Ed Marie N. Lucion

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PetroEnergy
PETROENERGY RESOURCES CORPORATION

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Fax: (+632) 8634-6066
Visit: www.petroenergy.com.ph

A YGC Member
The Power of Synergy

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 0 8 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. VI;
Series of 2025.

ATTY. MARIA CARMELA D. HAUTEA
NOTARY PUBLIC
PASIG
SAN JUAN
PATEROS
PHILS.
ROLL NO. 66585

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

SGV
Building a better working world

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

Tel: (632) 8891 0307
Fax: (632) 8819 0872
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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)			
Item not to be reclassified to profit or loss in subsequent periods			
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 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.

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 (SJPCC) 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	₱–
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	₱2,734,894,965

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:

<u>MCIT</u>

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	

<u>NOLCO</u>

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:

	Amounts of Transactions		Outstanding Balance		Terms and
Related Party/Nature	**2024**	2023	**2024**	2023	**Conditions**
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 2024	2023	Outstanding Balance 2024	2023	Terms and Conditions
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)	

a. 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.

b. 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.

c. 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.

d. Annual management fees are collected from PetroSolar and PetroWind representing technical, legal, accounting and other management activities rendered.

e. 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).

f. PetroEnergy has an Internal Audit Engagement arrangement with House of Investments (HI). These are noninterest-bearing and are due and demandable.

g. 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**
Cash and cash equivalents, receivables, and restricted cash	Due to the short-term nature of the instruments, carrying amounts approximate fair values as of the reporting date.
Equity securities	Fair values are based on published quoted prices (Level 1).
Golf club shares	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			
	On demand	**Within one year**	**More than 12 months**	**Total**
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			
	On demand	Within one year	More than 12 months	Total
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
Financial assets				
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
Financial liabilities				
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:

a. *Probability of default (PD)* is an estimate of the likelihood of default over a given time horizon.
b. *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.
c. *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

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working world

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INDEPENDENT AUDITOR'S REPORT
ON THE SUPPLEMENTARY INFORMATION
REQUIRED UNDER REVENUE REGULATIONS NO. 15-2010

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 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, which contained an unqualified opinion on those financial statements. Our audits were conducted for the purpose of forming an opinion on the basic parent company financial statements taken as a whole. The supplementary information required under Revenue Regulations No. 15-2010 as at and for the year ended December 31, 2024 is presented for purposes of filing with the Bureau of Internal Revenue and 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. Revenue Regulations No. 15-2010 requires the information to be presented in the notes to parent company financial statements. Such information is the responsibility of the management of PetroEnergy Resources Corporation. The information has been subjected to the auditing procedures applied in our audit of the basic parent company financial statements. In our opinion, the information is fairly stated, in all material respects, 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

SUPPLEMENTARY INFORMATION ON TAXES AND LICENSE FEES REQUIRED UNDER REVENUE REGULATIONS (RR) 15-2010

On November 25, 2010, the Bureau of Internal Revenue (BIR) issued RR 15-2010 to amend certain provisions of RR 15-2002. The RR provides that starting 2010, the notes to financial statements shall include information on taxes and license fees paid or accrued during the taxable year.

The Parent Company reported and/or paid the following types of taxes in 2024:

Value added tax (VAT)

The Parent Company is a VAT registered entity. However, being an oil exploration company of which bulk of the revenues are from its share in the sale of crude oil inventory/production in Gabon, Africa, the Parent Company is considered partly VAT-exempt entity.

Input taxes incurred in the pursuance of its oil operations are expensed outright.

In 2024 the Parent Company incurred vatable sales for the management fees rendered to related parties. The sales are vatable upon collection.

Net sales/receipts and output VAT declared in the Parent Company's VAT returns

	Net Sales/Receipts	Output VAT
Vatable sales	₱4,710,525	₱565,263

The Company's purchases from other VAT-registered corporation are subject to 12% input VAT.

Balance at January 1	₱–
Domestic purchases/payments for:	
Services	4,379,328
Goods other than capital goods	137,828
Capital goods	758,664
Total available input VAT	5,275,820
Less input VAT claimed as deduction against output VAT	(5,275,820)
	₱–

Withholding Taxes

Withholding taxes on compensation and benefits	₱2,992,489
Expanded withholding taxes	833,073
Fringe benefit tax	536,533
	₱4,362,095

Taxes and Licenses

Business taxes	₱2,444,902
Fringe benefit tax	2,012,875
Documentary stamp tax not related to loans	613,830
Insurance	266,219
Realty taxes	145,673
Others	288,169
	5,771,668
Documentary stamp tax on loans recorded under loans payable	20,838,950
	₱26,610,618

Tax Assessment and Cases

As at December 31, 2024, the Company has received a LOA. The Company is not aware of any tax case under preliminary investigation, litigation and/or prosecution in courts or bodies outside the BIR.