Oil Concessions (Note 10)	182,700,155	300,492,357
West Linapacan - SC 14C2 (Note 10)	3,720,346	3,384,662
	186,420,501	303,877,019
	₱431,416,713	₱386,796,965

Philippine Oil Operations - Development Phase

Under the SCs entered into with the DOE covering certain petroleum contract areas in various locations in the Philippines, the participating oil companies (collectively known as “Contractors”) are obliged to provide, at their sole risk, the services, technology and financing necessary in the performance of their obligations under these contracts. The Contractors are also obliged to spend specified amounts indicated in the contract in direct proportion to their work obligations.

However, if the Contractors fail to comply with their work obligations, they shall pay to the government the amount they should have spent but did not in direct proportion to their work obligations. The participating companies have Operating Agreements among themselves which govern their rights and obligations under these contracts.

The full recovery of these deferred costs is dependent upon the discovery of oil in commercial quantities from any of the petroleum concessions and the success of future development thereof.

As of December 31, 2024 and 2023, the remaining participating interest of the Parent Company in Petroleum SC areas is SC 75 - Offshore Northwest Palawan wherein the Parent Company has 15% interest.

SC 75 - Offshore Northwest Palawan

Service Contract 75 (SC 75) was signed on December 27, 2013 with partners PXP Energy Corporation (PXP energy) [50%] and PNOC-Exploration Corporation (35%). The block covers the West Philippine Sea with an area of 616,000 hectares.

On October 14, 2020, the Department of Energy (DOE) issued a formal notice to the SC 75 consortium, lifting the Force Majeure imposed since September 2015. Through this letter, the consortium was notified to resume its Work Program commitments under SC 75, including the committed ~1,000 sq.km 3D seismic survey over the identified leads in SC 75.

On January 6, 2022, the SC 75 consortium officially engaged Shearwater Geoservices Ltd. for the ~1,100 sq.km 3D seismic survey over SC 75 using the M/V Geo Coral seismic vessel. However, the programmed 3D seismic acquisition campaign was suspended on April 6, 2022 after Operator PXP Energy received a written directive from the DOE to put all exploration activities on hold until the Security, Justice and Peace Coordinating Cluster (SJGCC) issues the necessary clearance to proceed. On April 11, 2022, PXP Energy declared a Force Majeure event over the suspended seismic survey.



The SC 75 consortium is awaiting further instructions from the DOE, while all contracted vessels and personnel for the seismic survey have since demobilized from the SC 75 area.

SC 6A - Octon-Malajon Block

This is one of the first exploration areas in offshore Palawan. It includes about 165,000 hectares of relatively shallow water areas where a string of wells has found non-commercial oil accumulations in varied reservoir horizons. DOE granted in June 2009 the final 15-year extension of the SC-6A service contract.

In 2019, consortium operator Philodrill completed seismic interpretation and mapping works for the northern portion of the Octon-Malajon block, using recent and old SC 6A seismic data and subsurface data from the adjacent Galoc Field.

In 2020, Philodrill engaged Dubai-based consultants LMKR to conduct Quantitative Interpretation (QI) works to determine possible drilling opportunities in the northern portion of the block (Malajon field); the results of which were provided to the consortium in January 2021.

In March 31, 2021, Philodrill gave notice to the DOE that the Joint Venture has elected not to enter the 12th year of the final 15-year term of SC 61 and consequently surrender the Service Contract. The limited term remaining in the SC 6-A until its expiry in February 2024 exacerbated by the Covid-19 situation, greatly hampered the timely execution of the programs that the Joint Venture envisage undertaking to pursue appraisal programs and potential development opportunities in the area. Following the above, as of December 31, 2021, the Group has written-off the ₱159.30 million deferred cost. The DOE formally approved the relinquishment of SC 6-A on September 5, 2022. PERC held a 16.667% participating interest in SC 6-A.

12. Investments in Subsidiaries and Associates

On April 24, 2023, PERC and EEI Power Corporation (EEIPC) entered into a Share Purchase Agreement (SPA), wherein PERC agreed to purchase all of EEIPC's equity interests in PetroGreen (7.5%), PetroSolar (44%), and PetroWind (20%) on different payment schedules. PERC executed the respective Deeds of Absolute Sale and fully paid EEIPC the purchase price for the latter's shares in PetroWind, PetroSolar and PetroGreen on May 10, 2023, August 1, 2023, and August 31, 2023, respectively.

This acquisition resulted to additional investment in PetroGreen and investment in associates for PetroSolar (44%) and PetroWind (20%) which is disclosed below.

Investment in Subsidiaries

	2024	2023
Cost		
PetroGreen		
Beginning balances	₱2,686,269,212	₱2,165,058,153
Addition from acquisition of EEIPC's interest	—	521,211,059
	2,686,269,212	2,686,269,212
Navy Road Development Corporation (NRDC)	2,861,646	2,861,646
	2,689,130,858	2,689,130,858
Accumulated impairment losses	(2,861,646)	(2,861,646)
	₱2,686,269,212	₱2,686,269,212



Dividend income received from subsidiaries amounted to ₱150.00 million, ₱75.00 million and ₱36.00 million in 2024, 2023 and 2022, respectively.

Information on the Parent Company's subsidiaries, which were all incorporated in the Philippines, are as follows:

Subsidiaries	Nature of Business	Percentage of Ownership
PetroGreen	Holding Company and undertakes renewable energy projects.	75% in 2024 and 2023; 76.92% in 2022
NRDC	As of December 31, 2024 and 2023, NRDC has not commenced commercial operations and has not incurred any expenses. Management of the Parent Company intends to liquidate NRDC and has provided for full impairment losses on its investment in NRDC.	100%

PetroGreen has subsidiaries which are all incorporated in the Philippines, with PetroGreen respective percentage ownership as of December 31, 2024, 2023 and 2022:

Subsidiaries	Nature of Business	Percentage of Ownership of PetroGreen
MGI	Engaged in geothermal renewable energy production and generation	65%
PetroSolar	Engaged in solar renewable energy production and generation	56%
PetroWind	Engaged in solar renewable energy production and generation (became subsidiary of PGEC in 2023)	40%
Rizal Green	Develop the solar power projects in Bohol, Pangasinan, Isabela and Nueva Ecija. (incorporated in 2023)	75% in 2024 and 100% in 2023

Investments in Associates

The movement in investments in associates follows:

	2024		
	PetroWind	PetroSolar	Total
Balances at beginning of year	₱775,311,348	₱1,463,084,177	₱2,238,395,525
Additional investments	—	—	—
Share in net income of associates	71,824,973	199,182,666	271,007,639
Share in other comprehensive income (loss)	12,207	(47,701)	(35,494)
Dividends received (Note 23)	—	(180,400,000)	(180,400,000)
Balances at end of year	₱847,148,528	₱1,481,819,142	₱2,328,967,670



	2023		
	PetroWind	PetroSolar	Total
Acquisition cost of EEIPC's interest	₱651,524,962	₱1,443,942,735	₱2,095,467,697
Additional investments	102,206,318	8,250,000	110,456,318
Share in net income of associates	21,953,944	99,560,679	121,514,623
Share in other comprehensive income (loss)	(373,876)	(669,237)	(1,043,113)
Dividends received (Note 23)	—	(88,000,000)	(88,000,000)
Balances at end of year	₱775,311,348	₱1,463,084,177	₱2,238,395,525

The summarized financial information of the above entities is provided below.

PetroGreen

	2024	2023
Statements of Financial Position		
Current assets	₱2,261,957,065	₱2,819,114,694
Noncurrent assets	3,962,215,780	3,328,266,501
Current liabilities	150,821,961	156,457,589
Noncurrent liabilities	28,094,749	100,265,643
Equity	6,045,256,135	5,890,657,963
Statements of Comprehensive Income		
Revenue	478,727,869	315,803,284
Net income	357,057,479	225,100,044
Total comprehensive income	354,598,170	215,716,392
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	1,379,045,656	661,159,432
Investing activities	(699,592,031)	(637,939,577)
Financing activities	(290,029,656)	(171,575,010)
Effect of foreign exchange rate	(1,139,669)	(280,058)
Net increase (decrease) in cash and cash equivalents	388,284,300	(148,635,213)

MGI

	2024	2023
Statements of Financial Position		
Current assets	₱755,450,239	₱904,646,125
Noncurrent assets	4,706,608,877	4,635,286,537
Current liabilities	751,634,225	698,948,441
Noncurrent liabilities	763,163,602	1,192,954,723
Equity	3,947,261,289	3,648,029,498
Statements of Comprehensive Income		
Revenue	1,125,344,293	1,089,837,044
Net income	305,890,720	342,024,283
Total comprehensive income	299,231,791	335,104,988
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	744,244,047	1,054,064,119
Investing activities	(425,701,185)	(257,963,413)
Financing activities	(504,333,411)	(517,906,789)
Effect of foreign exchange rate	4,782	(99,659)
Net increase (decrease) in cash and cash equivalents	(185,785,767)	278,094,258



PetroSolar

	2024	2023
Statements of Financial Position		
Current assets	₱686,322,863	₱711,606,379
Noncurrent assets	3,369,805,485	3,527,096,398
Current liabilities	312,958,983	325,307,047
Noncurrent liabilities	682,241,331	895,047,160
Equity	3,060,928,034	3,018,348,570
Statements of Comprehensive Income		
Revenue	831,625,363	876,818,506
Net income	452,687,875	485,031,755
Total comprehensive income	452,579,463	483,608,541
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	697,287,889	712,945,970
Investing activities	(20,251,591)	(115,532,668)
Financing activities	(737,407,401)	(549,695,036)
Effect of foreign exchange rate	26,661	(11,992)
Net increase (decrease) in cash and cash equivalents	(60,344,442)	47,706,274

PetroWind

	2024	2023
Statements of Financial Position		
Current assets	₱899,881,736	₱983,911,205
Noncurrent assets	6,039,543,165	5,407,234,398
Current liabilities	740,650,242	504,913,385
Noncurrent liabilities	2,369,372,734	2,416,016,195
Equity	3,829,401,925	3,470,216,023
Statements of Comprehensive Income		
Revenue	930,030,672	727,606,935
Net income	359,124,868	236,616,463
Total comprehensive income	359,185,902	234,747,082
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	544,896,919	₱823,814,187
Investing activities	(763,821,030)	(2,081,034,046)
Financing activities	96,428,416	1,531,343,124
Effect of foreign exchange rate	462,802	(4,605,155)
Net increase (decrease) in cash and cash equivalents	(122,032,893)	269,518,110



Rizal Green

	2024 (One Year)	2023 (Four Months)
Statements of Financial Position		
Current assets	₱149,292,150	₱1,251,118
Noncurrent assets	1,414,816,019	5,757,543
Current liabilities	100,420,257	70,400
Noncurrent liabilities	—	—
Equity	1,463,687,912	6,938,261
Statements of Comprehensive Income		
Revenue	11,599,587	4,874
Net income (loss)	2,089,851	(61,739)
Total comprehensive income (loss)	2,089,851	(61,739)
Statements of Cash Flows		
Net cash from (used in):		
Operating activities	41,241,336	1,118
Investing activities	(1,409,000,000)	(5,750,000)
Financing activities	1,454,659,800	7,000,000
Effect of foreign exchange rate	—	—
Net increase in cash and cash equivalents	86,901,136	1,251,118

13. Investment Properties

As of December 31, 2024 and 2023, this account consists of land and parking lot space with cost amounting to ₱0.83 million and ₱0.78 million, respectively, and is being held for capital appreciation.

The fair value of the investment properties of the Parent Company is between ₱1.00 million to ₱1.70 million as of December 31, 2024 and 2023. The Parent Company determined the fair values of the Parent Company's investment properties on the basis of recent sales of similar properties in the same areas as the investment properties and taking into account the economic conditions prevailing at the time the valuations were made.

As of December 31, 2024 and 2023, the fair value of the investment properties is classified under the Level 3 category.

Except for insignificant amounts of real property taxes on the investment properties, no other expenses were incurred, and no income was earned in relation to the investment properties in 2024, 2023 and 2022.

14. Other Noncurrent Assets

	2024	2023
Restricted cash	₱18,051,626	₱17,297,610
Intangible assets	17,576,500	22,174,795
Input VAT	—	48,048
Others	1,134,300	1,134,298
	₱36,762,426	₱40,654,751



Restricted cash

This pertains to the Parent Company's share in the noncurrent portion of escrow fund for the abandonment of the Etame Marine Permit.

Intangible assets

Intangible assets pertain to production license and software for accounting and for geological interpretation of Gabon Etame oil fields.

	2024	2023
Cost		
Balances at the beginning of period	₱53,812,008	₱53,682,145
Additions	422,682	129,863
	54,234,690	53,812,008
Accumulated Amortization		
Balances at the beginning of period	31,637,213	26,831,290
Amortization (Notes 21 and 22)	5,020,977	4,805,923
	36,658,190	31,637,213
	₱17,576,500	₱22,174,795

15. Accounts Payable and Accrued Expenses

	2024	2023
Accounts payable	₱44,426,648	₱95,490,153
Accrued expenses		
Accrued interest expense (Note 16)	72,953,865	26,997,402
Profit share	13,913,449	15,278,985
Sick/vacation leaves	8,752,433	5,611,091
Due to related parties (Note 23)	3,750,526	1,918,700
Professional fees	2,570,015	1,940,097
Others	7,239,958	7,113,667
Withholding tax and other tax payables	4,465,507	5,502,267
Due to NRDC (Note 23)	2,269,737	2,269,737
Others	115,979	7,469,391
	₱160,458,117	₱169,591,490

Accounts payable include dividends payable pertaining to unclaimed checks amounting to ₱11.39 million and ₱11.43 million as of December 31, 2024 and 2023, respectively.

Other accrued expenses include utilities and security services, among others.

The Parent Company's accounts payable and accrued expenses are due within one year.

16. Loans Payable

Short term loans

	2024	2023
Principal, balance at beginning of year	₱2,762,511,607	₱251,000,000
Add availments during the year	278,500,000	2,962,511,607
Less principal payments during the year	(3,041,011,607)	(451,000,000)
Principal, balance at end of year	₱—	₱2,762,511,607



Long term loans

	2024
Principal, balance at beginning of year	P—
Add availments during the year	2,778,500,000
Less principal payments during the year	(8,668,575)
Principal, balance at end of year	2,769,831,425
Less unamortized deferred financing cost	(18,574,503)
	2,751,256,922
Less current portion - net of unamortized deferred financing cost	(16,361,957)
Noncurrent portion	P2,734,894,965

The Parent Company entered into unsecured loan agreements specifically to finance its Etame Expansion Project and investments in Renewable Energy Projects.

Omnibus Credit Line Agreement (OCLA) with the Development Bank of the Philippines (DBP)

On April 27, 2015, the Parent Company entered into an OCLA with DBP which provides a credit facility in the principal amount not exceeding ₱420.00 million. Effective January 19, 2021, the credit facility was decreased to ₱300.00 million. Loans payable to DBP as of December 31, 2022 are as follows:

- ₱63 million with interest rate of 5.8% and maturity on January 10, 2023
- ₱108 million with interest rate of 5.5% and maturity on January 26, 2023
- ₱80 million with interest rate of 5.8% and maturity on June 23, 2023

In 2023, the Parent Company already paid the outstanding short-term loans from DBP.

Short-Term Loan Facility with the Bank of the Philippine Island (BPI)

On April 19, 2023, the Parent Company entered into a short-term loan facility with BPI which provides a principal amount not exceeding ₱2.6 billion plus ₱1.0 billion blanket line with 1 year validity. Loans payable to BPI as of December 31, 2023 are as follows:

- ₱200 million with interest rate of 7.00% and maturity on April 11, 2024
- ₱551.52 million with interest rate of 7.00% and maturity on May 2, 2024
- ₱61.26 million with interest rate of 7.00% and maturity on February 28, 2024
- ₱1.25 billion with interest rate of 7.50% and maturity on January 31, 2024
- ₱422.51 million with interest rate of 7.50% and maturity on January 31, 2024
- ₱272.86 million with interest rate of 7.50% and maturity on January 31, 2024

On January 28, 2024, the Parent Company secured a 10-year long-term loan facility from BPI amounting to ₱2.55 billion with the following drawdown and with maturity date of January 31, 2034:

- ₱1.95 billion with interest rate of 7.2984%; Promissory Note (PN) Date: January 31, 2024
- ₱62.5 million with interest rate of 7.4449%; PN Date: February 28, 2024
- ₱201.5 million with interest rate of 7.4224%; PN Date: April 11, 2024
- ₱286.0 million with interest rate of 7.8449%; PN Date: May 02, 2024

The proceeds were used to settle the short-term loans due in January to April 2024.

Short-term Loan with Rizal Commercial Banking Corporation (RCBC)

On November 15, 2021, PetroEnergy obtained a loan from RCBC amounting to ₱120.00 million with interest of 4.5%, which was paid in 2022.



On August 15, 2024, PetroEnergy converted its short-term loan from RCBC to long term loan amounting to ₱278.50 million with interest of 7.3553% and maturity date of August 15, 2034. As of September 2024, the Parent Company has no existing short-term loan from RCBC.

The Term Loan Facility Agreement of BPI and RCBC are subject to certain covenants including maintaining a maximum total liabilities to equity structure ratio of 2.33:1 and its earnings before interest, taxes, depreciation and amortization over its debt service to 1:1. As of December 31, 2024, the Parent Company is in compliance with the required ratios.

Interest expense related to these loans amounted to ₱208.81 million, ₱107.76 million and ₱9.68 million in 2024, 2023 and 2022, respectively. Accrued interest payable amounted to ₱72.95 million and ₱27.00 million as of December 31, 2024 and 2023, respectively (see Note 15).

17. Asset Retirement Obligation

The Parent Company has recognized its share in the abandonment costs associated with the Etame, Ebouri and Avouma oilfields located in Gabon, West Africa.

Movements in this account follow:

	2024	2023
Balances at beginning of year	₱48,056,253	₱41,728,602
Change in estimate (Note 10)	(11,330,142)	3,788,781
Accretion expense	4,760,554	2,949,784
Foreign exchange adjustment	2,057,890	(410,914)
Balances at end of year	₱43,544,555	₱48,056,253

The asset retirement obligation of the Parent Company is expected to be settled at the end of its EPSC. Discount rate of 9.50% and 7.32% as of December 31, 2024 and 2023, respectively, were used in estimating the provision for the oilfields offshore Gabon, West Africa.

18. Equity

Under the existing laws of the Republic of the Philippines, at least 60% of the Parent Company's issued capital stock should be owned by citizens of the Philippines for the Parent Company to own and hold any mining, petroleum or renewable energy contract area. As of December 31, 2024, the total issued and subscribed capital stock of the Parent Company is 99.79% Filipino and 0.21% non-Filipino as compared to 99.83% Filipino and 0.17% non-Filipino as of December 31, 2023.

As of December 31, 2024 and 2023, paid-up capital consists of:

Capital stock - ₱1 par value	
Authorized - 700,000,000 shares	
Issued and outstanding	₱568,711,842
Additional paid-in capital	2,156,679,049
	₱2,725,390,891



The Parent Company's track record of capital stock follows:

	Number of shares registered	Issue/offer price	Date of SEC approval	Number of holders as of year-end
Listing by way of introduction - August 11, 2004	84,253,606	₱3/share	August 4, 2004	
Add (deduct):				
25% stock dividend	21,063,402	₱1/share	September 6, 2005	
30% stock dividend	31,595,102	₱1/share	September 8, 2006	
1:1 stock rights offering	136,912,110	₱5/share	May 26, 2010	
December 31, 2010	273,824,220			2,149
Deduct: Movement	—			(26)
December 31, 2011	273,824,220			2,123
Deduct: Movement	—			(10)
December 31, 2012	273,824,220			2,113
Deduct: Movement	—			(41)
December 31, 2013	273,824,220			2,072
Deduct: Movement	—			(29)
December 31, 2014	273,824,220			2,043
Add (Deduct):				
2:1 stock rights offering	136,912,110	₱4.38/share	June 3, 2015	(15)
December 31, 2015	410,736,330			2,028
Deduct: Movement	—			(1)
December 31, 2016	410,736,330			2,027
Deduct: Movement	—			(15)
December 31, 2017	410,736,330			2,012
Add (Deduct):				
1.2:6 stock rights offering	157,975,512	₱4.8/share	January 8, 2018	(8)
December 31, 2018	568,711,842			2004
Deduct: Movement	—			(5)
December 31, 2019	568,711,842			1,999
Deduct: Movement	—			(1)
December 31, 2020	568,711,842			1,998
Deduct: Movement	—			(5)
December 31, 2021	568,711,842			1,993
Deduct: Movement	—			(2)
December 31, 2022	568,711,842			1,991
Deduct: Movement	—			—
December 31, 2023	568,711,842			1,991
Deduct: Movement	—			(14)
December 31, 2024	568,711,842			1,977

On July 26, 2017, at the BOD meeting, the Parent Company was authorized to raise approximately one billion pesos (₱1,000,000,000) in capital, by offering and issuing to all eligible stockholders as of record date, the rights to subscribe up to all of the existing unissued common shares of the Parent Company ("Stock Rights Offer").

On September 29, 2017, the Parent Company filed its application for the listing and trading of rights shares with the PSE. On December 13, 2017, the PSE approved the application to list the Rights Shares.

The rights offer entitled eligible stockholders as of record date of January 12, 2018 to subscribe to one rights share for every 2.6 shares held at an offer price of ₱4.80 per share.

The rights offer was undertaken in January 22 to 26, 2018. Following the close of the offer period, the Parent Company successfully completed the stock rights offer for 157,975,512 common shares with gross proceeds of ₱758.28 million and was subsequently listed on the PSE on February 2, 2018.



The proceeds from the stock rights offer were used for the development and expansion plans of the Group's renewable energy projects and general corporate requirements.

Dividend Declaration

On August 8, 2024, the BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of August 8, 2024 and payable on August 30, 2024. The dividends amounting to ₱28.48 million was paid in 2024.

On November 29, 2023, the BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of December 14, 2023 and payable on December 28, 2023. The dividends amounting to ₱27.97 million was paid in 2023.

On July 28, 2022, the BOD approved the declaration of 5% cash dividend or ₱0.05 per share to all stockholders of record as of August 15, 2022 and payable on September 8, 2022. The dividends amounting to ₱28.44 million was paid in 2022.

Cumulative Translation Adjustment

In 2018, because of the change in business circumstances of the Parent Company, management changed its functional currency from United States Dollar (USD) to PHP effective January 31, 2018. All resulting exchange differences in the remeasurement of USD balances to PHP balances were recognized as 'Cumulative translation adjustment'.

Capital Management

The primary objective of the Parent Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholders' value.

The Parent Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Parent Company may adjust the dividend payment to shareholders or issue new shares.

As of December 31, 2024 and 2023, the Parent Company's sources of capital is the total equity in the parent company statements of financial position.

The table below demonstrates the debt-to-equity ratios of the Parent Company as of December 31:

	2024	2023
Total liabilities	₱2,958,851,467	₱2,980,159,350
Total equity	3,526,511,519	3,401,111,521
Debt-to-equity ratio	0.84:1	0.88:1

Based on the Parent Company's assessment, the capital management objectives were met in 2024 and 2023. The Parent Company monitors its capital on the basis of debt-to-equity ratio and debt service ratio to comply with loan covenants (see Note 16).

19. Retirement Benefits

The Parent Company has a funded noncontributory defined benefit retirement plan (the Plan) for all of its employees. The Plan provides for normal and early retirement, as well as death and disability benefits. The latest retirement valuation was as of December 31, 2024.



The retirement fund is administered by Rizal Commercial Banking Corporation (RCBC), appointed as trustee. The fund has no investments in the Parent Company's equity as of December 31, 2024 and 2023.

Pension benefits cost consists of:

	2024	2023	2022
Current service cost	₱1,864,286	₱1,651,453	₱1,504,536
Net interest expense (income)	(492,614)	(750,285)	203,976
Pension benefits cost	₱1,371,672	₱901,168	₱1,708,512

The net retirement asset recognized in the parent company statements of financial position as of December 31 are as follows:

	2024	2023
Present value of defined benefit obligation	₱29,767,645	₱25,209,366
Fair value of plan assets	(35,202,351)	(33,284,996)
Net retirement assets	(₱5,434,706)	(₱8,075,630)

The movements in the net retirement asset recognized in the Parent Company statements of financial position are as follows:

	2024	2023
Beginning balances	(₱8,075,630)	(₱10,263,804)
Pension benefits cost	1,371,672	901,168
Remeasurement loss on defined benefit plan	1,269,252	1,287,006
Ending balances	(₱5,434,706)	(₱8,075,630)

The details of the remeasurement losses recognized in other comprehensive income are as follows:

	2024	2023
Actuarial gains (losses) arising from changes in:		
Financial assumptions	₱—	(₱1,511,873)
Experience adjustments	(1,156,222)	719,541
Return on plan assets (excluding amount included in net interest)	(113,030)	(494,674)
	(₱1,269,252)	(₱1,287,006)

Changes in the present value of the defined benefit obligation are as follows:

	2024	2023
Beginning balances	₱25,209,366	₱21,214,781
Current service cost	1,864,286	1,651,453
Interest cost	1,537,771	1,550,800
Actuarial loss	1,156,222	792,332
Ending balances	₱29,767,645	₱25,209,366



Changes in the fair value of plan assets as of December 31 are as follows:

	2024	2023
Beginning balances	₱33,284,996	₱31,478,585
Interest income	2,030,385	2,301,085
Actuarial loss	(113,030)	(494,674)
Ending balances	₱35,202,351	₱33,284,996

The actual return on plan assets amounted to ₱1.92 million and ₱1.81 million in 2024 and 2023, respectively.

The components of net plan assets are as follows:

	2024	2023
Investments in quoted government securities	₱34,814,965	₱33,041,525
Interest receivable	442,436	264,442
Trust fee payable	(55,050)	(20,971)
	₱35,202,351	₱33,284,996

The principal actuarial assumptions used in determining retirement benefits benefit obligation as of December 31 follows:

	2024	2023
Salary rate increase	8.00%	8.00%
Discount rate	6.10%	6.10%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the accrued retirement liability as of December 31, assuming all other assumptions were held constant:

	Increase (Decrease)	
Assumptions:	2024	2023
Discount rate:		
+0.5%	(₱844,610)	(₱659,959)
-0.5%	913,176	715,271
Salary increase rate:		
+1%	1,846,930	1,448,537
-1%	(1,613,961)	(1,259,801)

Shown below is the maturity analysis of the undiscounted benefit payments as of December 31, 2023 and 2022:

	2024	2023
Year 1	₱21,651,473	₱19,821,893
Year 2	143,969	104,905
Year 3	185,371	136,217
Year 4	201,401	176,114
Year 5	72,515	201,219
Year 6-10	2,976,574	2,801,418

The Company does not expect to contribute to the fund in 2025.



20. Income Tax

The provision for (benefit from) income tax for the years ended December 31 consists of:

	2024	2023	2022
Current	₱2,440,458	₱3,543,125	₱3,049,490
Deferred	12,995,764	(2,590,881)	(51,550)
	₱15,436,222	₱952,244	₱2,997,940

Provision for current income tax in 2024, 2023 and 2022 pertains to MCIT.

On June 20, 2023, the BIR issued Revenue Memorandum Circular (RMC) No. 69-2023 reverting the MCIT rate to 2% of gross income effective July 1, 2023 pursuant to RA No. 11534, otherwise known as the “Corporate Recovery and Tax Incentives for Enterprises (CREATE)” Act. MCIT rate was previously reduced from 2% to 1% effective July 1, 2020 to June 30, 2023 upon the effectivity of CREATE Act in 2021. Consequently, the Parent Company recognized MCIT using the effective rate of 1.5% in 2023 in accordance with RMC 69-2023.

As of December 31, 2024 and 2023, the Parent Company has unrecognized deferred tax assets on NOLCO, MCIT and allowance for impairment losses as follows.

	2024	2023
Allowance for impairment loss	₱207,243,532	₱207,243,532
NOLCO	295,072,160	50,313,166
MCIT	9,033,073	8,163,045
	₱512,919,195	₱265,719,743

The Parent Company believes that it may not be probable that sufficient taxable income will be available in the near foreseeable future against which the tax benefits can be realized prior to reversal and expiration of NOLCO and MCIT.

Details of the MCIT and NOLCO follow:

MCIT

Year Incurred	Amounts	Applied	Expired	Balances	Expiry Date
2021	₱1,570,430	₱—	(₱1,570,430)	₱—	2024
2022	3,049,490	—	—	3,049,490	2025
2023	3,543,125	—	—	3,543,125	2026
2024	2,440,458	—	—	2,440,458	2027
	₱10,603,503	₱—	(₱1,570,430)	₱9,033,073	

NOLCO

Year Incurred	Amounts	Applied	Expired	Balances	Expiry Date
2021	₱43,230,774	₱—	₱—	₱43,230,774	2026
2023	7,082,392	—	—	7,082,392	2026
2024	244,758,994	—	—	244,758,994	2027
	₱295,072,160	₱—	₱—	₱295,072,160	



The components of the Parent Company's net deferred tax assets (liabilities) follow:

	2024	2023
Deferred tax assets recognized in net income:		
Net asset retirement obligation	₱15,501,570	₱14,649,555
Unrealized foreign exchange loss	—	240,827
	15,501,570	14,890,382
Deferred tax liabilities recognized in net income:		
Crude oil inventory	(12,360,007)	(3,419,013)
Net retirement asset	(1,358,677)	(2,018,908)
Unamortized debt issue costs	(4,643,626)	—
Unrealized foreign exchange gain	(365,250)	—
	(18,727,560)	(5,437,921)
	(₱3,225,990)	₱9,452,461

The reconciliation of the statutory tax rate to the effective income tax rate shown in the parent company statements of comprehensive income follows:

	2024	2023	2022
Statutory tax rate	25%	25%	25.00%
Add (deduct) reconciling items:			
Movement in unrecognized deferred tax assets	37.37	5.65	(18.38)
Non-deductible expenses	9.05	23.35	0.17
Unrealized loss on FVTPL	0.12	0.14	0.01
Interest income subjected to final tax	(0.65)	(20.82)	(0.33)
Non-taxable income	(61.82)	(32.31)	(5.16)
Effective income tax rate	9.07%	1.01%	1.31%

21. Oil Production

	2024	2023	2022
Production, transportation and other related expenses	₱309,436,223	₱288,017,917	₱297,717,142
Storage and loading expenses	11,838,520	21,574,953	48,992,296
Amortization (Note 14)	4,622,993	4,622,993	4,622,993
Supplies and facilities	400,452	892,744	284,802
Others	—	238,912	3,718,985
	₱326,298,188	₱315,347,519	₱355,336,218



22. General and Administrative Expenses

	2024	2023	2022
Salaries and wages (Note 23)	₱60,852,929	₱51,705,545	₱47,175,622
Professional, director's fees and others	31,144,210	27,608,505	25,968,474
Depreciation and amortization (Notes 10 and 14)	12,001,591	9,436,317	7,102,703
Entertainment, amusement, and recreation (EAR)	7,826,687	4,876,410	3,941,267
Taxes and licenses	5,771,668	19,445,834	4,655,868
Transportation and travel	4,125,745	4,857,526	1,171,030
Advertisement	3,045,518	1,807,157	1,035,591
Communication	2,994,007	2,814,510	3,276,727
Donation and contribution	2,851,096	720,662	1,525,747
Repairs and maintenance	2,633,895	2,002,563	1,834,594
Gasoline, oil, and lubricants	2,322,902	2,107,977	2,418,993
Office supplies	1,465,043	900,774	792,639
Retirement benefit cost (Note 19)	1,371,672	901,168	1,708,512
Security and janitorial services	1,333,827	968,796	631,260
Stock transfer fees	1,206,728	671,627	644,577
Insurance	1,137,150	1,064,792	1,203,611
Utilities	1,117,919	1,374,692	1,464,575
Condominium fees	788,883	771,714	900,333
Rent expense	767,427	688,300	706,066
Training and seminar	437,055	155,894	578,103
Dues and subscriptions	426,656	350,955	382,266
Business meetings	385,734	259,562	521,403
SRO and listing fees	—	—	615,753
Others	3,950,087	11,583,680	1,597,596
	₱149,958,429	₱147,074,960	₱111,853,310

23. Related Party Transactions

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

Details of related party transactions are as follows:

Related Party/Nature	Amounts of Transactions		Outstanding Balance		Terms and Conditions
	2024	2023	2024	2023	
Subsidiaries					
PetroGreen					
Advances	₱37,835,682	₱22,839,506	₱35,599,252	₱19,227,974	Note a
Time-writing fee	7,893,083	6,765,537	(3,507,972)	(1,582,438)	Note b
Accounts payable	8,565,189	722,88	(242,554)	(197,976)	Note c
Dividend income (Note 12)	150,000,000	75,000,000	—	—	
			₱31,848,726	₱17,447,560	

(Forward)



Related Party/Nature	Amounts of Transactions		Outstanding Balance		Terms and Conditions
	2024	2023	2024	2023	
MGI					
Advances	₱5,829,460	₱4,833,023	₱293,884	₱642,468	Note a
Associates:					
PetroWind					
Management fee	2,000,000	2,000,000	—	43,374	Note d
Advances	4,819,407	2,533,853	1,659,094	732,766	Note a
Accounts payable	—	(65,486)	—	(65,486)	Note h
			1,659,094	710,654	
PetroSolar					
Management fee	2,000,000	2,000,000	—	161,667	Note d
Advances	3,702,860	2,041,972	1,616,724	213,530	Note a
Dividend income (Note 12)	180,400,000	88,000,000	—	—	Note g
			1,616,724	375,197	
Affiliates					
Other PGEC's Subsidiaries					
Advances	3,702,860	—	1,348,489	—	Note a
NRDC					
Accounts payable (Note 15)	₱—	₱—	(₱2,269,737)	(₱2,269,737)	Note e
Investor					
House of Investments, Inc.					
Internal audit services	₱905,760	₱873,600	₱—	(₱72,800)	Note f
Due from related parties (Note 8)			₱40,517,443	₱21,021,779	
Due to related parties (Note 15)			(₱3,750,526)	(₱1,918,700)	
Due to NRDC (Note 15)			(₱2,269,737)	(₱2,269,737)	

- Advances pertain to the reimbursable operating expenses incurred by the Parent Company on behalf of PetroGreen (PGEC), MGI, PetroWind, PetroSolar and other PGEC's subsidiaries. The related parties paid for the documentary stamp taxes (DST) of these reimbursements. These are noninterest-bearing and payable when due and demandable.
- Time-writing fees are charged by PetroGreen for accounting, legal management and other support services rendered to the Parent Company. These are noninterest-bearing and are due on demand within one year or less.
- Accounts payable to PetroGreen pertain to the reimbursable operating expenses incurred by PetroGreen on behalf of the Parent Company. The Parent Company paid for the DST of these reimbursements. These are noninterest-bearing and payable when due and demandable.
- Annual management fees are collected from PetroSolar and PetroWind representing technical, legal, accounting and other management activities rendered.
- Accounts payable to NRDC pertain to the noninterest-bearing outstanding amount owed by the Parent Company to NRDC as of December 31, 2024 and 2023 (Note 15).
- PetroEnergy has an Internal Audit Engagement arrangement with House of Investments (HI). These are noninterest-bearing and are due and demandable.
- In 2024, PGEC and PSC declared dividends. In 2023 also, the Parent Company made additional investments in PWEI and PSC. These are disclosed in Note 12.



- h. On November 4, 2013, PetroWind executed an Omnibus Loan and Security Agreement (OLSA) with the Development Bank of the Philippines for a loan facility of up to ₱2.8 billion which was later increased to ₱3.0 billion. The Parent Company signed the OLSA as a guarantor.

Compensation of Key Management Personnel of the Parent Company

The Parent Company has a profit-sharing plan for directors, officers, managers and employees as indicated in its by-laws. The amount, the manner and occasion of distribution is at the discretion of the BOD, provided that profit share shall not exceed 5% of the audited income before income tax and profit share.

The remuneration of the Parent Company's directors and other members of key management are as follows:

	2024	2023	2022
Salaries and wages and other short-term benefits	₱33,531,380	₱28,365,908	₱24,751,739
Directors' fees	12,243,030	8,476,813	10,140,906
Retirement expense	804,961	538,496	1,708,512
	₱46,579,371	₱37,381,217	₱36,601,157

Terms and conditions of transactions with related parties

The transactions from related parties are made under normal course of business. Outstanding balances at year-end are unsecured and interest fee and settlement occurs in cash. There have been no guarantees provided or received for any related party receivable or payables. For the years ended December 31, 2024 and 2023, the Parent Company did not recognize provision for expected credit losses relating to amounts owed by related parties.

24. Financial Instruments

The Parent Company's principal financial instruments include Cash and cash equivalents, trading and investment securities (financial assets at FVTPL) and Receivables. The main purpose of these financial instruments is to fund the Parent Company's working capital requirements.

Categories and Fair Values of Financial Instruments

The carrying amount of the Parent Company's financial assets and financial liabilities approximate their fair values except for loans payable. The fair value of the loans payable as of December 31, 2024 and 2023 amounted to ₱2.92 billion and nil compared to their carrying value of ₱2.77 billion and nil respectively.

The methods and assumptions used by the Parent Company in estimating the fair value of financial instruments are:

Financial instruments	Considerations
<i>Cash and cash equivalents, receivables, and restricted cash</i>	Due to the short-term nature of the instruments, carrying amounts approximate fair values as of the reporting date.
<i>Equity securities</i>	Fair values are based on published quoted prices (Level 1).
<i>Golf club shares</i>	Fair values are based on quoted market prices at reporting date (Level 1).



Long-term loans payable

Fair value is based on the discounted value of expected future cash flows using the applicable interest rate for similar type of instruments. The fair value is derived using the prevailing PH BVAL rate in 2024 and 2023 (Level 3).

Accounts payable and accrued expenses; short-term loans,

Due to the short-term nature of the instrument, carrying amounts approximate fair values.

Financial Risk Management Objectives and Policies

The Parent Company manages and maintains its own portfolio of financial instruments in order to fund its own operations and capital expenditures. Inherent in using these financial instruments are the following financial risks on liquidity, market and credit.

a. Liquidity Risk

Liquidity risk is the risk that the Parent Company is unable to meet its financial obligations when due. The Parent Company monitors its cash flow position and overall liquidity position in assessing its exposure to liquidity risk. The Parent Company maintains a level of cash and cash equivalents deemed sufficient to finance its operations and to mitigate the effects of fluctuation in cash flows. To cover its short-term and long-term funding requirements, the Parent Company intends to use internally generated funds as well as to obtain loan from financial institutions.

	2024			Total
	On demand	Within one year	More than 12 months	
Financial Assets:				
Financial assets at FVTPL	₱6,144,437	₱—	₱—	₱6,144,437
Financial assets at amortized cost:				
Cash and cash equivalents	335,383,744	—	—	335,383,744
Receivables	107,624,996	—	2,682,453	110,307,449
Refundable deposits	—	—	478,721	478,721
Restricted cash	—	—	18,051,626	18,051,626
	449,153,177	—	21,212,800	470,365,977
Financial Liabilities:				
Financial liabilities at amortized cost:				
Accounts payable and accrued expenses*	155,819,384	—	—	155,819,384
Loans payable	—	226,015,487	3,711,290,673	3,937,306,160
	155,819,384	226,015,487	3,711,290,673	4,093,125,544
Net financial assets (liabilities)	₱293,333,793	(₱226,015,487)	(₱3,690,077,873)	(₱3,622,759,567)

*Excluding statutory payables and provision

	2023			Total
	On demand	Within one year	More than 12 months	
Financial Assets:				
Financial assets at FVTPL	₱6,958,720	₱—	₱—	₱6,958,720
Financial assets at amortized cost:				
Cash and cash equivalents	269,412,818	—	—	269,412,818
Receivables	78,699,021	—	2,682,453	81,381,474
Refundable deposits	—	—	458,721	458,721
Restricted cash	—	—	17,297,610	17,297,610
	355,070,559	—	20,438,784	375,509,343
Financial Liabilities:				
Financial liabilities at amortized cost:				
Accounts payable and accrued expenses*	155,714,055	—	—	155,714,055
Loans payable	—	2,762,511,607	—	2,762,511,607
	155,714,055	2,762,511,607	—	2,918,225,662
Net financial assets (liabilities)	₱199,356,504	(₱2,762,511,607)	₱20,438,784	(₱2,545,398,772)

*Excluding statutory payables



b. Market Risk

Market risk is the risk of loss on future earnings, on fair values or on future cash flows that may result from changes in market prices. The value of a financial instrument may change as a result of changes in equity prices, foreign currency exchange rates, interest rates and other market changes.

Foreign Exchange Risk

Foreign currency risk is the risk that the value of the Parent Company's financial instruments denominated other than the Parent Company's functional currency diminishes due to unfavorable changes in foreign exchange rates. The Parent Company's transactional currency exposures arise from cash and cash equivalents, receivables, restricted cash and accounts payable and accrued expenses.

The following table sets forth the foreign currency-denominated financial instruments of the Parent Company as of December 31, 2024 and 2023:

	2024		2023	
	US Dollar	Peso Equivalent	US Dollar	Peso Equivalent
<i>Financial assets</i>				
Cash and cash equivalents	\$3,388,976	₱196,035,317	\$3,019,031	₱167,758,508
Receivables	1,142,352	66,079,351	1,031,907	57,339,972
Restricted cash	312,069	18,051,626	312,069	17,297,610
	\$5,181,768	₱299,739,336	4,363,007	242,396,090
<i>Financial liabilities</i>				
Accounts payable and accrued expenses	1,492	87,475	1,298,471	72,152,130
Net exposure	\$5,180,276	₱299,651,861	\$3,064,536	₱170,243,960

As of December 31, 2024 and 2023, the exchange rates used for conversion are ₱57.85 per \$1 and ₱55.37 per \$1, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in US dollar exchange rates. With all other variables held constant, the effect on the Parent Company's income before is as follows:

2024	
Increase/(decrease) in foreign currency exchange rate	Effect on income before income tax
1.36%	₱ 3,555,300
(1.36%)	(₱3,555,300)
2023	
Increase/(decrease) in foreign currency exchange rate	Effect on income before income tax
+1%	₱1,677,989
-1%	(₱1,677,989)

There is no other impact on the Parent Company's equity other than those already affecting income before income tax.



c. *Credit Risk*

Credit risk represents the loss that the Parent Company would incur if counterparties fail to perform under their contractual obligations. The Parent Company established controls and procedures on its credit policy to determine and monitor the credit worthiness of customers and counterparties. There are significant concentrations of credit risk within the Parent Company since most of its financial assets are with consortium operator, although credit risk is immaterial.

The Parent Company has a well-defined credit policy and established credit procedures. In addition, receivable balances are being monitored on a regular basis to ensure timely execution of necessary intervention efforts.

The table below summarizes the Parent Company's gross maximum credit risk exposure from its financial instruments. These amounts are gross of collateral and credit enhancements, but net of any amounts offset and allowance for impairment losses:

	2024	2023
Cash in banks and cash equivalents	₱335,313,744	₱269,412,818
Receivables	107,624,996	78,699,021
Restricted cash	18,051,626	17,297,610
Financial assets at FVTPL	6,144,437	6,958,720
Refundable deposits	478,721	458,721
	₱467,683,524	₱372,826,890

An impairment analysis is performed at each reporting date using a provision matrix to measure ECL. The mechanics of the ECL calculations and the key elements are, as follows:

- Probability of default (PD)* is an estimate of the likelihood of default over a given time horizon.
- Exposure at default (EAD)* is an estimate of the exposure at a future default date taking into account expected changes in the exposure after the reporting date.
- Loss given default (LGD)* is an estimate of the loss arising in the case where a default occurs at a given time.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). In its ECL models, the Group relies on a broad range of forward-looking information as economic inputs.

The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material.

For cash in bank and cash equivalents and quoted government securities, the Parent Company applies the low credit risk simplification where the Parent Company measures the ECLs on a 12-month basis based on the probability of default and loss given default which are publicly available. The Parent Company also evaluates the credit rating of the bank and other financial institutions to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.



The Parent Company considers its cash in bank and cash equivalents and quoted government securities as high grade since these are placed in financial institutions of high credit standing. Accordingly, ECLs relating to these debt instruments rounds to nil.

The following tables show the aging of financial assets as of December 31, 2024 and 2023:

	2024		
	Within one year	Credit impaired	Total
Cash and cash equivalents*	₱335,243,412	₱—	₱335,243,412
Accounts receivable:			
Consortium operator	71,444,231	2,682,453	68,761,778
Due from related parties	40,517,443	—	40,517,443
Interest receivable	802,556	—	802,556
Others	225,673	—	225,673
Financial assets at FVTPL	6,144,437	—	6,144,437
Refundable deposits	478,721	—	478,721
Restricted cash	18,051,626	—	18,051,626
	₱472,908,099	₱2,682,453	₱470,225,646

*Excluding cash on hand

	2023		
	Within one year	Credit impaired	Total
Cash and cash equivalents*	₱269,342,818	₱—	₱269,342,818
Accounts receivable:			
Consortium operator	57,515,492	2,682,453	60,197,945
Due from related parties	21,021,779	—	21,021,779
Interest receivable	103,933	—	103,933
Others	57,817	—	57,817
Financial assets at FVTPL	6,958,720	—	6,958,720
Refundable deposits	458,721	—	458,721
Restricted cash	17,297,610	—	17,297,610
	₱372,756,890	₱2,682,453	₱375,439,342

*Excluding cash on hand

25. Basic/Diluted Earnings Per Share

The computation of the Parent Company's EPS follows:

	2024	2023	2022
Net income	₱154,823,024	₱93,076,081	₱226,622,580
Weighted average number of shares	568,711,842	568,711,842	568,711,842
Basic/diluted earnings per share	₱0.2722	₱0.1637	₱0.3985

Earnings per share are calculated using the net income attributable to equity holders of the Parent Company divided by the weighted average number of shares.

The Parent Company has no potentially dilutive commons stock in 2024, 2023 and 2022.



26. Segment Information

The Parent Company has only one reportable segment which is oil and mineral exploration, development and production.

Operating results of the Parent Company are regularly reviewed by the management, to make decisions about resources to be allocated to the segment and assess its performance. Segment revenue and segment expenses are measured in accordance with PFRS Accounting Standards. The presentation and classification of segment revenue and segment expenses are consistent with the presentation and classification in the statements of comprehensive income.

The Parent Company's primary operations are located in Gabon, Africa. All revenues are generated from sale of oil products in Gabon, West Africa.

27. Statement of Cash flows

Changes in the Parent Company's liabilities arising from financing activities follow:

2024

		Non-cash changes					
	2023	Movement in deferred financing cost	Interest expense	Dividend declaration	Loan availments, net of deferred financing costs	Loan and dividend payments	2024
Loans payable	₹2,762,511,607	₹2,264,448	₹-	₹-	₹3,036,161,049	(₹3,049,680,182)	₹2,751,256,922
Accrued interest payable	26,997,402	-	208,810,012	-	-	(162,853,549)	72,953,865
Dividends payable	11,426,730	-	-	28,435,593	-	(28,475,107)	11,387,216
	₹2,800,935,739	₹2,264,448	₹208,810,012	₹28,435,593	₹3,036,161,049	(₹3,241,008,838)	₹2,835,598,003

2023

		Non-cash changes					
	2022	Movement in deferred financing cost	Interest expense	Dividend declaration	Loan availments, net of deferred financing costs	Loan and dividend payments	2023
Loans payable	₹251,000,000	₹-	₹-	₹-	₹2,962,511,607	(₹451,000,000)	₹2,762,511,607
Accrued interest payable	564,803	-	107,762,107	-	-	(81,329,508)	26,997,402
Dividends payable	10,960,164	-	-	28,435,593	-	(27,969,027)	11,426,730
	₹262,524,967	₹-	₹107,762,107	₹28,435,593	₹2,962,511,607	(₹560,298,535)	₹2,800,935,739



**INDEPENDENT AUDITOR'S REPORT
ON THE SCHEDULE OF RECONCILIATION
OF RETAINED EARNINGS AVAILABLE
FOR DIVIDEND DECLARATION**

The Board of Directors and Stockholders
PetroEnergy Resources Corporation
7th floor, JMT Building, ADB Avenue
Ortigas Center, Pasig City

We have audited in accordance with Philippine Standards on Auditing, the parent company financial statements of PetroEnergy Resources Corporation (the Parent Company) as at December 31, 2024 and 2023, and have issued our report thereon dated April 2, 2025. Our audits were made for the purpose of forming an opinion on the basic parent company financial statements taken as a whole. The accompanying Schedule of Reconciliation of Retained Earnings Available for Dividend Declaration is the responsibility of the Parent Company's management. This schedule is presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and is not part of the basic parent company financial statements. This has been subjected to the auditing procedures applied in the audit of the basic parent company financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic parent company financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Wenda Lynn M. Loyola

Wenda Lynn M. Loyola

Partner

CPA Certificate No. 109952

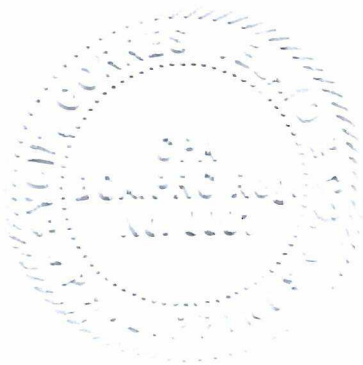
Tax Identification No. 242-019-387

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

BIR Accreditation No. 08-001998-117-2025, January 8, 2025, valid until January 7, 2028

PTR No. 10465322, January 2, 2025, Makati City

April 2, 2025



PETROENERGY RESOURCES CORPORATION
SCHEDULE OF RETAINED EARNINGS AVAILABLE FOR
DIVIDEND DECLARATION*
DECEMBER 31, 2024

Unappropriated Retained Earnings, beginning of the reporting period ₱182,647,944

Add: Category A: Items that are directly credited to Unappropriated Retained Earnings

Reversal of Retained Earnings appropriation	—
Effect of reinstatements or prior-period adjustments	—
Others	—

Less: Category B: Items that are directly debited to Unappropriated Retained Earnings

Dividend declaration during the reporting period	28,435,593	
Retained Earnings appropriated during the reporting period	—	
Effect of reinstatements or prior-period adjustments	—	
Others	—	28,435,593

Unappropriated Retained Earnings (Deficit), as adjusted 154,212,351

Add/Less: Net income (loss) for the current year 154,823,024

Less: Category C.1 Unrealized income recognized in the profit or loss during the reporting period (net of tax)

Equity in net income of associate / joint venture, net of dividends declared	90,607,639	
Unrealized foreign exchange gain, except those attributable to cash and cash equivalents	1,460,999	
Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVPTL)	—	
Unrealized fair value gain of Investment Property	—	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	—	92,068,638
Subtotal		92,068,638

Add: Category C.2 Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)

Realized foreign exchange gain, except those attributable to cash and cash equivalents	—	
Realized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVPTL)	—	
Realized fair value gain of Investment Property	—	
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS	—	
Subtotal		—

(Forward)

Add: Category C.3 Unrealized income recognized in the profit or loss in prior reporting periods but reversed in the current reporting period (net of tax)

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

Adjusted Net Income / Loss	<u>216,966,737</u>
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Add: Category D: Non actual losses recognized in profit or loss during the reporting period (net of tax)

Depreciation on revaluation increment (after tax)	—
Subtotal	—

Add/Less: Category E: Adjustments related to the relief granted by SEC and BSP (see Footnote 3)

Amortization of the effect of reporting relief	—
Total amount of reporting relief granted during the year	—
Others	—
Subtotal	—

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

Net movement of the treasury shares (except for reacquisition of redeemable shares)	—
Net movement of the deferred tax asset not considered in reconciling items under previous categories	12,995,764
Net movement of the deferred tax asset and deferred tax liabilities related to same transaction, e.g, set-up of right of use asset and lease liability, set-up of asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	—
Adjustment due to deviation from PFRS/GAAP - gain (loss)	—
Others	—
Subtotal	<u>12,995,764</u>

Total Retained Earnings, end of the reporting period available for dividend	<u>₱229,962,501</u>
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