

COVER SHEET

SEC Number CS201739437

File Number \_\_\_\_\_

ASIA-PACIFIC MEDICAL CENTER (APMC)- AKLAN INC.  
(Formerly Allied Care Experts Medical Center - Aklan Inc.)  
(Company's Full Name)

Judge Martelino Road, Brgy. Andagao, Kalibo, Aklan  
(Company's Address)

(036) 268 2320 / (+63)9178146042  
(Company's Telephone Number)

SEC FORM 20-IS  
PRELIMINARY INFORMATION STATEMENT  
(FORM TYPE)



SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20  
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

Preliminary Information Statement

Definitive Information Statement

2. Name of Registrant as specified in its charter ASIA-PACIFIC MEDICAL CENTER - AKLAN INC.  
(FORMERLY ALLIED CARE EXPERTS MEDICAL CENTER - AKLAN INC.)

3. AKLAN, PHILIPPINES

Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number CS201739437

5. BIR Tax Identification Code 009-900-845-000

6. JUDGE MARTELINO ROAD, BRGY. ANDAGAO, KALIBO,  
AKLAN, PHILIPPINES 5600

Address of principal office Postal Code

7. Registrant's telephone number, including area code:  
(036) 268 2320/ (+63)9178146042

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

- Date: 31 AUGUST 2023
- Time: 9:00 AM VIA REMOTE COMMUNICATION VIA ZOOM PLATFORM
- Place: ASIA PACIFIC MEDICAL CENTER - AKLAN HOSPITAL BUILDING, JUDGE MARTELINO RD., ANDAGAO, KALIBO, AKLAN
- Online web address for registration for remote communication and voting:  
<http://www.asiapacificmedicalcenter-aklan.com/ASM2023/>

9. Approximate date on which the Information Statement is first to be sent or given to security holders : 9 August 2023

10. Proxy is not solicited.

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

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding (as of 31 July 2023)
Founder	600
Common	214,460
Amount of Debt	P1,184,724,450.82

12. Are any or all of the registrant's securities listed in a Stock Exchange?

Yes \_\_\_\_\_ No

None of the founder and common shares of the company are listed on the Philippine Stock Exchange



PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

**A. GENERAL INFORMATION**

**Item 1. Date, time and place of meeting of security holders.**

- (a) Date: 31 August 2023  
Time: 9:00 AM  
Place: Asia Pacific Medical Center- Aklan Hospital Building Via Remote Communication through Zoom Platform  
Complete Mailing Address: Judge Martelino Road, Brgy. Andagao, Kalibo, Aklan 5600  
Online web address for registration for remote communication and voting:  
<http://www.asiapacificmedicalcenter-aklan.com/ASM2023/>
- (b) Approximate date when the Information Statement is first sent out to stockholders of record:  
9 August 2023  
WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY

**Item 2. Dissenters' Right of Appraisal**

In accordance with Sec. 80 of the Revised Corporation Code of the Philippines, any stockholder shall have the right to dissent and demand payment of the fair value of his shares in the following instances:

1. In case of an amendment to the Articles of Incorporation which has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code;
3. In case of merger and consolidation; and
4. In case of investment of funds for any purpose other than the primary purpose of the corporation.

The procedure for the exercise by a dissenting stockholder of his appraisal right are as follows:

- a. A stockholder must have voted against the proposed corporate action in order to avail himself of the appraisal right.
- b. The dissenting stockholder shall make a written demand on the Company within 30 days after the date on which the vote was taken for payment for the fair value of his shares. The failure of the stockholder to make the demand within the 30-day period shall be deemed a waiver on his appraisal right.
- c. If the proposed corporate action is implemented or effected, the Company shall pay to such stockholder, upon surrender of corresponding certificate (s) of stock within 10 days after demanding payment for his shares, the fair value of the shareholder's shares in the Company as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of a merger, if such be the corporate action involved. Failure by the dissenting shareholder to surrender his shares within said 10-days period shall, at the option of the Company, terminate his appraisal rights.
- d. If within sixty (60) days from the date the corporate action was approved by the stockholders, the dissenting stockholder and the Company cannot agree on the fair value of the shares, it shall be appraised and determined by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the Company and the third by the two (2) thus chosen.
- e. The findings of a majority of the appraisers shall be final, and their award shall be paid by the Company within thirty (30) days after such award is made. No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.
- f. Upon payment of the agreed or awarded price, the stockholder shall transfer his shares to the company.

Based on the foregoing, the Agenda for the 2023 Annual Stockholders' Meeting does not include any item which would entitle the shareholders to the exercise of their right of appraisal.



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

None of the following persons have any substantial interest, direct or indirect in any matter to be acted upon other than election to office:

- i. Directors or officers of the Company at any time since the beginning of the last fiscal year;
- ii. Nominees for election as directors of the Company
- iii. Associate of any of the foregoing persons

No director or nominee for election as director has informed the Company of his opposition to any matter to be acted upon at the Annual Stockholders Meeting.

### **B. CONTROL AND COMPENSATION INFORMATION**

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

- b) The Company has 204,000 outstanding shares as of 30 June 2023 which is composed of 600 Founder shares and 214,460 common shares. Every stockholder shall be entitled to one vote for each share of stock held as of the established record date.
- c) All stockholders of record as of 31 July 2023 are entitled to notice and to vote at the Company's concerned Annual Stockholders' Meeting.
- d) Manner of Voting and Election of Directors (Cumulative Voting)

Pursuant to Article II, Section 7 of the Amended By-laws of the company, the shareholders may exercise the right to vote via remote communication or in Absentia. The requirements and procedure for electronic voting in Absentia and by remote communication is attached in this Information Statement as Annex A.

A stockholder may also vote in the meeting pursuant to Sec. 7, Article II of the By-laws by proxy executed via remote communication by the stockholder through the Chairman who will preside the meeting via remote communication through Zoom Platform.

If the stockholder chooses to vote through proxy, the Company requires the submission of proxy form to the Corporate Secretary no later than 5:00 PM of 21 August 2023 through email at [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com). Unless otherwise provided in the proxy, it shall be valid only for the meeting at which it has been presented to the Secretary. Proxies filed with the Secretary may be revoked by the stockholder concerned either in an instrument in writing duly presented and recorded with the Secretary prior to a scheduled meeting or by participation via remote communication provided he had previously registered to participate via remote communication.

The Committee on Inspection of Proxies and Ballots shall convene thru a meeting via remote communication on 21 August 2022 at 7:00 PM. The Committee shall validate the proxies received. Any questions and issues relating to the validity and sufficiency, both as to form and substance of proxies shall only be resolved by the Corporate Secretary at that forum. The decision of the Corporate Secretary on the validity of the proxies shall be final and binding until and unless set aside by a court of competent jurisdiction.

The Stockholders are entitled to cumulative voting in the election of the Board of Directors, as provided by the Corporation Code.

Each common share of APMC- Aklan Inc. (Formerly ACEMC - Aklan Inc.) owned by a shareholder as of 31 July 2023 is entitled to one (1) vote (each, a Voting Share/s) except in the election of directors where one share is entitled to as many votes as there are Directors to be elected. The election of Directors shall be by online ballot and each stockholder entitled to vote may cast the vote to which the number of shares he owns entitles him, for as many persons as there are to be elected as Directors, or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he may see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the whole number of directors to be elected. Thus, since there are fifteen (15) directors to be elected, each Voting Share is entitled to fifteen (15) votes. One (1) block of ten (10) common shares would be entitled to 150 votes.

The Shares shall be voted through the online voting portal. Votes will be counted by the Voting Count System integral to the application and canvassed by the Board of Canvassers. The Board of Canvassers shall convene on 7:00 PM at 25 August 2023 for partial canvassing of votes made through the online voting portal.



e) Security Ownership of Certain Record and Beneficial Owners and Management

1. Security Ownership of Certain Record and Beneficial Owners

Dr. Ferjanel G. Biron is the only record and/or beneficial owner of more than 5% of any class of registrant's voting securities as of 27 July 2023.

Class	Name/ Address of Record Owner	Name of Beneficial Owner/Relationship with Record Owner	Citizenship	Number of Shares Held	% to Total Outstanding Shares
Common Founder	Biron, Ferjanel G./ 82 Firefly cor. Butterfly St., Valle Verde VI, Pasig City	Biron, Ferjanel G./ Record Owner is also Beneficial Owner	Filipino	33,890 110	15.81%

The following founders are the top 20 stockholders of record and/or beneficial owners as of 27 July 2023:

Class	Name/ Address of Record Owner	Name of Beneficial Owner/Relationship with Record Owner	Citizenship	Number of Shares Held	(%) Total Outstanding Shares
Common Founder	Biron, Ferjanel G./ 82 Firefly cor. Butterfly St., Valle Verde VI, Pasig City	Biron, Ferjanel G./ Record Owner is also Beneficial Owner	Filipino	33,890 110	15.81%
Common Founder	Perez, Claire B./0248 Acevedo St., Kalibo, Aklan	Perez, Claire B./ Record Owner is also Beneficial Owner	Filipino	10,170 30	4.74%
Common Founder	Alfaro, Ma. Ester L./Nalook Kalibo, Aklan	Alfaro, Ma. Ester L./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Arce, Maribel J./ Arce Compound, 1021 Roxas Ave. Ext., Andagao, Kalibo, Aklan	Arce, Maribel J./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Arce, Simeon A./ Arce Compound, 1021 Roxas Ave. Ext., Andagao, Kalibo, Aklan	Arce, Simeon A./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Buenaflor, Regina R./Sitio San Antonio, Mangan, Banga, Aklan	Buenaflor, Regina R./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Buenaflor, Patrick Dexter M./ Sitio San Antonio, Mangan, Banga, Aklan	Buenaflor, Patrick Dexter M./ Record Owner is also Beneficial Owner	Filipino	10,170 30	4.74%
Common Founder	Daulo-Lavilla, Meride/Lot 11 Block 6 Phase I, Pasacao St., Puerto Real Subd., Lapaz, Iloilo City	Daulo-Lavilla, Meride/ Record Owner is also Beneficial Owner	Filipino	6,790 10	3.16%
Common Founder	Dignadice, Marymil B./ 060 Tigayon, Kalibo, Aklan	Dignadice, Marymil B./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Isidro, Jessore I./#33 Maple Road Mckinley Hill	Isidro, Jessore I./Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%



	Village, Taguig NCR Fourth District				
Common Founder	Torres, Peter Myron Jun O./Vizcarra Subd., Kalibo, Aklan	Torres, Peter Myron Jun O./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Abril, Joanne B./ 731 Pook Interior, Kalibo, Aklan	Abril, Joanne B./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Ardeña, Gregory Joseph Ryan A./ #78 Villa Ester Subd., New Buswang, Kalibo, Aklan	Ardeña, Gregory Joseph Ryan A./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Quintana-Bartolome, Delphine Joanne C./299 J. Isberto Rd., Tigayon, Kalibo, Aklan	Quintana-Bartolome, Delphine Joanne C./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Conanan-Morato, Marsha Lourdes P./Hacienda Caridad Subdivision, Tigayon, Kalibo, Aklan	Conanan-Morato, Marsha Lourdes P./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Debuque, Eileen May B./Osmeña Avenue, Tigayon, Kalibo, Aklan	Debuque, Eileen May B./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Francisco, Nikki James C./ #214 Querico Romero Rd. Linabuan Norte, Kalibo, Aklan	Francisco, Nikki James C./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Icamina, Mary Karen Veronica R./ Archbishop Reyes St. Kalibo, Aklan	Icamina, Mary Karen Veronica R./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Quimpo, Raymundo R./ 645 Osmeña Avenue, Brgy. Estancia, Kalibo, Aklan	Quimpo, Raymundo R./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Quindor, Darcy A./ #660 Mabulay Rd., Brgy. Linabuan Norte, Kalibo, Aklan	Quindor, Darcy A./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%

## 2. Security Ownership of Management

The following are each class of equity securities of the registrant beneficially owned by individual directors, executive officers and nominees as of 27 July 2023.



**DIRECTORS, EXECUTIVE OFFICERS AND NOMINEES**

Title of Class	Names of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
		Direct	Indirect		
Common Founder	Biron, Ferjenel G. / Chairman	34,000,000	NONE	Filipino	15.81%
Common Founder	Debuque, Eileen May B. / Vice-Chairman	3,400,000	NONE	Filipino	1.58%
Common Founder	Arce, Simeon A. Jr. / President	6,800,000	6,800,000	Filipino	6.32%
Common Founder	Perez, Claire B. / Vice President	10,200,000	NONE	Filipino	4.74%
Common Founder	Conanan-Morato, Marsha Lourdes P. / Corporate Secretary	3,400,000	NONE	Filipino	1.58%
Common Founder	Francisco, Nikki James C. / Assistant Corporate Secretary	3,400,000	NONE	Filipino	1.58%
Common Founder	Abril, Joanne B. / Corporate Treasurer	3,400,000	NONE	Filipino	1.58%
Common Founder	Ardena, Gregory Joseph Ryan A. / Assistant Treasurer	3,400,000	NONE	Filipino	1.58%

**DIRECTORS**

Title of Class	Names of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
		Direct	Indirect		
Common Founder	Buenaflor, Regina R.	6,800,000	10,200,000	Filipino	7.90%
Common Founder	Daulo-Lavilla, Meride	6,800,000	NONE	Filipino	3.16%
Common Founder	Quimpo, Raymundo R.	3,400,000	NONE	Filipino	1.58%
Common Founder	Regozo, Danilo C.	3,400,000	NONE	Filipino	1.58%
Common Founder	Quintana-Bartolome, Delphine Joanne C.	3,400,000	NONE	Filipino	1.58%
Common Founder	Icamina, Mary Karen Veronica R.	3,400,000	NONE	Filipino	1.58%
Common Founder	Quindor, Darcy A.	3,400,000	NONE	Filipino	1.58%



NOMINEES

Title of Class	Names of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
		Direct	Indirect		
Common Founder	Biron, Ferjenel G.	34,000	NONE	FILIPINO	15.81%
Common Founder	Arce, Simeon Jr. A.	6,800	6,800	FILIPINO	6.32%
Common Founder	Debuque, Eileen May B.	3,400	NONE	FILIPINO	1.58%
Common Founder	Perez, Claire B.	10,200	NONE	FILIPINO	4.74%
Common Founder	Conanan-Morato, Marsha Lourdes P.	3,400	NONE	FILIPINO	1.58%
Common Founder	Francisco, Nikki James C.	3,400	NONE	FILIPINO	1.58%
Common Founder	Abril, Joanne B.	3,400	NONE	FILIPINO	1.58%
Common Founder	Ardeña, Gregory Joseph Ryan A.	3,400	NONE	FILIPINO	1.58%
Common Founder	Buenaflor, Regina R.	6,800	10,200	FILIPINO	7.90%
Common Founder	Daulo-Lavilla, Meride	6,800	NONE	FILIPINO	3.16%
Common Founder	Quimpo, Raymundo R.	3,400	NONE	FILIPINO	1.58%
Common Founder	Regozo, Danilo C.	3,400	NONE	FILIPINO	1.58%
Common Founder	Icamina, Mary Karen Veronica R.	3,400	NONE	FILIPINO	1.58%
Common Founder	Quintana-Bartolome, Delphine Joanne C.	3,400	NONE	FILIPINO	1.58%
Common Founder	Quindor, Darcy A.	3,400	NONE	FILIPINO	1.58%

Except for Dr. Ferjenel G. Biron owning 15.81%, Dr. Claire B. Perez owning 4.74%, Dr. Simeon A. Arce Jr. owning 6.32%, Dr. Regina R. Buenaflor owning 7.90%, and Dr. Meride Daulo-Lavilla owning 3.16%; all other directors, namely, Dr. Joanne B. Abril, Dr. Gregory Joseph Ryan A. Ardena, Dr. Delphine Joanne Quintana-Bartolome, Dr. Marsha Lourdes P. Conanan-Morato, Dr. Eileen May B. Debuque, Dr. Nikki James C. Francisco, Dr. Mary Karen Veronica R. Icamina, Dr. Raymundo R. Quimpo, Dr. Darcy A. Quindor, and Dr. Danilo C. Regozo who all own 1.58% each; none of the company's directors and management owns directly or indirectly 2.0% or more of the outstanding capital stock of the Company.



**VOTING TRUST HOLDERS OF 5.0% OR MORE**

As of 27 July 2023, there is no person holding more than 5.0% of a class of shares under a voting trust or similar agreement. However, on May 19, 2023 the following investors have entered into a Voting Trust Agreement in favor of Simeon Arce Jr. which is pending approval by the Securities and Exchange Commission for a period of 3 years:

No.	Name	Date of Notarization	Percentage of shares entrusted
1	ROMEO A. ABAYON	May 19, 2023	1.58%
2	MA. ESTER L. ALFARO	May 19, 2023	3.16%
3	JOHNNA G. DE JOSE	May 19, 2023	1.58%
4	MARYMIL B. DIGNADICE	May 19, 2023	1.58%
5	ROEL A. ESCANILLAS	May 19, 2023	1.58%
6	EDMUNDO B. FERNANDEZ, JR.	May 19, 2023	1.58%
7	JOSEFA ROBERTA A. MAGALLANES	May 19, 2023	1.58%
8	HARRIET R. NAVARRO	May 19, 2023	1.58%
9	ESTER F. PALMA	May 19, 2023	1.58%
10	PAULEEN M. SAZON	May 19, 2023	1.58%
11	PETER MYRON JUN O. TORRES	May 19, 2023	1.58%

**CHANGES IN CONTROL**

There is no arrangement within the last twelve (12) months that will result in the change of control of APMC-Aklan Inc.

**Item 5. Directors and Executive Officers**

- The following are the names, positions, ages, citizenship and periods of service of the incumbent directors/ and independent directors of the Company.**

Name	Position	Age	Citizenship	Period during which individual has served as such
Biron, Ferjenel G.	Director/ Chairman	58	Filipino	2017 to present
Debuque, Eileen May B.	Director / Vice-Chairman	55	Filipino	2017 to present
Arce, Simeon A., Jr.	Director / President/CEO	60	Filipino	2017 to present
Perez, Claire B.	Director / Vice-President	51	Filipino	2017 to present
Conanan-Morato, Marsha Lourdes P.	Director / Corporate Secretary	40	Filipino	2017 to present
Francisco, Nikki James C.	Director / Asst. Corporate Secretary	38	Filipino	2021 to present
Abril, Joanne B.	Director / Corporate Treasurer	43	Filipino	2019 to present
Ardena, Gregory Joseph Ryan A.	Director /Asst. Corporate Treasurer	47	Filipino	2019 to present



Buenaflor, Regina R.	Director	43	Filipino	2021 to present
Daulo-Lavalle, Meride	Vice President/Director	60	Filipino	2017 to present
Quimpo, Raymundo R.	Director	49	Filipino	2019 to present
Regozo, Danilo C.	Director	60	Filipino	2017 to present
Icamina, Mary Karen Veronica R.	Independent Director/ Director	45	Filipino	2017 to 2019;2020 to present
Quindor, Darcy A.	Independent Director	45	Filipino	2020 to present
Quintana-Bartolome, Delphine Joanne C.	Independent Director	42	Filipino	2021 to present

2. The following are the names, ages, citizenship and periods of service of the persons nominated to become directors/ independent directors of the Company. They constitute the Final List of Candidates approved by the 2022 Board of Directors after evaluation and upon presentation by the Nominations and Election Committee (which is composed of Dr. Darcy A. Quindor, Dr. Gregory Joseph Ryan A. Ardeña and Dr. Nikki James C. Francisco as members), for the ensuing year and have accepted their nomination:

Name	Age	Citizenship	Period during which individual has served as such
<b>REGULAR DIRECTORS</b>			
1. Abril, Joanne B.	43	Filipino	2019 to present
2. Ardena, Gregory Joseph Ryan A.	47	Filipino	2019 to present
3. Arce, Simeon A. Jr.	60	Filipino	2017 to present
4. Biron, Ferjenel G.	58	Filipino	2017 to present
5. Buenaflor, Regina R.	43	Filipino	2021 to present
6. Conanan-Morato, Marsha Lourdes P.	40	Filipino	2017 to present
7. Daulo-Lavilla, Meride	60	Filipino	2017 to present
8. Debuque, Eileen May B.	55	Filipino	2017 to present
9. Francisco, Nikki James C.	38	Filipino	2021 to present
10. Perez, Claire B.	51	Filipino	2017 to present
11. Quimpo, Raymundo R.	49	Filipino	2019 to present
12. Regozo, Danilo C.	60	Filipino	2017 to present
<b>INDEPENDENT DIRECTORS</b>			
1. Icamina, Mary Karen Veronica R.	45	Filipino	2017 to 2019; 2020 to present
2. Quindor, Darcy A.	45	Filipino	2020 to present
3. Quintana-Bartolome, Delphine Joanne C.	41	Filipino	2021 to present



The nominees were formally nominated by the shareholders of the Company as shown in the attached Final List of Candidates attached as Annex C. Mary Karen Veronica R. Icamina, Darcy A. Quindor and Delphine Joanne Quintana Bartolome are nominated as independent directors. Joanne B. Abril, Ferjenel G. Biron, Simeon A. Arce, Jr., Regina R. Buenaflor, Danilo C. Regozo, Gregory Joseph Ryan A. Ardeña, Marsha Lourdes P. Conanan-Morato, Eileen May B. Debuque, Nikki James C. Francisco, Meride Daulo-Lavilla, Raymundo R. Quimpo and Claire B. Perez are incumbent directors of the company. None of the nominators are related to any of the nominees for independent directors. The Nominations and Election Committee evaluated the qualifications of the nominees and prepared the Final List of Candidates in accordance with SRC Rule 38 (Requirements on Nomination and Election of Independent Directors) and the By-Laws of the Company.

Only nominees whose names appear in the Final List of Candidates are eligible for election as directors. No nominations will be entertained or allowed on the floor during the Annual Stockholders' Meeting.

3. **The following are the names, ages, citizenship of the Company's executive officers in addition to its executive officers and directors listed above as of 27 July 2023.**

Name	Position	Age	Citizenship	Period during which individual has served as such
Maylene B. Villanueva	Compliance Officer	42	Filipino	4 July 2021 to present
May U. Ignacio	Data Protection Officer	50	Filipino	4 July 2021 to present
Bonnie Vee S. dela Torre	Internal Audit Head	36	Filipino	30 June 2023 to present
Mary Grace N. Garces	Chief Accounting Officer	27	Filipino	30 June 2023 to present

The Business Profile of the incumbent directors and officers are attached hereto as Annex B while the profile of the nominees for directors for election at the Annual Stockholders' Meeting is set forth in Annex C1. The certifications on the qualifications of independent directors are attached hereto as Annex D to D2.

**TERM OF OFFICE**

Article III Section 2 of the Company's By-Laws provides:

Section 2 - The Board of Directors shall be elected during each regular meeting of stockholders and shall hold office for one (1) year and until their successors are elected and qualified.

The Board has established committees to assist in exercising its authority in monitoring the performance of the business of the Company. The committees, as detailed below, provide specific and focused means for the Board to address relevant issues including those related to corporate governance.

**COMMITTEES**

NAME	AUDIT COMMITTEE	REMUNERATION & COMPENSATION COMMITTEE	NOMINATIONS AND ELECTION COMMITTEE	CORPORATE GOVERNANCE COMMITTEE	BOARD OF CANVASSERS	INSPECTION OF BALLOTS AND PROXY
Abril, Joanne B.						
Alfaro, Ma. Ester L.					CHAIRMAN	CHAIRMAN
Ardena, Gregory Joseph Ryan A.			MEMBER			
Arce, Simeon A., Jr.						
Biron, Ferjenel G.						



Buenaflor, Regina R.	MEMBER					
Conanan-Morato, Marsha Lourdes P.						
Daulo-Lavilla, Meride						
De Jose, Johnna G.						MEMBER
Debuque, Eileen May B.						
Escanillas, Roel A.					MEMBER	
Francisco, Nikki James C.			MEMBER			
Icamina, Mary Karen Veronica R.	MEMBER	CHAIRMAN		CHAIRMAN		
Navarro, Harriet R.						MEMBER
Perez, Claire B.				MEMBER		
Quimpo, Raymundo R.						
Quindor, Darcy A.		MEMBER	CHAIRMAN			
Quintana-Bartolome, Delphine Joanne C.	CHAIRMAN			MEMBER		
Regozo, Danilo C.		MEMBER				
Sazon, Pauleen M.					MEMBER	

**DIRECTORSHIP IN REPORTING COMPANIES**

The following are the Directorships in other reporting companies of the incumbent Directors:

DIRECTORS	REPORTING COMPANIES
1. Biron, Ferjanel G.	Allied Care Experts Medical Center - General Santos Inc. Asia-Pacific Medical Center - Bacolod Inc. Asia-Pacific Medical Center - Iloilo Inc. Allied Care Experts Medical Center - Butuan Inc. Allied Care Experts Medical Center - Cagayan De Oro Inc.
2. Debuque, Eileen May B.	NONE
3. Arce, Simeon A. Jr.	NONE
4. Lavilla, Meride D.	Allied Care Experts Medical Center - Cagayan De Oro Inc. Allied Care Experts Medical Center - General Santos Inc. Allied Care Experts Medical Center - Butuan Inc. Asia-Pacific Medical Center - Iloilo Inc. Asia-Pacific Medical Center - Bacolod Inc.
5. Conanan-Morato, Marsha Lourdes P.	NONE
6. Francisco, Nikki James C.	NONE
7. Abril, Joanne B.	NONE



8.	Perez, Claire B.	NONE
9.	Ardeña, Gregory Joseph Ryan A.	NONE
10.	Buenaflor, Regina R.	NONE
11.	Quimpo, Raymundo R.	NONE
12.	Regozo, Danilo C.	Asia-Pacific Medical Center - Iloilo Inc. Allied Care Experts Medical Center -Butuan Inc. Allied Care Experts Medical Center - Cagayan De Oro Inc. Allied Care Experts Medical Center - General Santos Inc. Asia-Pacific Medical Center - Bacolod Inc.
INDEPENDENT DIRECTORS		
1.	Icamina, Mary Karen Veronica R.	NONE
2.	Quindor, Darcy A.	NONE
3.	Quintana-Bartolome, Delphine Joanne C.	NONE

**SIGNIFICANT EMPLOYEES**

The company does not believe that its business is dependent on the services of any particular employee who is not an executive officer.

**FAMILY RELATIONSHIPS**

There are no family relationships either by consanguinity or affinity up to the fourth civil degree between and among directors and executive officers, persons nominated or chosen by the Company to become Directors or executive officers, any security holder of certain record, beneficial owner or management.

**INVOLVEMENT IN CERTAIN LEGAL PROCEEDINGS**

None of the Directors or Executive Officers is involved in any material pending legal proceedings in any court or administrative agency of the government, bankruptcy petition, convicted by final judgment in a criminal proceeding or being subject to a pending criminal proceeding, both domestic and foreign, has been subject to any order, judgment or decree of any court of competent jurisdiction (domestic or foreign) permanently or temporarily enjoining, barring, suspending or otherwise limiting their involvement in any type of business, securities, commodities or banking activities or found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self regulatory organization, to have violated a securities or commodities law or regulation.

**RESIGNATION OF DIRECTORS**

No director has resigned or declined to stand for re-election to the Board since the date of the 2017 Annual Meeting of stockholders due to any disagreement with the company related to its operation, policies and practices.

**CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS**

In the normal course of business, the Company transacts with companies/individuals, which are considered related parties. (Note 12, page 28 of the 2022 Audited Financial Statements)

- i. Advances from shareholders



Advances from shareholders are payable upon demand. The said advances were used to finance the construction of the hospital building. However, the Company is in the status of financing the construction of its hospital building, thus, settlement of advances is not the priority of the Company. As of June 30, 2023, the total amount of advances from shareholders amount to 131,550,384.14.

NAME	AMOUNT	POSITION
DR. EILEEN MAY B. DEBUQUE	5,500,000.00	VICE CHAIRMAN
DR. CLAIRE B. PEREZ	6,000,000.00	VICE-PRESIDENT
DR. REGINA R. BUENAFLO	5,500,000.00	DIRECTOR
DR. PATRICK DEXTER M. BUENAFLO	57,000,000.00	DIRECTOR
DR. RAYMUNDO R. QUIMPO	2,000,000.00	DIRECTOR
DR. DELPHINE JOANNE QUINTANA-BARTOLOME	5,500,000.00	DIRECTOR
DR. MARIBEL J. ARCE	5,500,000.00	DIRECTOR
DR. JOANNE B. ABRIL	2,000,000.00	TREASURER
DR. MARSHA LOURDES P. CONANAN -MORATO	6,000,000.00	CORPORATE SECRETARY
DR. DARCY A. QUINDOR	4,550,384.14	DIRECTOR
DR. MA. ESTER L. ALFARO	5,500,000.00	DIRECTOR
DR. NIKKI JAMES C. FRANCISCO	5,000,000.00	ASSISTANT SECRETARY
DR. GREGORY JOSEPH RYAN A. ARDEÑA	6,000,000.00	ASSISTANT TREASURER
DR. SIMEON A. ARCE, JR.	4,000,000.00	PRESIDENT
DR. JOSEFA ROBERTA A. MAGALLANES	5,500,000.00	DIRECTOR
DR. MARY KAREN VERONICA R. ICAMINA	6,000,000.00	DIRECTOR
TOTAL AMOUNT	131,550,384.14	

ii. *Loans Payable to Related Party*

Loans payable from a company Phil Pharmawealth as of June 30, 2023 amount to P72,010,888.95. The loan proceed was used to finance the construction of the hospital building and pay-off advances used as bridge financing to construction. Interest paid where part of construction in progress. Short-term loan availed in April 2022 amounting to P20,000,000 from Phil Pharmawealth Inc. payable after one month from execution of the loan agreement and bearing an interest of 4.5% per annum. The Chairman of APMC - Aklan Inc. is the son of the majority stockholders of Phil Pharmawealth Inc.

iii. *Advances to related parties*

The Company does not have any receivable from stockholders as of June 30, 2023.

iv. *Rent*

The President of the APMC-Aklan Inc. leased a temporary office space to the company amounting to PHP 24,000.00 per month.

v. *Key Management Personnel Compensation*

The Compensation of the key management personnel of the Company consists only of salaries of Executive Officers and per diems of directors amounting to P11,001,500.00 in 2021 and nil in 2020. (Note 12, page 29 of the 2022 Audited Financial Statement)



Item 6. Compensation of Directors and Executive Officers

A. Summary of Compensation of Executive Officers

**SUMMARY COMPENSATION TABLE**  
**ANNUAL COMPENSATION FOR THE YEAR 2023**

( a ) Name of Officer and Principal Position	( b ) Year	( c ) Salary*	( d ) Bonus	( e ) Other compensation (professional fees, per diem and other allowances)**
Dr. Ferjenel G. Biron Chairman	2023	280,000.00		120,000.00
Dr. Simeon A. Arce, Jr. President	2023	280,000.00		120,000.00
Dr. Eileen May B. Debuque Vice Chairman	2023	210,000.00		120,000.00
Dr. Claire B. Perez Executive Vice President	2023	210,000.00		120,000.00
Dr. Marsha Lourdes P. Conanan-Morato Corporate Secretary	2023	245,000.00		120,000.00
Dr. Joanne B. Abril Corporate Treasurer	2023	245,000.00		120,000.00
Atty Maylene B. Villanueva	2023	245,000.00		
Bonnie Vee S. Dela Torre	2023	292,500.00		
All other officers and directors as a group named	2023	900,000.00		1,000,000.00

**SUMMARY COMPENSATION TABLE**  
**ANNUAL COMPENSATION FOR THE YEAR 2022**

( a ) Name of Officer and Principal Position	( b ) Year	( c ) Salary*	( d ) Bonus	( e ) Other compensation (professional fees, per diem and other allowances)**
Dr. Ferjenel G. Biron Chairman	2022	480,000.00	40,000.00	120,000.00
Dr. Simeon A. Arce, Jr. President	2022	480,000.00	40,000.00	120,000.00
Dr. Eileen May B. Debuque	2022	360,000.00	30,000.00	120,000.00



Vice Chairman				
Dr. Claire B. Perez Executive Vice President	2022	320,000.00	26,667.00	120,000.00
Dr. Marsha Lourdes P. Conanan-Morato Corporate Secretary	2022	420,000.00	35,000.00	120,000.00
Dr. Joanne B. Abril Corporate Treasurer	2022	420,000.00	35,000.00	120,000.00
Atty Maylene B. Villanueva	2022	420,000.00	35,000.00	
Bonnie Vee S. Dela Torre	2022	540,000.00	45,000.00	
All other officers and directors as a group named	2022	740,000.00	111,668.00	1,080,000.00

**SUMMARY COMPENSATION TABLE**  
**ANNUAL COMPENSATION FOR THE YEAR 2021**

( a ) Name of Officer and Principal Position	( b ) Year	( c ) Salary*	( d ) Bonus	( e ) Other compensation (professional fees, per diem and other allowances)**
Dr. Ferjanel G. Biron Chairman	2021	480,000.00	40,000.00	120,000.00
Dr. Simeon A. Arce, Jr. President	2021	480,000.00	40,000.00	120,000.00
Dr. Eileen May B. Debuque Vice Chairman	2021	360,000.00	30,000.00	120,000.00
Dr. Meride Daulo- Lavilla Executive Vice President	2021	360,000.00	30,000.00	120,000.00
Dr. Marsha Lourdes P. Conanan-Morato Corporate Secretary	2021	420,000.00	35,000.00	120,000.00
Dr. Joanne B. Abril Corporate Treasurer	2020	420,000.00	35,000.00	120,000.00
Atty Maylene B. Villanueva	2022	420,000.00	35,000.00	
Bonnie Vee S. Dela Torre	2022	540,000.00	45,000.00	
All other officers and directors as a group named	2020	600,000.00	50,000.00	960,000.00



## B. Compensation of Directors

### 1. Standard Arrangements

During its June 4, 2020 meeting, the BOD approved the following monthly salaries of its Executive Officers, some of which are Directors which took effect on January 2021:

Position	Salary
Chairman	Forty Thousand Pesos (Php 40,000.00)
President	Forty Thousand Pesos (Php 40,000.00)
Vice Chairman	Thirty Thousand Pesos (Php 30,000.00)
Executive Vice President	Thirty Thousand Pesos (Php 30,000.00)
Corporate Secretary	Thirty-Five Thousand Pesos (Php 35,000.00)
Assistant Corporate Secretary	Twenty-Five Thousand Pesos (Php 25,000.00)
Corporate Treasurer	Thirty-Five Thousand Pesos (Php 35,000.00)
Assistant Corporate Treasurer	Twenty-Five Thousand Pesos (Php 25,000.00)

In addition, the Board of Directors will be accorded a per diem of Php 10,000.00 for every regular and special board meeting and Php 10,000.00 per construction meeting. However, the construction is in full swing and resources were reserved for this.

### 2. Other Arrangements

There are no other arrangements pursuant to which any director of the Company was compensated or is to be compensated in 2022 for any service provided as a director other than a reasonable per diem as previously approved by the Board.

## C. EMPLOYMENT CONTRACTS AND TERMINATION OF EMPLOYMENT AND CHANGE IN CONTROL ARRANGEMENT

The Company did not enter into any employment contract with any of its executive officers with terms and conditions other than those normally provided by law. Neither did the company enter into any compensatory plan or arrangement, including payments to be received by any executive officer from the company if the plan or arrangement results or will result to the resignation, retirement or any other termination of such executive officer's employment with the Company and its subsidiaries or a change in control of the Company or change in the executive officer's responsibilities following a change of control where the amount involved, including all periodic payments or installments will exceed Two Million Five Hundred Thousand Pesos (Php 2,500,000.00).

### 1. Warrants or Options held by Directors and/or Officers; Repricing

The Company has not awarded any warrants or options to any person hence there is no repricing.

## Item 7. Independent Public Accountants

- The auditing firm of **Mendoza Querido & Co. (MQC)** is being recommended for election as external auditor for the current year upon the recommendation of the Audit Committee, namely, Delphine Joanne C. Quintana-Bartolome as its Chairman, Mary Karen Veronica R. Icamina and Regina R. Buenaflor as its members, for a fee of Three Hundred Thousand Pesos (Php 300,000.00) VAT inclusive, and exclusive of out-of-pocket expenses. Its profile is attached to this Information Statement as Annex E1.



- b. Mendoza Querido and Co. (MQC) CPAs represented by its engagement partner, Mr. Richard Querido is the external auditor of the company for the most recently completed year 2022. Pursuant to the rule SRC Rule 68 (3) (b) (iv) of the Amended Implementing Rules and Regulations of the Securities and Regulation Code (SRC) (re: rotation of external auditors) the Company has not engaged Mr. Richard Querido for more than 5 years.
- c. Representatives of the said firm are expected to be present at the annual stockholders' meeting and will have the opportunity to make a statement if they desire to do so, and are expected to be available to respond to appropriate questions. In 2022, the Company's auditors did not perform any substantial non-audit services for the Company.
- d. Changes in and disagreements with accountants on accounting and financial disclosure
- e. Audit and Audit Related Fees

The 2022 Audited Financial Statements of the Company with the External Auditors' PTR, Name of the Certifying partner and Address and Statement of Manager's Responsibility are attached hereto as Annex E2.

**THE AGGREGATE FEES BILLED ARE SHOWN BELOW:**

Fees approved in connection with the assurance rendered by Mendoza Querido Co. pursuant to the regulatory and statutory requirements for the years ended, December 31, 2022 amount to Php 336,594.60 inclusive of 12% VAT, December 31, 2021 amount to Php 595,098.20 inclusive of 12% VAT, and December 31, 2020 amount to Php 225,166.88 inclusive of 12% VAT and out-of-pocket expenses amount to 6,900.00. These expenses includes printing, and travel allowances for auditors.

Year	2022	2021	2020
Audit Fees	300,000.00	530,000.00	200,000.00
All other fees	4,955.00	12,485.00	9,724.00

**Item 8. Compensation Plans**

No action is to be taken in this meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

**Item 9. Authorization or Issuance of Securities**

No action is to be taken with respect to the authorization or issuance of any securities other than what is currently being offered over-the-counter.

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

No action is to be taken with respect to the modification of any class of securities of the registrant or the issuance of one class of securities of the registrant in exchange for outstanding securities of another class.

**Item 11. Financial and Other Information**

As previously stated, no action is to be taken with any matter specified in Items 9 & 10.

**Item 12. Merger, Consolidation, Acquisition and Similar Matters**

No action is to be taken with respect to any transaction involving the following:

- 1) the merger or consolidation of the company into or with any person or of any other person into or with the company;
- 2) the acquisition by the company or any of its security holders of securities of another person;
- 3) the acquisition by the registrant of any other going business or of the assets thereof;
- 4) the sale or other transfer of all or any substantial part of the assets of the company;
- 5) the liquidation or dissolution of the company;



**Item 13. Acquisition/Disposition of Property**

No action is to be taken with respect to an acquisition or disposition of any property by the company.

**Item 14. Restatement of Accounts**

No action is to be taken with respect to the restatement of any asset, capital, or surplus account of the company.

**D. OTHER MATTERS**

**Item 15. Action with Respect to Reports**

The following are the acts to be submitted for approval during the stockholders' meeting

- a) Minutes of the Annual Meeting of Stockholders held on 15 September 2022 (Annex F)

The approval or disapproval of the above Minutes will refer only to the correctness of the Minutes and will not constitute an approval/disapproval of the matters stated in the Minutes.

- b) Annual Report including the Chairman's Message and 2021 Audited Financial Reports

While the Annual Report which includes the Management Report as of 30 June 2022 (Annex G) shall only be noted, the 2021 Audited Financial Report shall be approved by the stockholders attending the meeting.

**Item 16. Matters Not Required to be Submitted**

The Update on the Construction of the Hospital (see Annex H) will not require the approval of the stockholders as it is a mere presentation. However, the same shall be noted by the attendees as a confirmation/ acknowledgment that they have been properly notified. A negative vote on the matter by the security holders will not have any effect on business hence the same will also be noted and the reason for such.

**Item 17. Amendment of Charter, Bylaws or Other Documents**

No action is to be taken with respect to any amendment of the Company's charter, by-laws or other documents.

**Item 18. Other Proposed Action**

- A. Ratification of the Acts and Resolutions of the Board of Directors and Management from date following the last Annual Stockholders' Meeting to the present including, but not limited to the following:
1. Authorization of Corporation to secure a Stand-by Letter of Credit from the Bank of Philippine Islands in relation to the Corporation's transaction with Jardine Schindler Elevator Corporation.
  2. Ratification of the Annual Corporate Governance Report dated June 30, 2022 pre-approved by referendum last June 27, 2022.
  3. Ratification of the Contract Proposal of Interior Design Coordination and Management Team, with Arch. Manuel Torres Jr., as Team Head together with 8 Junior Architects; with a contract price of Php 2,035,000.00 or a monthly fee of Php 185,000.00 starting June 2022 until May 2023, with the first month payment for free pre-approved by referendum last July 4, 2022.
  4. Ratification of the Revised Prospectus with its Certification on the Changes Made pre-approved by referendum last July 24, 2022.
  5. Ratification of the Board of Directors' Performance Report preapproved by referendum last July 24, 2022.
  6. Approval of the award the Electrical Package to Cebu Tristar represented by Mr. Jairus Cabuco for a substation type of electrical equipment with final bid price of Php 29,000,000.00.
  7. Approval of the award of the Generator Set Package to Fil Power represented by Mr. Chaody Makilan for a 1500 KVA, with fuel pipings, water & fuel separator, load testing, delivery charge, unloading & positioning, 2000 liters tank and vat inclusive with final bid price of Php 39,715,000.00.
  8. Approval of the award of the Vinyl and Hand Railing Package to Spurway represented by Ms Allyn Andal subject to final negotiations on the price.
  9. Approval of the ratification of the Audited Financial Statement dated June 30, 2022, pre-approved by referendum last August 4, 2022.



10. Approval of the Final List of Candidates for the Election of Board of Directors for the year 2022-2023.
11. Approval of the closure of the BDO Account with Old Name Allied Care Experts Medical Center-Aklan Inc. and opening of a new BDO account under the account name of Asia Pacific Medical Center-Aklan Inc.
12. Approval to retain the positions of the Officers previously held by the Board of Directors except for the positions of Vice-President and Assistant Treasurer for the year 2022-2023.
13. Appointment of Dr. Claire Perez as Vice-President of APMC-Aklan for the year 2022-2023.
14. Appointment of Dr. Gregory Joseph Ryan Ardeña as Assistant Treasurer of APMC-Aklan for the year 2022-2023.
15. Approval of the monthly compensation of Dr. Raymundo Quimpo in the amount of Php 25,000.00 (TwentyFive Thousand Pesos) as Head of the Construction Committee.
16. Approval of the reappointment of nAtty. Maylene Villanueva as Corporation's Legal Counsel and Compliance Officer for the year 2022-2023.
17. Approval of the reappointment of the Members of the Audit Committee for the year 2022-2023 headed by Dr. Delphine Joanne Bartolome, and Dr. Mary Karen Icamina and Dr. Regina Buenaflor as members.
18. Approval of the reappointment of the Members of the Corporate Governance Committee for the year 2022- 2023.
19. Approval to retain the Members of the Remuneration and Compensation Committee for the year 2022-2023 composed by Dr. Mary Karen Veronicaas Head, Dr. Gregory Joseph Ryan Ardeña and Dr. Danilo Regozo as members of the committee.
20. Approval to retain the Members of the Nomination and Elections Committee for the year 2022-2023 composed by Dr. Darcy Quindor as Head, Dr. Nikki Francisco and Dr. Gregory Joseph Ryan Ardeña as members of the committee.
21. Approval of the nomination of Dr. Mary Karen Veronica Icamina as the Lead Independent Director for the year 2022-2023.
22. Approval of the award of the hospital door requirement to JMISC pending evaluation of 1-hour fire rating and final price negotiation.
23. Approval of the award of the toilet and lavatory fixtures pending final negotiations for additional requirements for VIP, suit and premier rooms.
24. Approval of the change of primary corporate electronic mail address to [apmcaklaninc@icloud.com](mailto:apmcaklaninc@icloud.com) and [admin@asiapacificmedicalcenter-aklan.com](mailto:admin@asiapacificmedicalcenter-aklan.com) as the alternate electronic mail address.
25. Ratification of the authority given to the Corporate Secretary to submit the new primary and alternate electronic mail addresses to the SEC pursuant to SEC Memorandum Number 28.
26. Approval of the amendment of the articles of incorporation to include an arbitration agreement subject to evaluation of the draft to be provided by Corporate Governance Committee and our Compliance Officer.
27. Approval of the award of metal door package to Cornerplane with the amount of 3,850,000.00 pending further negotiations.
28. Approval of the award of Electronics Package 2 except the FDAS system to SSI amounting to P28,414,875.00 pending further negotiations.
29. Ratification of the 17Q report approved by referendum last November 15, 2022.
30. Approval of the award of hospital information system package to Comlogik priced at P2,500,000.00.
31. Approval of the award of the building management system package to Enye Controls.
32. Approval of the utilization of funds for the hospital construction for the downpayment of hospital equipment while waiting for the release of loan for the equipment from DBP.
33. Ratification of the 17Q report approved by referendum last November 15, 2022.
34. Approval to purchase fifteen units of Amoul T6 Neonate, Pedia, and Adult configuration from Endure priced at P786,500 from Endure.
35. Approval of the amendment of the previous resolution purchasing the laparoscopy tower from Richard Wolf to Sonoscope 4K Solution Laparoscopy priced at P6,800,000.00, subject to final evaluation of end-users.
36. Approval to purchase three units of Meditom DT 400S cautery machines from NPK priced at P240,000 per unit.
37. Approval to purchase four Alsa Polivac suction machines from NPK at P105,000 per unit subject to final price and terms negotiation.
38. Approval to purchase fifteen units of Amoul T6 Neonate, Pedia, and Adult configuration from Endure priced at P786,500 from Endure.
39. Approval to purchase two units of Huntleigh from NPK priced at P450,000 per unit, three units of Edan SD3 fetal doppler from Endure priced at P15,200 per unit, and three units of Huntleigh D920 analog fetal doppler from fetal doppler priced at P26,500.

#### Item 19. Voting Procedures

##### a) Voting Requirement



Nominees for directors receiving the highest number of votes shall be declared elected.

All other matters to be brought for approval of the shareholders of the Company at this year's Annual Stockholders' Meeting shall be decided by the majority vote of stockholders voting through remote communication or by proxy, a quorum being present.

**b) Method of Voting: Straight and Cumulative Voting**

In all items for approval, each voting share of stock entitles its registered owner as of the Record Date to one vote. Stockholders may vote by remote communication, proxy or in absentia.

In the election of directors, each stockholder may vote such number of shares for as many persons as there are directors to be elected, he or she may cumulate the aforesaid shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares, or he may distribute them on the same principle among as many nominees as he shall see fit; provided that, the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the total number of directors to be elected

A stockholder may vote electronically in absentia using the online voting portal, a link of which shall be provided. A stockholder voting electronically in absentia shall be deemed present for purposes of quorum.

Upon successful registration at the Annual Stockholders' Meeting, each stockholder will be provided a ballot within the period stated in Annex A to enable him to vote on each item or proposal in the Agenda. All votes will be counted by the vote count system integrated in the voting application and tabulated and canvassed by the Board of Canvassers.

Proxies shall be in writing, signed, and notarized ( unless there is notice to the contrary) and filed by the stockholders, in the form provided in the Information Statement and shall be received by the Corporate Secretary via email at [asiapacificmedicalcenter.aklan@yahoo.com](mailto:asiapacificmedicalcenter.aklan@yahoo.com) on or before 5:00 PM, 16 August 2023. Proxy votes will be counted and tabulated by the Inspection of Proxies and Ballots Committee.

**Item 20. Participation of Shareholders by Remote Communication**

To ensure the safety and welfare of APMC Aklan stockholders because of the threat of COVID-19 infection, the Company will dispense with the physical attendance of stockholders at the meeting and will allow attendance only by remote communication, as set forth below, and by voting in absentia, as provided in Item 4(c) and Item 19 above, or voting through the Chairman of the meeting as proxy.

To enable the Company to perform validation procedures, identify the shareholders participating by remote communication and record their presence for purposes of quorum, the shareholders shall inform the Company by email to [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) on or before 15 August 2023 of their participation in the meeting by remote communication. Stockholders may email questions or comments prior to or during the meeting at the following email address: [asiapacificmedicalcenter.aklan@yahoo.com](mailto:asiapacificmedicalcenter.aklan@yahoo.com). The detailed instructions for participation through remote communication are attached as Annex A.

**COMPLIANCE WITH SECTION 49 OF THE REVISED CORPORATION CODE**

In compliance with the requirements of Section 49 of the Revised Corporation Code, please see the following Annexes:

- A. Minutes of the Regular Meeting held last 15 September 2022 including the answers raised via email and chatroom which were not answered during the meeting (Annex F )
- B. Material Information on the Current Stockholders (Annex I)
- C. Construction Report as of 15 July 2023 ( Annex H)
- D. 2022 Audited Financial Statement (Annex E)
- E. 2022-2023 Directors and Executive Profile (Annex B)
- F. Board Attendance Report (Annex J)
- G. Board Appraisal/Performance Report (Annex K)
- H. Board Compensation Report (Annex L)
- I. Final List of Candidates Profile (Annex C1)



In lieu of a detailed, descriptive, balanced and comprehensible assessment of the corporation's performance, the Company is submitting the Management Report as of 31 July 2023. The company is not yet operational and the commencement of the operations will depend on the completion of the hospital and the granting of the necessary licenses.

#### **DIVIDEND POLICY**

The Company's Board is authorized to declare cash or stock dividends or a combination thereof. A cash dividend declaration requires the approval of the Board and no shareholder approval is necessary. A stock dividend declaration requires the approval of the Board and shareholders representing at least two-thirds of the Company's outstanding capital stock. Holders of outstanding shares on a dividend record date for such shares will be entitled to the full dividend declared without regard to any subsequent transfer of shares.

The Board of Directors has the power to fix and determine the amount to be reserved or provided for declaration and payment of dividends from the Company's unrestricted retained earnings. The amount of such dividends (either in cash, stocks or property) will depend on the corporation's profits, cash flow, capital expenditure, financial condition and other factors and will follow the SEC guidelines on determination of retained earnings available for dividend declaration. The existence of surplus profit is a condition precedent before a dividend can be declared. The surplus profits or income must be a bona fide income founded upon actual earnings. Actual earnings or profits shall be the net income for the year based on Audited Financial Statements, adjusted for unrealized items, which are considered not available for dividend declaration. Taking into account the Hospital's cash flows, capital expenditure, investment objective and financial condition, at least 10% of the actual earnings or profits may be declared by the Board as dividends.

No dividends were issued this year because the hospital is not yet operational hence there is no unrestricted retained earnings.

#### **ATTENDANCE OF DIRECTORS DURING THE 2022 ASM**

The attendance of the Directors during the 2022 ASM is disclosed in the Minutes of the previous meeting.

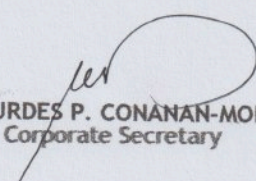
#### **RELATED PARTY TRANSACTIONS**

The related party transactions are disclosed in the Information Statement.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is complete and correct. This report was signed in the Municipality of Kalibo on July 27, 2023.

By:

Asia Pacific Medical Center - Aklan Inc.  
(Formerly known as Allied Care Experts Medical Center - Aklan Inc.)  
Issuer

  
MARSHA LOURDES P. CONANAN-MORATO, M.D.  
Corporate Secretary



**REQUIREMENTS AND PROCEDURE FOR VOTING AND PARTICIPATION  
IN THE 2023 ANNUAL STOCKHOLDERS' MEETING OF  
ASIA PACIFIC MEDICAL CENTER- AKLAN INC.**

Asia Pacific Medical Center-Aklan will once again conduct a virtual **2023 Annual Stockholders' Meeting (ASM)** ("Meeting") on **August 31, 2023, Thursday at 9:00AM**. The virtual 2023 ASM will be conducted via Zoom Teleconference by accessing the Zoom Webinar Link to be provided via email to eligible shareholders.

Stockholders of record as of **31, July 2023**, are entitled to participate and vote in the **2023 ASM**.

The following procedures and requirements provide the ways in which the Company's stockholders can participate and vote in the **2023 ASM**.

**I. VOTING BY PROXY**

1. Download and fill out the appropriate PROXY FORM.
2. Follow the instructions on how to cumulate or allocate votes in the election of directors.
3. The Chairman of the meeting, by default, is authorized to cast the votes pursuant to the instructions in the proxy form.
4. Send a scanned copy of the executed proxy through email to [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com).
5. Deadline for submission of proxies is on **21 August 2023 at 1700H** to give time for the Proxy Validation and Tabulation Committee ("Committee") to review and validate the proxies received in accordance with the Company's Amended By-Laws.

NOTA BENE: Considering the extraordinary circumstances in relation to COVID-19 pandemic and to accommodate shareholders from different locations in the Philippines and around the world, the Corporation shall allow electronic signature for the required documents, as applicable. Notarization requirement shall also be dispensed with at this time. However, the Corporation reserves the right to request additional information, and original signed and notarized copies of these documents at a later time.

**II. ELECTRONIC VOTING OR VOTING IN ABSENTIA**

1. Stockholders **as of 31 July 2023**, have the option of electronic voting in absentia for the Election of Directors and on the matters in the Agenda after complete registration and successful validation.
2. To access the online voting portal, stockholders are required the following information to the corporation by informing the Office of the Corporate Secretary through an email with subject titled- "**2023 ASM ONLINE REGISTRATION**" at [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) for the registration:



- a. Complete Name
- b. Electronic Mail (email) Address (active and primary)
- c. Mobile Contact Number (active and primary)
- d. Birthdate
- e. Tax Identification Number

NOTA BENE: Incomplete or inconsistent information may result in an unsuccessful registration. As a result, Stockholders will not be allowed to vote electronically in absentia but may still vote through the Chairman of the meeting as proxy, by submitting a duly accomplished proxy form, on or before **1700H of 21 August 2023**.

3. The verification and validation of the submitted information will be completed by the Office of the Corporate Secretary. Once validated, the Stockholder will receive confirmation on their successful registration and at the same time their username and password to be used during their login. The email will also include the Agenda of the Meeting, Profile of the Nominees, and other pertinent documents. The four (4)-digit Verification Code will be sent through their registered email once the Stockholder has successfully logged in the ASM Online Voting Portal. The verification code will be specific to every Stockholder and will be used to further access the online voting portal.
4. For confidentiality purposes, the shareholders upon registering to the ASM Portal authorizes the Asia Pacific Medical Center- Aklan Inc., to use, collect and process information for legitimate purposes specifically for the **2023 Annual Stockholders' Meeting** including the **Election of the 2023 Board of Directors** and to allow the authorized personnel to process the information.
5. To access the ASM Online Voting Portal, Stockholders must key in their **USERNAME** using their first and last name, no middle initials or space. The **PASSWORD** will require the first nine (9) digits of the stockholder's Tax Identification Number (TIN).
6. A four (4)-digit verification code shall then be sent to the registered email address of the Shareholder to be able to proceed as mentioned above. This process may take a couple of minutes depending on the email server.
7. Online voting portal shall be open on **16 August 2023 at 8AM until 5PM of 25 August 2023**. Votes casted on these dates shall be tabulated and presented during the **2023 ASM** as Official and Partial Results. The deadline for submission for registration to vote in absentia is on **15 August 2023**. Beyond this date, Stockholders may no longer avail of the option to vote in absentia.
8. Stockholders who have not registered in the Online Voting Portal may still attend the **2023 ASM** remotely and will be allowed to vote during the Meeting provided that they notify the Company by email to [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) from **August 16-18, 2023** of their intention to participate in the Meeting by remote communication. Unregistered Stockholders must provide the necessary information stated in Section



II.2 of this document to complete their registration for login and to cast their votes. Upon verification and validation by the Office of the Corporate Secretary, an email will be sent to the Stockholders providing their username and password to be used during their login.

9. Votes casted in the online voting portal from **8AM of August 16, 2023 until 5PM of August 25, 2023** will be tabulated and presented during the **2022 ASM** as Official and Partial Results. On the other hand, votes casted on the day of the Meeting during the **2023 ASM** through ASM Online Voting Portal and after the adjournment of the Meeting together with the votes received through proxy shall be tabulated and included in the Minutes of the **2023 ASM**.
10. The ASM Online Voting Portal contains all the items listed in the Agenda as indicated in the Notice of the Meeting. The registered Stockholders may vote as follows:
  - a. For items other than the election of directors, stockholders have the option to vote: In Favor of (YES), Against (NO), or Abstain.
  - b. For the Election of Directors, there will be twelve (12) Regular Directors and three (3) Independent Directors to be elected. A shareholder owning 1 block of 10 shares has a total cumulative vote of 150 votes. A stockholder has the option to vote his shares for all nominees, not vote for any nominees, or vote for some nominees only, in such number of shares as the stockholder prefers, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of directors to be elected. The system will automatically compute the total number of votes the stockholder is allowed to cast, based on the number of shares the stockholder owns.
11. Once voting on the agenda items is finished, the registered Stockholder can proceed to submit the accomplished form by clicking the 'SUBMIT' button. After the ballot has been submitted, the stockholder may no longer change his vote. The Online Voting Portal will prompt the Stockholder to confirm the submission of the ballot. The votes casted in absentia will have equal effect as votes casted in person or by proxy.
12. Thereafter, the ASM Portal System will send a confirmation email to the stockholder once his/her votes have been recorded. If the registration cannot be verified due to lacking, incomplete, or unreadable documents or information, the stockholder will be notified through an email from the ASM Portal. The Company shall send a subsequent email to inform the stockholder of the actions or documentations needed to complete the registration.
13. Votes will be counted by the Voting Count System integral to the application and canvassed by the Proxy Validation and Tabulation Committee of the Corporation, in the presence of the Corporate Secretary. The Committee shall convene on **7:00 PM 25 August 2023** for partial canvassing of votes made through the online voting portal and votes casted in person or by proxy. Immediately after convening, the Board of Canvassers with the assistance of the Information Technology (IT) Team shall enter



the password to print the results of the online election. The results shall be placed in a sealed envelope. The Committee shall present to everyone present that the envelope received is sealed. The Committee shall then open the sealed envelope and read the results of the online election. The Committee shall sign the canvassed results and endorse the same to the Corporate Secretary. In no case shall the results be accessed prior to the Canvassing of results.

### III. ATTENDANCE IN THE 2023 ASM BY REMOTE COMMUNICATION

1. Stockholders as of **31 July 2023** (“Stockholders”) who registered in the Online Voting Portal can also participate in the **2023 ASM** on **31 August 2023** by remote communication by accessing the Zoom webinar link to be provided via the Stockholders’ registered email.
2. Stockholders who have not registered in the Online Voting Portal may still attend the **2023 ASM** remotely. Unregistered Stockholders, however, are requested to notify the Company by email to [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) by **16-18 August 2023** of their intention to participate in the Meeting by remote communication. For validation purposes, unregistered Stockholders shall provide the Company the information prescribed in Section II.2 of this document. Once validated, the Stockholder will receive confirmation on their successful registration, their username and password to be used during their login. A four (4)-digit verification code, specific to every Stockholder, will then be sent to the Stockholders’ registered email and will be used to further access the online voting portal.
3. Only those Stockholders who have notified the Company of their intention to participate in the Meeting by remote communication will be allowed to vote on the day of the Meeting and will be included in determining quorum unless they register in the Online Voting Portal or authorize the Chairman to vote as proxy, by **16 August until 18 August 2023, 5PM.**
4. Stockholders participating by remote communication will not be able to vote unless they register in the Online Voting Portal or authorize the Chairman to vote as proxy, by **16 August until 18 August 2023, 5PM.**
5. Stockholders may send questions or remarks through prior to at the Company’s email [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) or during and until the adjournment of the Meeting through the **2023 Zoom Meeting Chatbox.**
6. The proceedings during the 2023 ASM will be recorded. A link to the recorded webcast of the Meeting will be posted on the Company’s website and social media within 5 days from the date of the meeting. Stockholders shall have two (2) weeks from posting to raise to the Company any issues, clarifications and concerns on the Meeting conducted.



For more questions and clarifications, stockholders may contact:

The Office of the Corporate Secretary: +639178146042/ +639190963082/ 036-2632320

## PROCEDURE FOR ONLINE ELECTION SYSTEM IN THE 2023 ANNUAL STOCKHOLDERS' MEETING OF ASIA PACIFIC MEDICAL CENTER- AKLAN INC.

### STEP O. PRELIMINARIES

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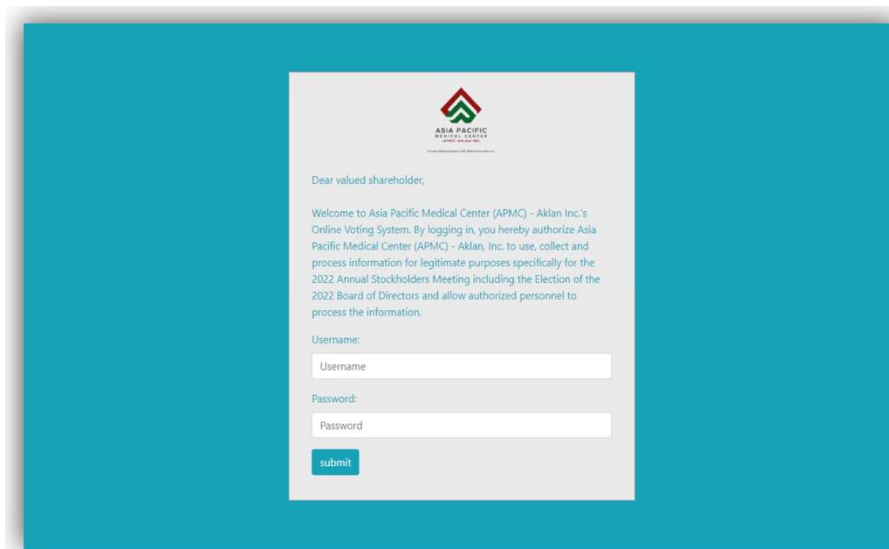
Please make sure that you have sent the necessary information, namely: Complete Name, Active Email Address, Active and Primary Mobile Number, Birthdate and Tax Identification Number to the Office of the Corporate Secretary via email with subject titled- **"2023 ASM ONLINE REGISTRATION"** at [compliance@apmcaklan.com](mailto:compliance@apmcaklan.com) for registration. The above personal information will be used for your two-step authentication.

Once the verification and validation of the submitted information has been completed by the Office of the Corporate Secretary, the Stockholder will receive confirmation on their successful registration and at the same time their USERNAME and PASSWORD to be used during their login. The email will also include the Agenda of the Meeting, Profile of the Nominees, and other pertinent documents. The four (4)-digit Verification Code will be via email once the Stockholder has successfully login in the ASM Online Voting Portal. The verification code will be specific to every Stockholder and will be used to access the online voting portal.

### STEP 1. LOGIN

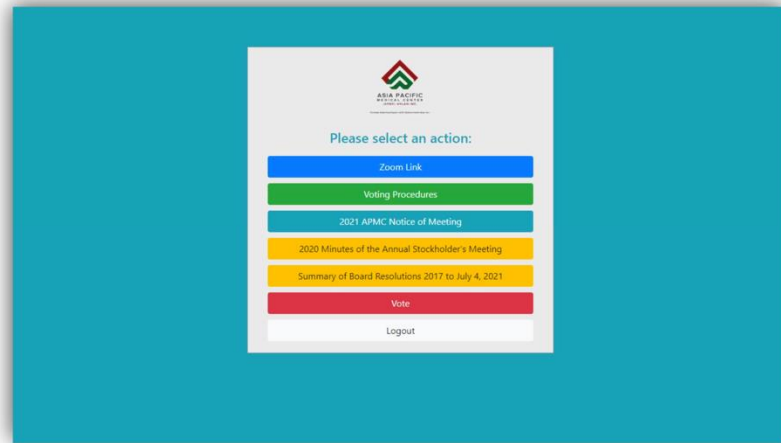
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Visit the Company's website ( <http://www.asiapacificmedicalcenter-aklan.com/vote>) to login. You should see the page below. Provide your username and password from the email sent by the Company and click **"LOGIN"**.





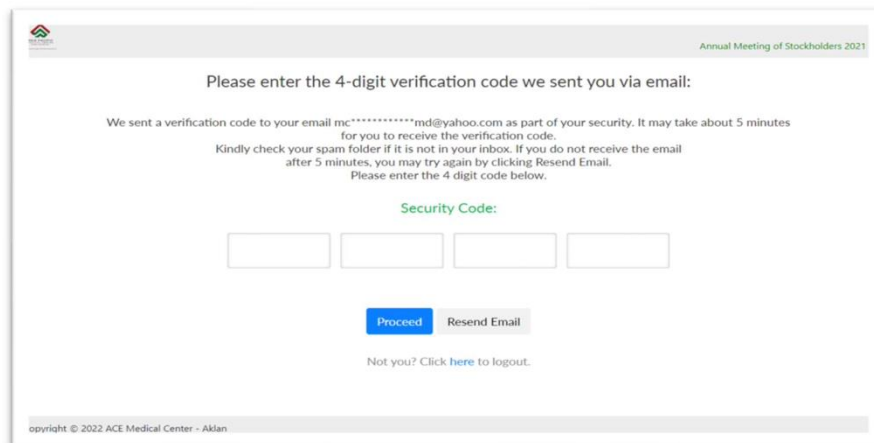
You will then be prompted with the following page where you will have to choose the action that you want to perform. To cast a vote, click the “**VOTE**” button. This will trigger the verification page.



## STEP 2. VERIFICATION

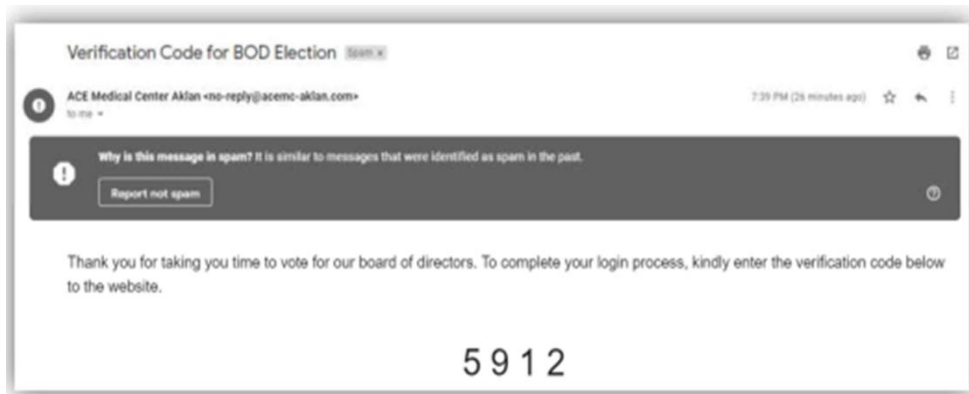
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After choosing the “**VOTE**” button, the following page will be displayed:

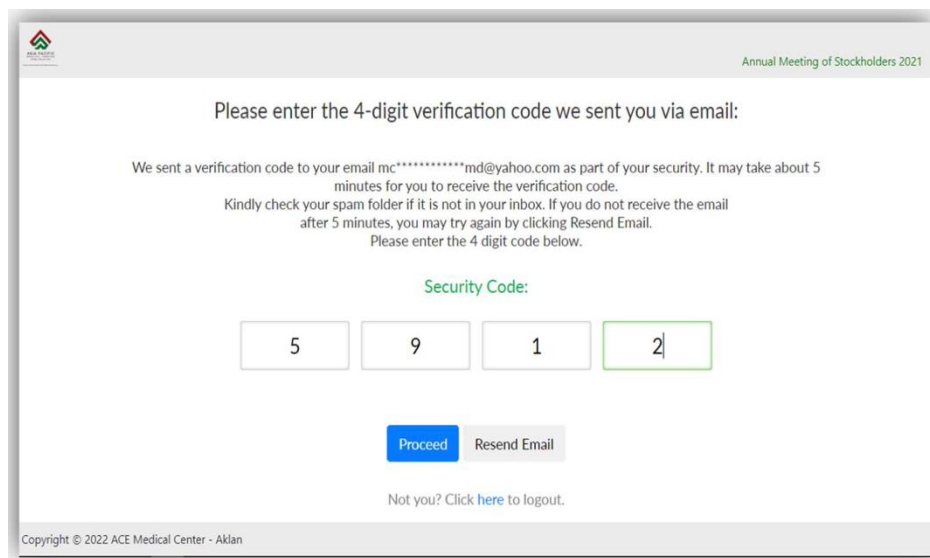




The page will ask for the 4-digit verification code sent to your registered email. Please open your email and check for the message from APMC Aklan < [no-reply@acemcaklan.com](mailto:no-reply@acemcaklan.com)>. It should be in your inbox, but if not found, kindly check your SPAM FOLDER. Here’s how the email should look like:



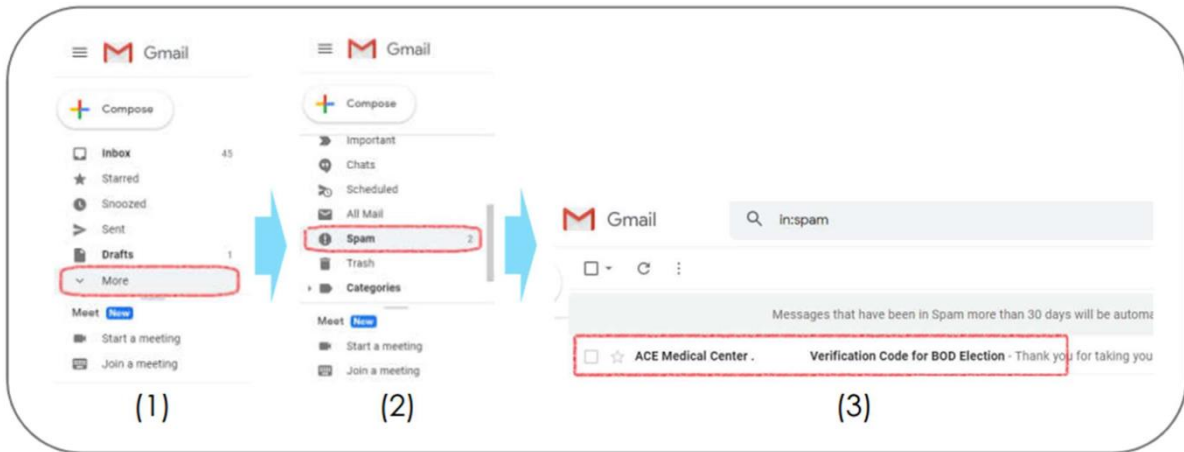
Enter the number 4-digit verification number provided to the boxes on the voting portal, then click **“PROCEED”**. If you did not receive an email, please click **“RESEND EMAIL”** button.



## HOW TO OPEN YOUR SPAM FOLDER

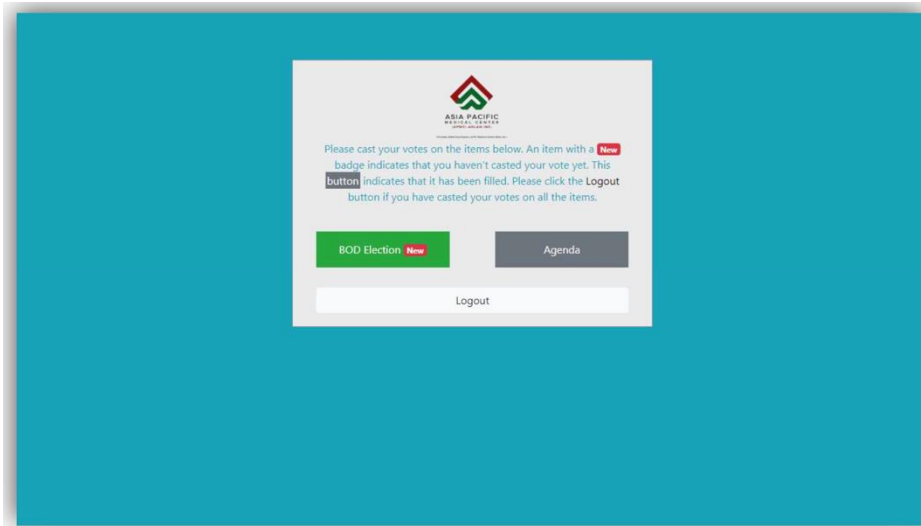
The Spam folder is usually hidden. You may open it by clicking on **“MORE”** button (1) from the list on the left side of your mail. Scroll down and you will see the Spam Folder (2). Click it and check the message sent by APMC Aklan < [no-reply@acemcaklan.com](mailto:no-reply@acemcaklan.com)> (3). From there, you may click **“REPORT NOT SPAM”** button so that you will not have problems receiving emails from the APMC-Aklan again.





### STEP 3. VOTING SELECTION

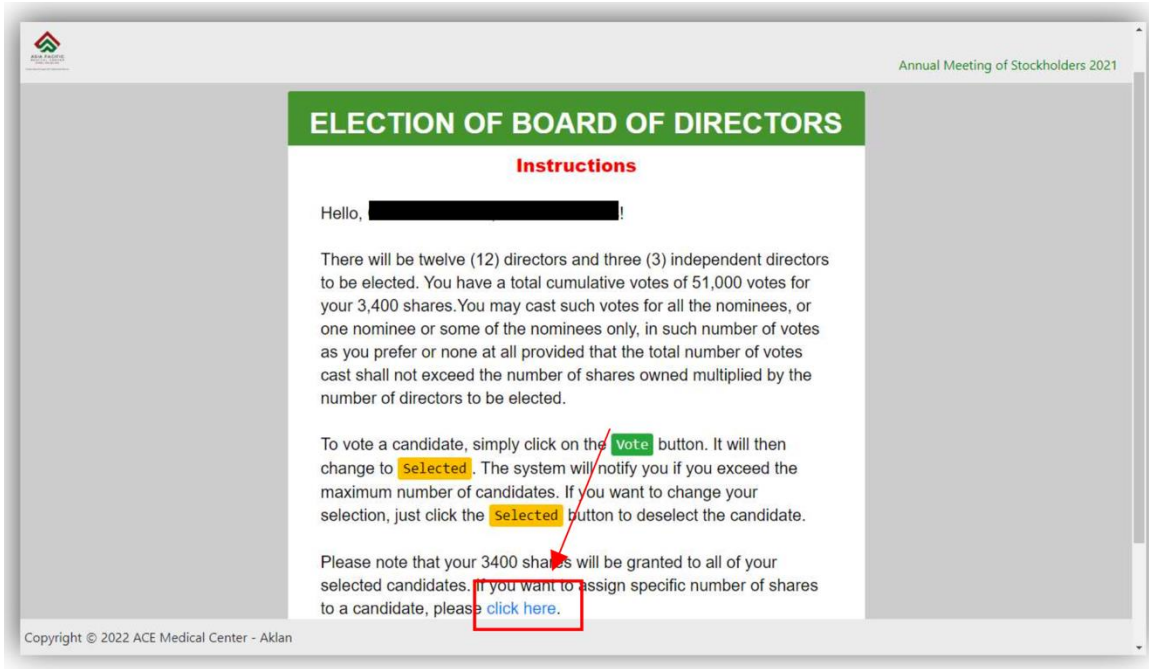
You will then be prompted to choose on which item you will cast your vote: BOD Election or Agenda. Proceed to Step 4a to vote for BOD Election or Step 4b to vote or the Agenda.



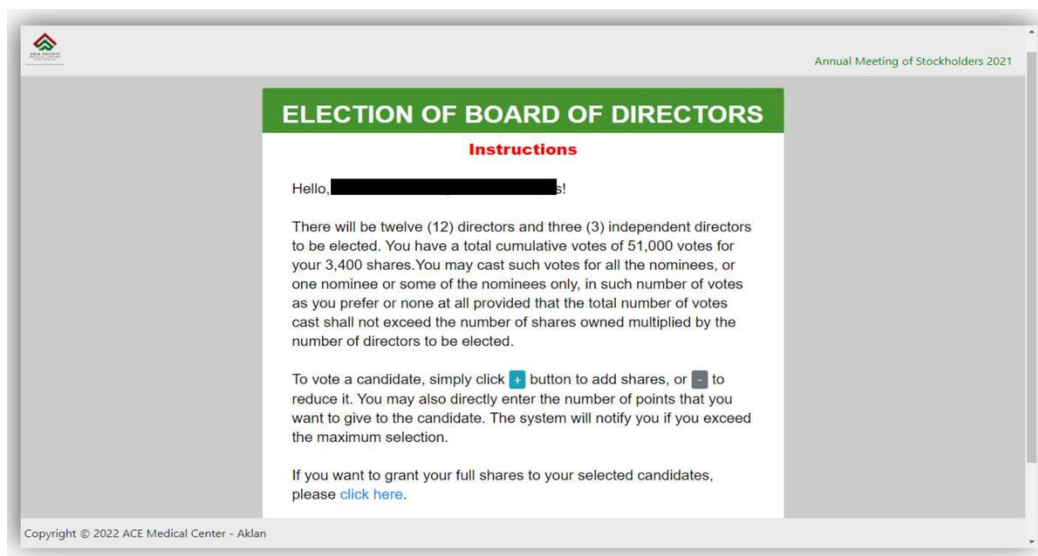
### STEP 4A. VOTING FOR ELECTION OF BOARD OF DIRECTORS

There are two (2) ways of casting your vote. The default one, as shown below, is when your votes will be equally divided to all your selected candidates.





However, if you want to give a specific number of votes to your chosen candidate, please click on the link pointed by the arrow at the image above. Doing this will prompt the show the page below.

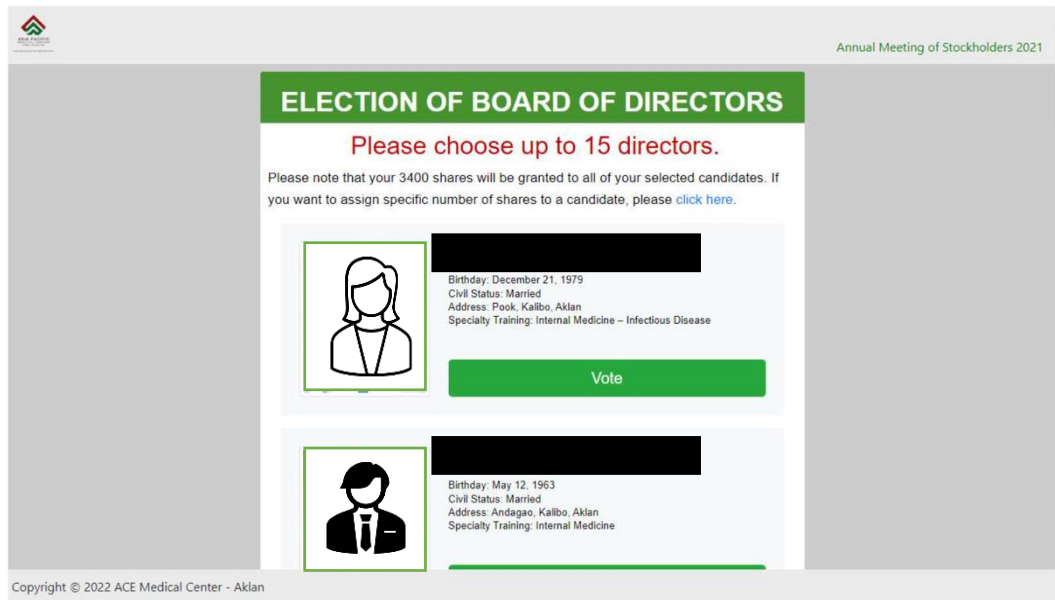


After selecting the voting method that you want to use, please click the **“START”** button.

#### VOTING METHOD 1: EQUALLY DIVIDED VOTES



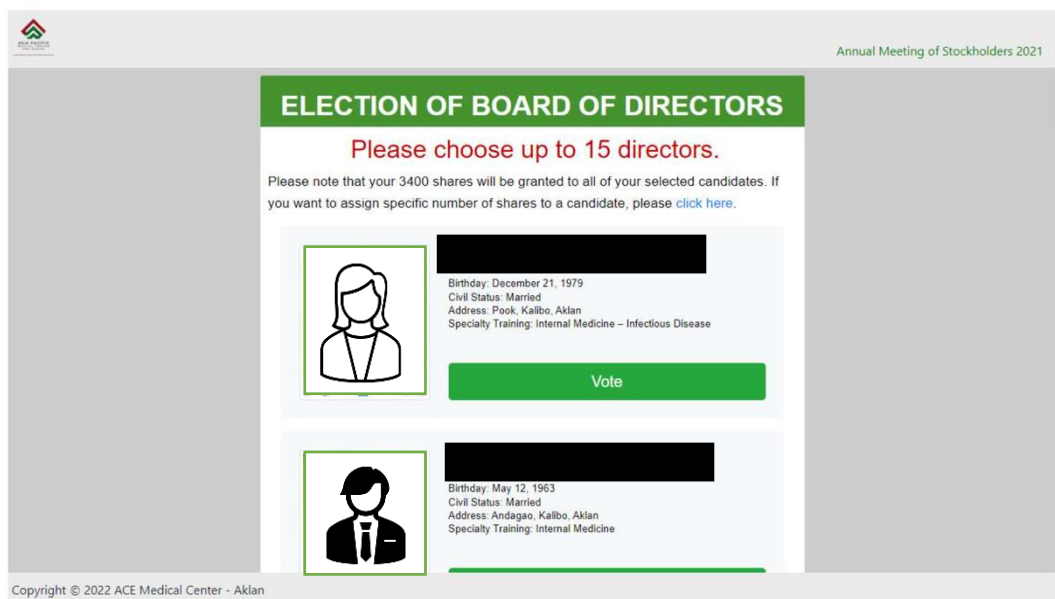
Clicking the “**START**” button will display the page below:



To select a candidate, simply click on the “**VOTE**” button. In doing that, the button will change to “**SELECTED**”. After selecting all your candidates, please click on “**NEXT**” and you will be brought to the summary page to review your vote.

**VOTING METHOD 2: GIVE SPECIFIC VOTES**

Clicking the “**START**” button will display the page below:



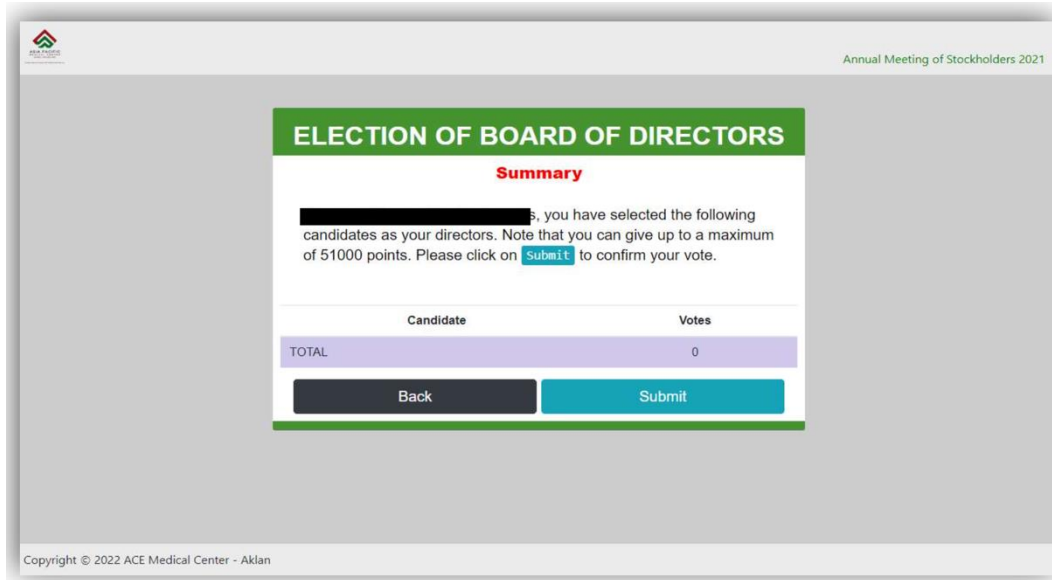


To give points to a candidate, you may use the buttons provided or you can also directly enter your preferred number of votes. Click **“NEXT”** button to review your votes.

#### **STEP 4A. SUMMARY & FINALIZING OF VOTES FOR ELECTION OF BOARD OF DIRECTORS**

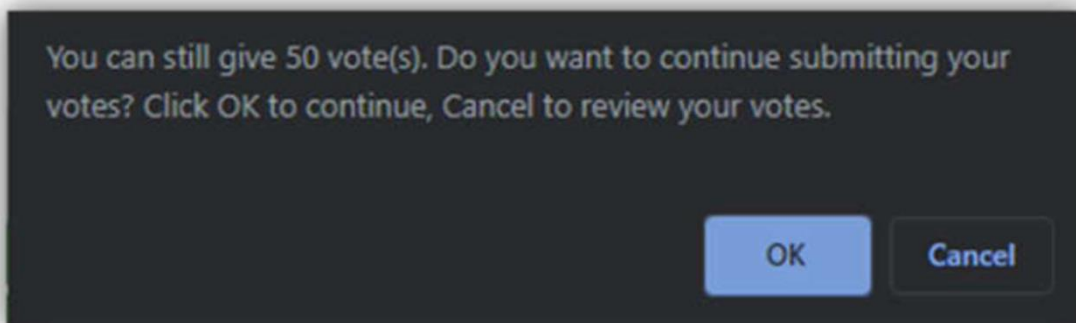
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Clicking the **“NEXT”** button will display the summary page as shown below:



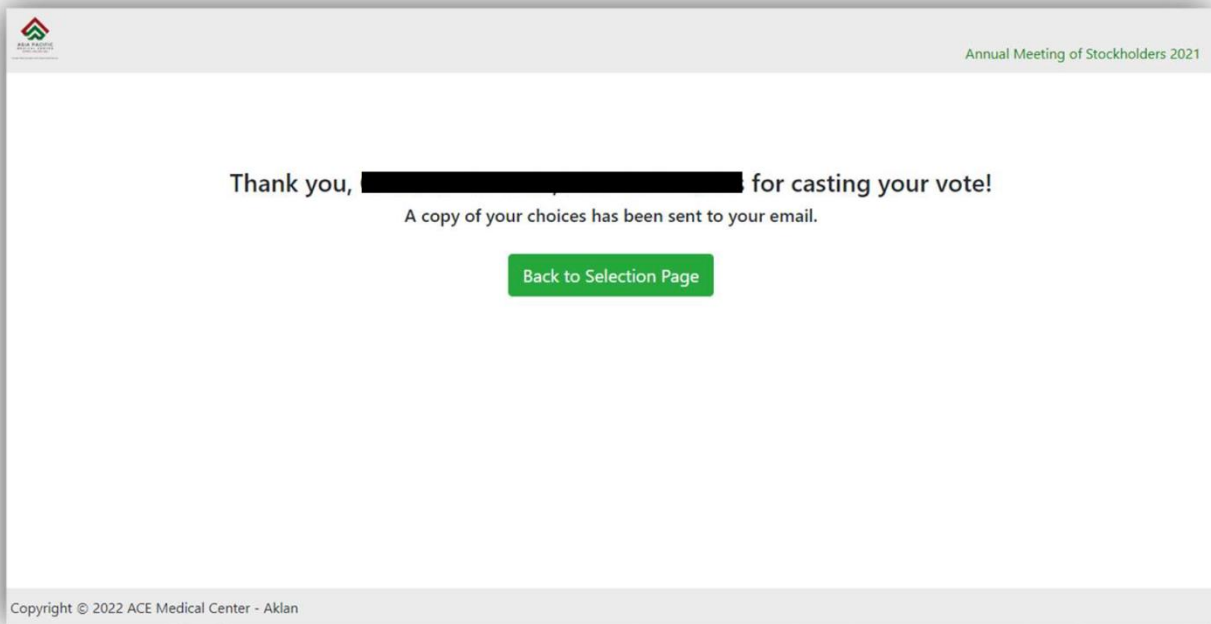
Please click the **“BACK”** button if there are changes that you want to make or click **“SUBMIT”** if your votes are final and you do not want to change anything.

Upon clicking the on the **“SUBMIT”** button and you still have remaining votes to cast, the system will ask for a confirmation to continue. You may click on **“OK”** to proceed, or **“CANCEL”** to make changes to your votes.



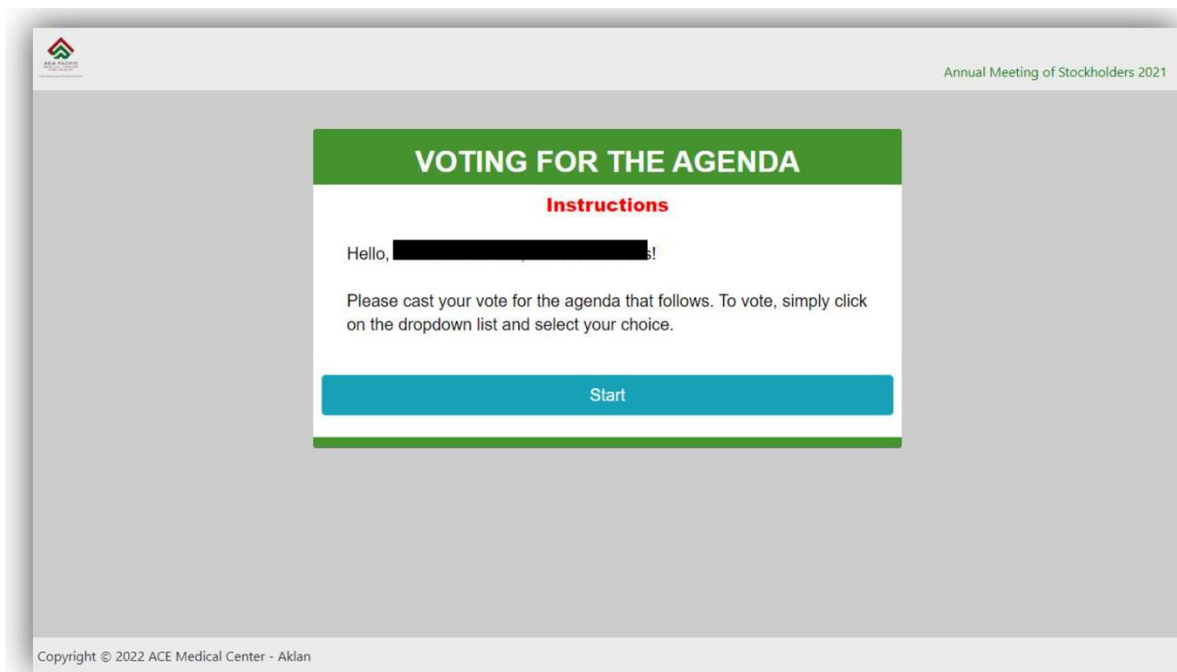


If you have consumed all your votes, or if you click on “OK” button during the confirmation, the system will bring you to the page below, completing the voting process.



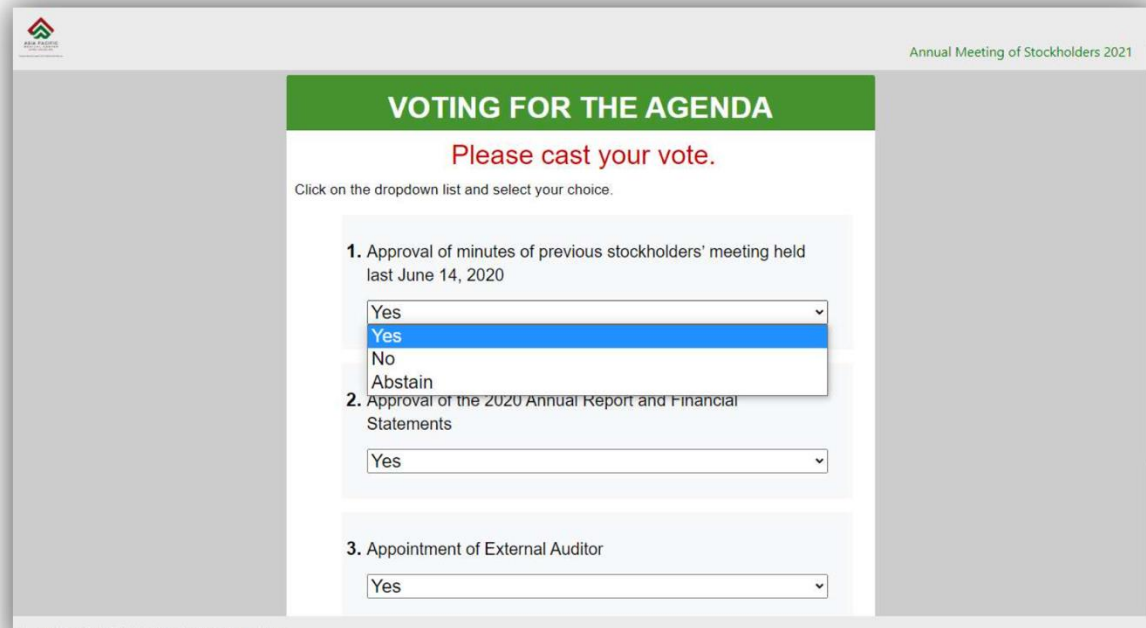
#### **STEP 4B. VOTING FOR AGENDA**

You will be presented with the instructions first. Click “START” button to begin.





After clicking the **“START”** button, the page below will be displayed:



Annual Meeting of Stockholders 2021

### VOTING FOR THE AGENDA

Please cast your vote.

Click on the dropdown list and select your choice.

1. Approval of minutes of previous stockholders' meeting held last June 14, 2020
2. Approval of the 2020 Annual Report and Financial Statements
3. Appointment of External Auditor

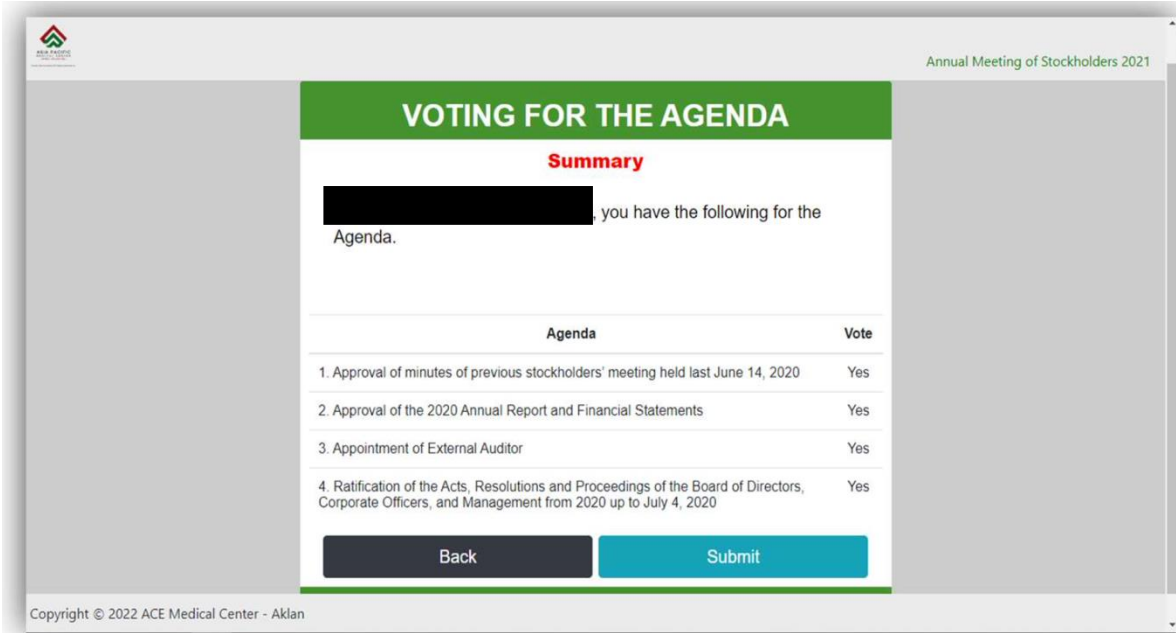
Copyright © 2022 ACE Medical Center - Aklan

Choose your vote for each agenda item, then click **“NEXT”** button. The summary page will then be displayed.

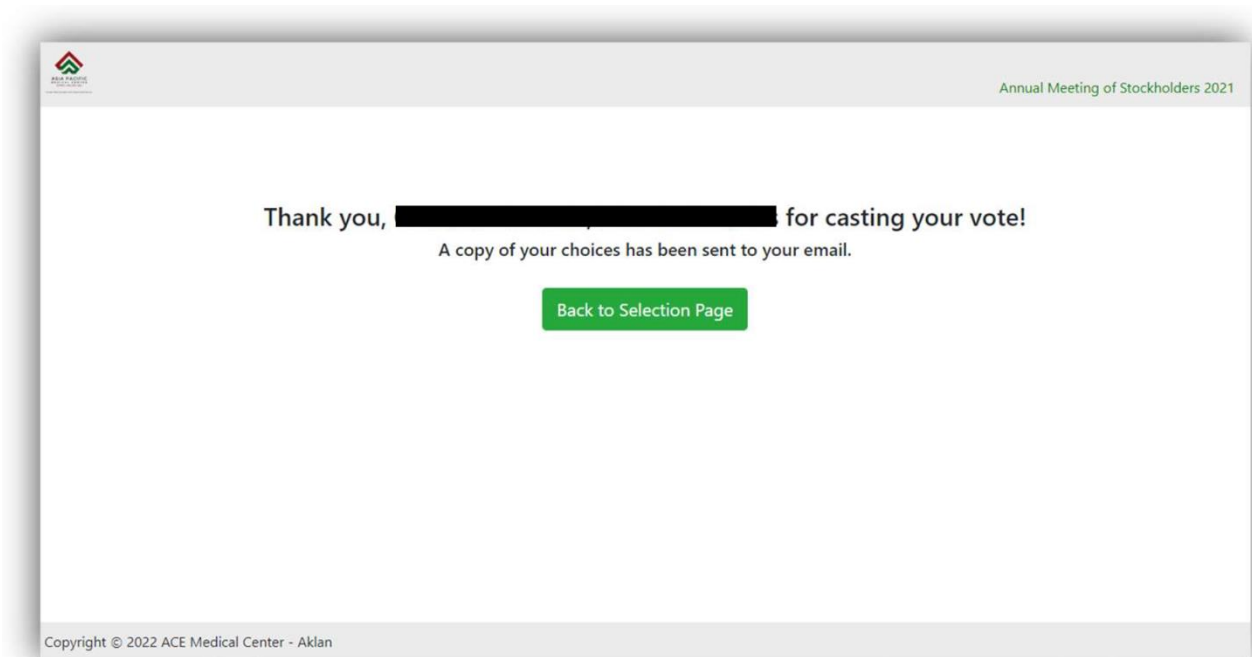
## **STEP 5B. SUMMARY & FINALIZING OF VOTES FOR AGENDA**

Clicking the **“NEXT”** button will display the summary page as shown below. Click the **“BACK”** button to change your vote, or the **“SUBMIT”** button to finalize it.





After the confirmation, the system will bring you to the page below, completing your voting process.




*For more questions and clarifications, stockholders may contact:*

The Office of the Corporate Secretary: +639178146042/ +639190963082/036-2632320





## 2022-2023 BOARD OF DIRECTORS’ & EXECUTIVE OFFICERS’ PROFILE

The Asia Pacific Medical Center (APMC) – Akian Inc. Currently has fifteen directors, three of whom are Independent Directors. All the 15 directors are considered Executive Officers in addition to the Chief Accounting Officer, Internal Audit Head, Compliance Officer and Data Protection Officer. Below is the profile of the directors and executive officers for 2022-2023, with their corresponding positions, offices, and business experience held for the past five years. The directors and executive officers assumed their directorship during the Asia Pacific Medical Center (APMC) – Akian Inc. formerly known as Allied Care Experts (ACE) Medical Center – Akian’s Annual Stockholders’ Meeting in 2021 for a term of one year, and until their successors are duly elected and qualified.

	<p><b>FERJENEL G. BIRON, MD.</b>  <u>Chairman – Board of Director</u></p> <p>Age: 57          Civil Status: Married          Address: Ortigas, Pasig City          Specialty Training: General Medicine          Business and Professional Work Experience:</p> <p>Dr. Biron is the Chairman of the Asia-Pacific Medical Center (APMC) group of hospitals which were separately incorporated in December 2014 (Asia Pacific Medical Center-Iloilo, Inc.), September 2017 (Asia Pacific Medical Center – Bacolod, Inc.) and December 2017 (Asia Pacific Medical Center- Akian, Inc.). He is also the Founding President of the said hospitals and served in that capacity until June 2020 in APMC Akian, August 2021 in APMC Iloilo and 14 August 2022 in APMC Bacolod. He is also the Founding President and CEO of Phil Pharmawealth Inc. until 2004 and the current President of Aesthetical Manila, Inc., and Smartlab Diagnostics, Inc.. He also serves as the Chairman of Botikang Pinoy, Inc., Super BP Mart Corporation and Park3 Realty Development Corporation. He was elected Congressman of the Fourth (4th) District of Iloilo from 2004 -2013 and 2006-2019 and re-elected last May 2022. He previously served as Chairman of the Committee on Legislative Franchises and Committee on Trade and Industry and was recently appointed as part of the House Contingent in the Commission on Appointments. He is a member of the Board of Directors of Allied Care Experts (ACE) Medical Center – Butuan Inc., Allied Care Experts (ACE)</p>
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	<p>Medical Center – GENSAN Inc. and Allied Care Experts (ACE) Medical Center – Cagayan de Oro, Inc. He is writing his thesis for Master of Arts in Hospital Administration at Cebu Doctor’s College. He also took a course in Master in Business Economics from the University of Asia and the Pacific. As one of the Directors of the Company, he had attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021 and the Master class in Complete Staff Work conducted by the Center for Global Best Practices on September 15- 17, 2021 and September 20-22, 2021 and Family Business Governance on March 17-28, 2022.</p>
	<p>SIMEON A. ARCE, JR., MD. <u>President – Board of Director</u></p> <p>Age: 60 Civil Status: Married Address: Andagao, Kalibo, Aklan Specialty Training: Internal Medicine Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center; Medical Officer 4 DRSTMH Dept. of Medicine 1990-1996 Visiting Consultant St Jude’s Hospital 2002-2017 Visiting Consultant DRSTMH 2002 –present Visiting Consultant- Aklan Mission Hospital, 1996-2019 Chairman of the Board – Village Marketing-Kalibo Corp. 2003-present; Board of Director S&amp;D Agroindustrial Corp 2006-present Treasurer – ACEMC Aklan Inc. 2018 - 2019 President – APMC-AKLAN INC. 2020</p>
	<p>EILEEN MAY B. DEBUQUE, MD. <u>Vice-Chairman – Board of Director</u></p> <p>Age: 55 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Internal Medicine Business and Professional Work Experience: Vice Chairman, APMC-Aklan (2018-present) Clinical Practitioner in Internal Medicine- Balbastro Medical Clinic (1998-present) Visiting Consultant-Saint Gabriel Medical Center(1998-present) Visiting Consultant-Dr. Rafael S. Tumbokon Memorial Hospital (2002-present) Visiting Consultant-Panay Health Care MPC Hospital (2013-present) Fellow, Philippine College of Physicians Member-PCP Capiz-Aklan Chapter &amp; PMA, Aklan</p>





	<p>Medical Society Visiting Consultant- Saint Jude’s Hospital (19982017) Visiting Consultant-Aklan Cooperative Mission Hospital (1998-2019) MICU Consultant-Dr. Rafael S. Tumbokon Memorial Hospital (2003-2005) Medical Officer IV (Dept. of Internal Medicine)-Dr. Rafael S. Tumbokon Memorial Hospital (19982002) Past Vice President, Past Secretary &amp; Past Board of Director-Aklan Medical Society Masters in Mgmt, major in Hospital Administration, June 2018</p>
	<p><b>CLAIRE B. PEREZ, MD.</b> <u>Vice President – Board of Director</u></p> <p>Age: 51 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Internal Medicine – Cardiology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital PCP Capiz-Aklan Chapter Secretary – 2015 PCP Capiz-Aklan Chapter Asst. Secretary/Treasurer – 2016PCP Vice President, Capiz-Aklan Chapter (2018-2019) PCP President, Capiz-Aklan Chapter 2019 Director – ACEMC Aklan Inc 2018 – 2019 Director/Assistant Treasurer APMC Aklan 2020</p>
	<p><b>MARSHA LOURDES P. CONANAN-MORATO, MD.</b> <u>Corporate Secretary – Board of Director</u></p> <p>Age: 40 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Anesthesiology Business and Professional Work Experience: Chief Resident- Dept. of Anesthesiology- West Visayas State University Medical Center (20092012); Medical Specialist I- Ibajay District Hospital (20122016);Chairman-Dept. of Anesthesiology- Saint Gabriel Medical Center (2016-present); Visiting Consultant- Saint Gabriel Medical Center (2012present); Chairman-Dept. of Anesthesiology(20142018) and Visiting Consultant-Panay Health Care MPC Hospital; Visiting Consultant-Aklan Mission Cooperative Hospital, Visiting</p>





	<p>Consultant- Dr. Rafael S. Tumbokon Memorial Hospital; Chairman-Dept. of Anesthesiology(2014-2018) and Visiting Consultant- Aklan Baptist Hospital (2013-present); Visiting Consultant- St. Jude's Hospital; Auditor/ Member-Aklan Medical Society (2014-2016/ 2013-present) Board of Director &amp; Corporate Secretary- APMCAklan Inc. (2017- present)</p>
	<p>NIKKI JAMES C. FRANCISCO, MD. <u>Assistant Secretary – Board of Director</u></p> <p>Age: 38 Civil Status: Single Address: Linabuan Norte, Kalibo, Aklan Specialty Training: Pediatrics Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Asst. Secretary – APMC Aklan Inc</p>
	<p>JOANNE B. ABRIL, MD. <u>Treasurer – Board of Director</u></p> <p>Age: 43 Civil Status: Married Address: Pook, Kalibo, Aklan Specialty Training: Internal Medicine – Infectious Disease Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital Chairman-Infection Prevention and Control- Panay Health Care Chairman- Antimicrobial Stewardship CommitteePanay Health Care BOD- PCP Capiz-Aklan 2018-2019 Treasurer-PCP Capiz-Aklan 2019-2020 Director/ Treasurer APMC Aklan Inc 2020</p>





**GREGORY JOSEPH RYAN A. ARDEÑA, MD.**  
Assistant Treasurer-Board of Director

Age: 47

Civil Status: Single

Address: New Buswang, Kalibo, Aklan

Specialty Training: Internal Medicine – Endocrinology

Business and Professional Work

Experience:

Visiting Consultant- Saint Gabriel Medical Center, Panay

Health Care MPC Hospital, Dr. Rafael S. Tumbokon

Memorial Hospital, Saint Jude Hospital Past President

(2017-2018): PCP Capiz-Aklan Chapter Chairman: Dept. of

Medicine Panay Health Care Hospital 2013- present

Director – APMC Aklan Inc



**REGINA R. BUENAFLO, MD**  
Board of Director

Age: 43

Civil Status: Married

Address: Sitio San Antonio, Mangan, Banga, Aklan

Specialty Training: Obstetrics & Gynecology

Business and Professional Work

Experience:

Visiting Consultant- Saint Gabriel Medical Center, Panay

Health Care MPC Hospital, Dr. Rafael S. Tumbokon

Memorial Hospital, Saint Jude Hospital, Aklan

Cooperative Mission Hospital. Board of Director APMC

Aklan Inc. 2021



**MERIDE DAULO-LAVILLA, MD.**  
Board of Director

Age: 59

Civil Status: Married Address:

Lapaz, Iloilo City Specialty

Training: Pediatrics

Business and Professional Work

Experience:

Dr. Lavilla is the current Vice Chairman of the Board. She had also served the Company as Assistant Corporate Treasurer from December 2014 to May 2016 and was the Corporate Secretary from June 2016 until she stepped down to become Assistant Corporate Secretary on September 2019, a position she held until her election as Vice Chairman in August 2021. Dr. Lavilla was also the Corporate Secretary of Healthlink Inc. for 3 years and member of its Board of Directors for 5 years. She also




served as the Corporate Treasurer from 2017 to 2018 and Assistant Corporate Treasurer from 2019 until she was elected Assistant Corporate Secretary in 2021 until 14 August 2022 of Asia Pacific Medical Center Bacolod Inc. She is the Vice President of Asia Pacific Medical Center (APMC) - Aklan Inc. since 2018. She had been a Director of Allied Care Experts Medical Center Cagayan de Oro Inc. from 2016 and is the current Assistant Corporate Treasurer of the corporation. She is also a Founding Member of Allied Care Experts (ACE) Medical Center-Butuan, Inc., and Allied Care Experts (ACE) Medical Center – GENSAN. Dr. Lavilla served as Chairman of Excel Global Inc. from 2017-2020. Dr. Lavilla is a member of the Philippine College of Occupational Medicine and is a Medical Retainer for Vitarich Corporation from 2009 to date and Angelina Bakeshop from 2008 to 2020. Dr. Lavilla took Bachelor of Science in Biology and graduated Cum Laude from West Visayas State University in 1984. She had her medical studies at West Visayas State University, College of Medicine in 1988. She had her Post-Graduate Internship at St. Paul’s Hospital in the year 1988-1989 and had her residency training in Pediatrics and became the Chief Resident at West Visayas State University Medical Center from 1990 to 1993. She became a Diplomate of the Philippine Pediatric Society in 1998 and a Fellow Member in 2014. She has been a Clinical Preceptor in Pediatrics for 2nd and 3rd year Medical Students of West Visayas State University, College of Medicine from 1994 to present. She is completing her thesis for Master of Arts in Hospital Administration at Cebu Doctors University. Aside from being a Physician, Dr. Lavilla is also a Registered Nurse. As one of the Directors of the Company, she attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021, and the training on Best Practices in Corporate Housekeeping conducted by the Center for Global Best Practices on January 12, 13 & 28, 2022.



**RAYMUNDO R. QUIMPO, MD.**  
Board of Director  
 Age: 49  
 Civil Status: Married  
 Address: Estancia, Kalibo, Aklan  
 Specialty Training: Orthopedic Surgery  
 Business and Professional Work  
 Experience:  
 Visiting Consultant- Saint Gabriel Medical Center, Panay








	<p>Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Medical Specialist -Dr. Rafael S. Tumbokon Memorial Hospital; Head Dept of Orthopedics 2007 – present, Chairman USWAG Dev’t Foundation President, USWAG Employees Cooperative BOD, Northwestern Visayas Colleges BOD, Philippine Orthopedic Association-Western Visayas Chapter Director/Chairman-Construction Com.- APMC Aklan Inc.</p>
	<p>DANILO C. REGOZO, MD. <u>Board of Director</u></p> <p>Age: 59 Civil Status: Married Address: Tanza, Iloilo City Specialty Training: Family Physician Business and Professional Work Experience: Dr. Regozo is the current Executive Vice President of the Company and the concurrent Head of the Construction Committee. He is also the Executive Vice President of Asia Pacific Medical Center - Bacolod Inc. since 2017 and a Director in Allied Care Experts Medical Center, Butuan Inc. and Allied Care Experts Medical Center, GENSAN Inc. since 2016 and Asia-Pacific Medical Center Aklan, Inc. since 2017. Dr. Regozo is the owner of Farmacia Neo and Regozo Family Medicine Clinic. He is also an Associate Member of the Philippine College of Occupational Medicine from 1994 to present. He was the Treasurer from 2001 to 2003 and Vice President from 2003 to 2004 of the Philippine Academy of Family Physicians, Iloilo Chapter. Moreover, Dr. Regozo was the Assistant Secretary from 2014 to 2016, Vice President from 2016 to 2018 and a member of the Board of Directors of Iloilo Medical Society from 2018 to 2019. Dr. Regozo graduated at the University of the Philippines with a degree in Bachelor of Science in Fisheries in 1983. He finished his Bachelor of Science in Biological Sciences at West Visayas State University in 1984. He then completed his Medical Degree at West Visayas State University, College of Medicine in 1988. Dr. Regozo had his Post-Graduate Internship at St. Paul’s Hospital in 1988. In 1999, he was conferred as Diplomate in Family Medicine. Aside from being a Physician, Dr. Regozo is also registered Nurse. Currently, Dr. Regozo is writing his thesis for his Master of Arts in Hospital Administration at Cebu Doctor’s College. As one of the Directors of the Company, he had attended the Corporate Governance</p>








	<p>Training conducted by PWC/Isla Lipana on 14 May 2021 and the training on Best Practices in Strategy Execution, conducted by the Center for Global Best Practices on October 28, 2021. He also attended the Risk Management in the Age of Covid 19 training conducted by the Institute of Corporate Directors on April 28, 2022.</p>
	<p><b>MARY KAREN VERONICA R. ICAMINA, MD.</b> <u>Independent Director</u></p> <p>Age: 45 Civil Status: Single Address: Kalibo, Aklan Specialty Training: Obstetrics &amp; Gynecology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Aklan Mission Cooperative Hospital, Saint Jude Hospital, The Health Centrum, Roxas City, MMG Aklan Specialty Clinics, Board of Director 2012 present Saint Gabriel Medical Center, Head Department of Obstetrics and Gynecology 2013 - present; Director – APMC Aklan Inc; Director – APMC Aklan Inc</p>
	<p><b>DELPHINE JOANNE C. QUINTANA-BARTOLOME, MD.</b> <u>Independent Director</u></p> <p>Age: 42 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Obstetrics and Gynecology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital; Director APMC Aklan Inc</p>
	<p><b>DARCY A. QUINDOR, MD.</b> <u>Independent Director</u></p> <p>Age: 45 Civil Status: Married Address: Kalibo, Aklan Specialty Training: Ear/Nose/Throat-Head &amp; Neck Surgery Business and Professional Work Experience:</p>





	<p>Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital; Director APMC Aklan Inc</p>
	<p><b>BONNIE VEE S. DELA TORRE</b> <u>Internal Audit Head</u></p> <p>Age: 36 Civil Status: Single Address: Caticlan, Malay, Aklan Business Experience:</p> <ul style="list-style-type: none"><li>● Chief Accounting Officer (1 year) – Asia Pacific Medical Center – Aklan Inc. (Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)</li><li>● Owner – DT Accounting and Consultancy Services.</li><li>● Audit Manager – Aklan Electric Cooperative Compliance Head – Maxicare Healthcare Corporation</li></ul>
	<p><b>MARY GRACE N. GARCÉS</b> <u>Chief Accounting Officer</u></p> <p>Age: 27 Civil Status: Single Address: Bugasongan, Lezo, Aklan Business and Professional Work Experience:</p> <ul style="list-style-type: none"><li>● Accounting Head of APMC - Aklan</li><li>● Accounting Consultant of Aklan Cooperative Mission Hospital</li></ul> <p>Financial Reporting Associate of G. Pagaspas Partners 7 Co., CPAs</p>



	<p><b>ATTY. MAYLENE B. VILLANUEVA</b>  <u>Compliance Officer</u></p> <p>Age: 41          Civil Status: Single          Address: 24G Millenia Suites, Escriva Drive, Ortigas, Pasig City</p> <p>Business Experience:</p> <ul style="list-style-type: none"> <li>● Compliance Officer (2 months) – Asia-Pacific Medical Center Bacolod, Inc. (Formerly: Allied Care Experts (ACE) Medical Center-Bacolod Inc.)</li> <li>● Corporate Secretary and Compliance Officer (3 years) – Asia Pacific Medical Center-Iloilo Inc. (Formerly: Allied Care Experts (ACE) Medical Center-Iloilo Inc.)</li> <li>● Compliance Officer (2 years) – Asia Pacific Medical Center – Aklan Inc. (Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)</li> <li>● President (4 years) – TIPP Digital Solutions, Inc.</li> <li>● Managing Partner (4 years) – Villanueva and Trasporto and Partners</li> <li>● Acting President (7 months) – Phil Pharmawealth, Inc.</li> <li>● Vice President for Legal Affairs and Human Resource (8 years)- Phil Pharmawealth, Inc.</li> <li>● Corporate Secretary (5 years) – Quicklab Diagnostics, Inc.</li> <li>● Corporate Secretary (5 years) – Smartlab Diagnostics, Inc.</li> <li>● Corporate Secretary (6 years)- Aesthetica Manila Inc.</li> </ul>
	<p><b>DR. MAY URBANOZO-IGNACIO</b>          Data Privacy Officer</p> <p>Age: 49          Civil Status: Married          Address: Old Buswang, Kalibo, Aklan Specialty Training: Adult Neurology</p> <p>Business and Professional Work Experience:          Medical Specialist III/ Chief of Clinics at Dr. Rafael S. Tumbukon Memorial Hospital 2012 to Present</p>





**ASIA PACIFIC  
MEDICAL CENTER**  
(APMC)-AKLAN INC.

(Formerly: Allied Care Experts (ACE) Medical Center-Akian Inc.)





**FINAL LIST OF CANDIDATES**

<b>REGULAR DIRECTORS</b>		
<b>NO.</b>	<b>NOMINEE</b>	<b>NOMINATOR</b>
1	DR. JOANNE B. ABRIL	DR. PAULEEN M. SAZON
2	DR. SIMEON A. ARCE, JR.	DR. RAYMUNDO R. QUIMPO
3	DR. GREGORY JOSEPH RYAN A. ARDEÑA	DR. SIMEON A. ARCE, JR.
4	DR. FERJENEL G. BIRON	DR. CLAIRE PEREZ
5	DR. REGINA R. BUENAFLORES	DR. ESTER F. PALMA
6	DR. MARSHA LOURDES CONANAN-MORATO	DR. ROEL A. ESCANILLAS
7	DR. EILEEN MAY B. DEBUQUE	DR. JOHNNA G. DE JOSE
8	DR. NIKKI JAMES FRANCISCO	DR. MA. ESTER L. ALFARO
9	DR. MERIDE DAULO-LAVILLA	DR. DARCY QUINDOR
10	DR. CLAIRE B. PEREZ	DR. MARSHA LOURDES CONANAN-MORATO
11	DR. RAYMUNDO R. QUIMPO	DR. MARIBEL J. ARCE
12	DR. DANILO C. REGOZO	DELPHINE JOANNE QUINTANA-BARTOLOME

<b>INDEPENDENT DIRECTORS</b>		
<b>NO.</b>	<b>NOMINEE</b>	<b>NOMINATOR</b>
1	DR. DELPHINE JOANNE C. QUINTANA BARTOLOME	DR. HARRIET R. NAVARRO
2	DR. MARY KAREN VERONICA R. ICAMINA	DR. NIKKI JAMES C. FRANCISCO
3	DR. DARCY A. QUINDOR	DR. MAY U. IGNACIO



**PROFILE OF CANDIDATES FOR 2023-2024 BOARD OF DIRECTORS**



**FERJENEL G. BIRON, MD.**

Age: 58

Civil Status: Married

Address: Ortigas, Pasig City

Specialty Training: General Medicine

Business and Professional Work Experience:

Dr. Biron is the Chairman of the Asia-Pacific Medical Center (APMC) group of hospitals which were separately incorporated in December 2014 (Asia Pacific Medical Center-Iloilo, Inc.), September 2017 (Asia Pacific Medical Center – Bacolod, Inc.) and December 2017 (Asia Pacific Medical Center- Aklan, Inc.). He is also the Founding President of the said hospitals and served in that capacity until June 2020 in APMC Aklan, August 2021 in APMC Iloilo and 14 August 2022 in APMC Bacolod. He is also the Founding President and CEO of Phil Pharmawealth Inc. until 2004 and the current President of Aesthetical Manila, Inc., and Smartlab Diagnostics, Inc.. He also serves as the Chairman of Botikang Pinoy, Inc., Super BP Mart Corporation and Park3 Realty Development Corporation. He was elected Congressman of the Fourth (4th) District of Iloilo from 2004 -2013 and 2006-2019 and re-elected last May 2022. He previously served as Chairman of the Committee on Legislative Franchises and Committee on Trade and Industry and was recently appointed as part of the House Contingent in the Commission on Appointments. He is a member of the Board of Directors of Allied Care Experts (ACE) Medical Center – Butuan Inc., Allied Care Experts (ACE) Medical Center – GENSAN Inc. and Allied Care Experts (ACE) Medical Center – Cagayan de Oro, Inc. He is writing his thesis for Master of Arts in Hospital Administration at Cebu Doctor’s College. He also took a course in Master in Business Economics from the University of Asia and the Pacific. As one of the Directors of the Company, he had attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021 and the Master class in Complete Staff Work conducted by the Center for Global Best Practices on September 15- 17, 2021 and September 20-22, 2021 and Family Business Governance on March 17-28, 2022.





**EILEEN MAY B. DEBUQUE, MD.**

Age: 55

Civil Status: Married

Address: Tigayon, Kalibo, Aklan

Specialty Training: Internal Medicine

Business and Professional Work Experience:

Vice Chairman, APMC-Aklan (2018-present) Clinical Practitioner in Internal Medicine- Balbastro Medical Clinic (1998-present)

Visiting Consultant-Saint Gabriel Medical Center(1998-present)

Visiting Consultant-Dr. Rafael S. Tumbokon Memorial Hospital (2002-present)

Visiting Consultant-Panay Health Care MPC Hospital (2013-present)

Fellow, Philippine College of Physicians Member-PCP Capiz Aklan Chapter & PMA, Aklan Medical Society

Visiting Consultant- Saint Jude’s Hospital (1998-2017)

Visiting Consultant-Aklan Cooperative Mission Hospital (1998-2019)

MICU Consultant-Dr. Rafael S. Tumbokon Memorial Hospital (2003-2005) Medical Officer IV (Dept. of Internal Medicine)-Dr. Rafael S. Tumbokon Memorial Hospital (1998-2002)

Past Vice President, Past Secretary & Past Board of Director Aklan Medical Society

Masters in Mgmt, major in Hospital Administration, June 2018



**SIMEON A. ARCE, JR., MD.**

Age: 60

Civil Status: Married

Address: Andagao, Kalibo, Aklan

Specialty Training: Internal Medicine

Business and Professional Work Experience:

Visiting Consultant- Saint Gabriel Medical Center;

Medical Officer 4 DRSTMH Dept. of Medicine 1990- 1996

Visiting Consultant St Jude’s Hospital 2002-2017

Visiting Consultant DRSTMH 2002 –present

Visiting Consultant- Aklan Mission Hospital, 1996 2019

Chairman of the Board – Village Marketing-Kalibo Corp. 2003- present;

Board of Director S&D Agroindustrial Corp 2006-present Treasurer –

ACEMC Aklan Inc.2018 -2019

President – APMC-AKLAN INC. 2020





**MERIDE DAULO-LAVILLA, MD.**

Age: 60

Civil Status: Married Address: Lapaz, Iloilo City Specialty

Training: Pediatrics

Business and Professional Work Experience:

Dr. Lavilla is the current Vice Chairman of the Board. She had also served the Company as Assistant Corporate Treasurer from December 2014 to May 2016 and was the Corporate Secretary from June 2016 until she stepped down to become Assistant Corporate Secretary on September 2019, a position she held until her election as Vice Chairman in August 2021. Dr. Lavilla was also the Corporate Secretary of Healthlink Inc. for 3 years and member of its Board of Directors for 5 years. She also served as the Corporate Treasurer from 2017 to 2018 and Assistant Corporate Treasurer from 2019 until she was elected Assistant Corporate Secretary in 2021 until 14 August 2022 of Asia Pacific Medical Center Bacolod Inc. She is the Vice President of Asia Pacific Medical Center (APMC) - Aklan Inc. since 2018. She had been a Director of Allied Care Experts Medical Center Cagayan de Oro Inc. from 2016 and is the current Assistant Corporate Treasurer of the corporation. She is also a Founding Member of Allied Care Experts (ACE) Medical Center-Butuan, Inc., and Allied Care Experts (ACE) Medical Center – GENSAN. Dr. Lavilla served as Chairman of Excel Global Inc. from 2017-2020. Dr. Lavilla is a member of the Philippine College of Occupational Medicine and is a Medical Retainer for Vitarich Corporation from 2009 to date and Angelina Bakeshop from 2008 to 2020. Dr. Lavilla took Bachelor of Science in Biology and graduated Cum Laude from West Visayas State University in 1984. She had her medical studies at West Visayas State University, College of Medicine in 1988. She had her Post-Graduate Internship at St. Paul's Hospital in the year 1988-1989 and had her residency training in Pediatrics and became the Chief Resident at West Visayas State University Medical Center from 1990 to 1993. She became a Diplomate of the Philippine Pediatric Society in 1998 and a Fellow Member in 2014. She has been a Clinical Preceptor in Pediatrics for 2nd and 3rd year Medical Students of West Visayas State University, College of Medicine from 1994 to present. She is completing her thesis for Master of Arts in Hospital Administration at Cebu Doctors University. Aside from being a Physician, Dr. Lavilla is also a Registered Nurse. As one of the Directors of the Company, she attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021, and the training on Best Practices in Corporate Housekeeping conducted by the Center for Global Best Practices on January 12, 13 & 28, 2022.





**MARSHA LOURDES P. CONANAN-MORATO, MD.**

Age: 40

Civil Status: Married

Address: Tigayon, Kalibo, Aklan Specialty

Training: Anesthesiology

Business and Professional Work Experience:

Chief Resident- Dept. of Anesthesiology- West Visayas State University Medical Center (2009-2012);

Medical Specialist I- Ibajay District Hospital (2012-2016);

Chairman-Dept. of Anesthesiology- Saint Gabriel Medical Center (2016-present);

Visiting Consultant- Saint Gabriel Medical Center (2012-present);

Chairman-Dept. of Anesthesiology(2014-2018) and Visiting Consultant Panay Health Care MPC Hospital; Visiting Consultant Aklan

Mission Cooperative Hospital, Visiting Consultant- Dr. Rafael S.

Tumbokon Memorial Hospital; Chairman-Dept. of Anesthesiology(2014-2018) and Visiting Consultant- Aklan Baptist

Hospital (2013-present); Visiting Consultant- St. Jude's Hospital;

Auditor/ Member-Aklan Medical Society (2014-2016/ 2013-present)

Board of Director & Corporate Secretary- APMC Aklan Inc. (2017-present)



**JOANNE B. ABRIL, MD.**

Age: 43

Civil Status: Married

Address: Pook, Kalibo, Aklan

Specialty Training: Internal Medicine – Infectious Disease

Business and Professional Work Experience:

Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude

Hospital Chairman- Infection Prevention and Control- Panay Health Care Chairman- Antimicrobial Stewardship Committee Panay Health

Care BOD- PCP Capiz-Aklan 2018-2019

Treasurer-PCP Capiz-Aklan 2019-2020



Director/ Treasurer APMC Aklan Inc 2020





	<p><b>CLAIRE B. PEREZ, MD.</b></p> <p>Age: 51 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Internal Medicine – Cardiology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital PCP CapizAklan Chapter Secretary – 2015 PCP Capiz-Aklan Chapter Asst. Secretary/Treasurer – 2016PCP Vice President, Capiz-Aklan Chapter (2018-2019) PCP President, Capiz-Aklan Chapter 2019 Director ACEMC Aklan Inc 2018 – 2019 Director/Assistant Treasurer APMC Aklan 2020</p>
	<p><b>GREGORY JOSEPH RYAN A. ARDEÑA, MD.</b></p> <p>Age: 47 Civil Status: Single Address: New Buswang, Kalibo, Aklan Specialty Training: Internal Medicine – Endocrinology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital Past President (2017-2018): PCP Capiz-Aklan Chapter Chairman: Dept. of Medicine Panay Health Care Hospital 2013- present Director – APMC Aklan Inc</p>
	<p><b>REGINA R. BUENAFLOR, MD.</b></p> <p>Age: 43 Civil Status: Married Address: Sitio San Antonio, Mangan, Banga, Aklan Specialty Training: Obstetrics &amp; Gynecology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital, Aklan Cooperative Mission Hospital Board of Director APMC Aklan Inc. 2021</p>
	<p><b>NIKKI JAMES C. FRANCISCO, MD.</b></p> <p>Age: 38 Civil Status: Single Address: Linabuan Norte, Kalibo, Aklan Specialty Training: Pediatrics Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael</p>



	<p>S. Tumbokon Memorial Hospital Asst. Secretary – APMC Aklan Inc</p>
	<p><b>RAYMUNDO R. QUIMPO, MD.</b></p> <p>Age: 49 Civil Status: Married Address: Estancia, Kalibo, Aklan Specialty Training: Orthopedic Surgery Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Medical Specialist -Dr. Rafael S. Tumbokon Memorial Hospital; Head Dept of Orthopedics 2007 – present, Chairman USWAG Dev't Foundation President USWAG Employees Cooperative BOD, Northwestern Visayas Colleges BOD, Philippine Orthopedic Association- Western Visayas Chapter Director/Chairman- Construction Com.- APMC Aklan Inc.</p>
	<p><b>DANILO C. REGOZO, MD.</b></p> <p>Age: 60 Civil Status: Married Address: Tanza, Iloilo City Specialty Training: Family Physician Business and Professional Work Experience: Dr. Regozo is the current Executive Vice President of the Company and theconcurrent Head of the Construction Committee. He is also the ExecutiveVice President of Asia Pacific Medical Center - Bacolod Inc. since 2017 and a Director in Allied Care Experts Medical Center, Butuan Inc. and Allied Care Experts Medical Center, GENSAN Inc. since 2016 and Asia-Pacific Medical CenterAklan, Inc. since 2017. Dr. Regozo is the owner of Farmacia Neo and Regozo Family Medicine Clinic. He is also an Associate Member of the Philippine College of Occupational Medicine from 1994 to present. He was the Treasurer from 2001 to 2003 and Vice President from 2003 to 2004 of the Philippine Academy of Family Physicians, Iloilo Chapter. Moreover, Dr. Regozo was the Assistant Secretary from 2014 to 2016, Vice President from 2016 to 2018 and a member of the Board of Directors of Iloilo Medical Society from2018 to 2019. Dr. Regozo graduated at the University of the Philippines with a degree in Bachelor of Science in Fisheries in 1983. He finished his Bachelor of Science in Biological Sciences at West Visayas State Universityin 1984. He then completed his Medical Degree at West Visayas State University, College of Medicine in 1988. Dr. Regozo had his Post-GraduateInternship at St. Paul's Hospital in 1988. In 1999,</p>





	<p>he was conferred as Diplomate in Family Medicine. Aside from being a Physician, Dr. Regozo is also registered Nurse. Currently, Dr. Regozo is writing his thesis for his Master of Arts in Hospital Administration at Cebu Doctor’s College. As one of the Directors of the Company, he had attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021 and the training on Best Practices in Strategy Execution, conducted by the Center for Global Best Practices on October 28, 2021. He also attended the Risk Management in the Age of Covid 19 training conducted by the Institute of Corporate Directors on April 28, 2022.</p>
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**INDEPENDENT DIRECTORS**

	<p><b>DELPHINE JOANNE C. QUINTANA-BARTOLOME, MD.</b></p> <p>Age: 42 Civil Status: Married Address: Tigayon, Kalibo, Aklan Specialty Training: Obstetrics &amp; Gynecology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S. Tumbokon Memorial Hospital, Saint Jude Hospital; Director APMC Aklan Inc</p>
	<p><b>MARY KAREN VERONICA R. ICAMINA, MD.</b></p> <p>Age: 45 Civil Status: Single Address: Kalibo, Aklan Specialty Training: Obstetrics &amp; Gynecology Business and Professional Work Experience: Visiting Consultant- Saint Gabriel Medical Center, Aklan Mission Cooperative Hospital, Saint Jude Hospital, The Health Centrum, Roxas City, MMG Aklan Specialty Clinics, Board of Director 2012 present Saint Gabriel Medical Center, Head Department of Obstetrics and Gynecology 2013 - present; Director APMC Aklan Inc; Director – APMC Aklan Inc</p>



**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)



**DARCY A. QUINDOR, MD.**

Age: 45

Civil Status: Married

Address: Kalibo, Aklan

Specialty Training: Ear/Nose/Throat – Head & Neck Surgery

Business and Professional Work Experience:

Visiting Consultant- Saint Gabriel Medical Center, Panay Health Care

MPC Hospital, Aklan Mission Cooperative Hospital, Dr. Rafael S.

Tumbokon Memorial Hospital, Saint Jude Hospital; Director APMC

Aklan Inc





**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **Delphine Joanne C. Quintana-Bartolome**, Filipino, of legal age and a resident of 299 J. Isberto Rd., Tigayon, Kalibo, Aklan, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Asia Pacific Medical Center – Aklan Inc. and have been its independent director since February 9, 2021 (where applicable).
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
APMC – Aklan Inc.	Independent Director	February 9, 2021 to present
St. Jude Hospital	Visiting Consultant	February 1, 2013 to present
St. Gabriel Medical Center	Visiting Consultant	February 1, 2013 to present
Panay Health Care Multipurpose Cooperative	Visiting Consultant	June 1, 2015 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of APMC-Aklan Inc., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of Asia Pacific Medical Center-Aklan Inc. within the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I am not affiliated with any government agency, instrumentality, office or government owned or controlled corporation thus not required to seek permission pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of APMC- Aklan Inc. of any changes in the above mentioned information within five days from its occurrence.

Done, this 27<sup>th</sup> day of July, at Kalibo, Aklan.






**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

  
\_\_\_\_\_  
**Delphine Joanne C. Quintana-Bartolome**  
Affiant

SUBSCRIBED AND SWORN to before me this JUL 27 2023 day of \_\_\_\_\_ at Kalibo, Aklan, affiant personally appeared before me and exhibited to me his/her PRC ID # 0114241 issued at \_\_\_\_\_ on 09/05/2008.

Doc. No. 225 ;  
Page No. 46 ;  
Book No. 25 ;  
Series of 2023;

  
**ROMEO P. INOCENCIO**  
Notary Public for the Province of Aklan  
Appointment No. 1 (2023-2024)  
Until December 31, 2024  
Roll No 35274  
XIX Martyrs St., Kalibo, Aklan  
IBP No 297464/02/02/2023/ Pasig City  
PTR No 8213400/01-03-23/ Kalibo, Aklan  
MCLE Compliance No VII-0001782  
Issued on December 02, 2019

Office Address: 2<sup>nd</sup> Floor, Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan 5600

Principal/Hospital Address: Judge Martelino Road, Andagao, Kalibo, Aklan

Tel: +63(036) 268-2320/ +63917-814-6042/ [asiapacificmedicalcenter.aklan@yahoo.com](mailto:asiapacificmedicalcenter.aklan@yahoo.com)/ [www.asiapacificmedicalcenter-](http://www.asiapacificmedicalcenter-aklan.com)

[aklan.com](http://aklan.com)





**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **Mary Karen Veronica R. Icamina**, Filipino, of legal age and a resident of Archbishop Reyes St. Kalibo, Aklan, after having been duly sworn to in accordance with law do hereby declare that:

- I am a nominee for independent director of Asia Pacific Medical Center – Aklan Inc. and have been its independent director since July 4, 2021 (where applicable).
- I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
APMC – Aklan Inc.	Independent Director	July 4, 2021 to present
St. Gabriel Medical Center	Head Department - OBgyn	June 1, 2013 to present

- I possess all the qualifications and none of the disqualifications to serve as an Independent Director of APMC-Aklan Inc., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
- I am not related to any director/officer/substantial shareholder of Asia Pacific Medical Center-Aklan Inc. within the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
- To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
- I am not affiliated with any government agency, instrumentality, office or government owned or controlled corporation thus not required to seek permission pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
- I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
- I shall inform the Corporate Secretary of APMC- Aklan Inc. of any changes in the above mentioned information within five days from its occurrence.

Done, this 27<sup>th</sup> day of July, at Kalibo, Aklan.






**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

  
\_\_\_\_\_  
**Mary Karen Veronica R. Icamina**  
Affiant

SUBSCRIBED AND SWORN to before me this JUL 27 2023 day of \_\_\_\_\_ at Kalibo, Aklan, affiant personally appeared before me and exhibited to me his/her PRC ID # 100769 issued at \_\_\_\_\_ on 08/29/2003.

Doc. No. 226 ;  
Page No. 47 ;  
Book No. 25 ;  
Series of 2023;

  
**ROMEO P. INOCENCIO**  
Notary Public for the Province of Aklan  
Appointment No 1 (2023-2024)  
Until December 31, 2024  
Roll No 35274  
XIX Martyrs St., Kalibo, Aklan  
IBP No 297464/02/02/2023/ Pasig City  
PTR No 8213400/01-03-23/ Kalibo Aklan  
MCLÉ Compliance No VII-0001782  
Issued on December 02, 2019





**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **Darcy A. Quindor**, Filipino, of legal age and a resident of #660 Mabulay Rd., Brgy. Linabuan Norte, Kalibo, Aklan, after having been duly sworn to in accordance with law do hereby declare that:

- I am a nominee for independent director of Asia Pacific Medical Center – Aklan Inc. and have been its independent director since July 4, 2021 (where applicable).
- I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
APMC – Aklan Inc.	Independent Director	July 4, 2021 to present
Dr. Rafael S. Tumbokon Memorial Hospital	Medical Specialist I	January 14, 2014 to present
St. Jude Hospital	Visiting Consultant	March 2013 to present
St. Gabriel Medical Center	Visiting Consultant	March 2013 to present
Panay Health Care Multipurpose Cooperative	Visiting Consultant	March 2013 to present

- I possess all the qualifications and none of the disqualifications to serve as an Independent Director of APMC-Aklan Inc., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
- I am not related to any director/officer/substantial shareholder of Asia Pacific Medical Center-Aklan Inc. within the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
- To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
- I have the required permission from the **Dr. Rafael S. Tumbokon Memorial Hospital** to be an independent director in **Asia Pacific Medical Center-Aklan Inc.**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
- I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
- I shall inform the Corporate Secretary of APMC- Aklan Inc. of any changes in the above mentioned information within five days from its occurrence.

Done, this 27th day of July, at Kalibo, Aklan.





**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

Darcy A. Quindor  
Affiant

SUBSCRIBED AND SWORN to before me this JUL 27 day of \_\_\_\_\_ at \_\_\_\_\_, affiant personally appeared before me and exhibited to me his/her PRC ID # 109299 issued at \_\_\_\_\_ on 02/27/2007.

Doc. No. 227 ;  
Page No. 47 ;  
Book No. 25 ;  
Series of 2023;

**ROMEO P. INOCENCIO**  
Notary Public for the Province of Aklan  
Appointment No 1 (2023-2024)  
Until December 31, 2024  
Roll No 35274  
XIX Martyrs St., Kalibo, Aklan  
IBP No 297464/02/02/2023/ Pasig City  
PTR No 8213400/01-03-23/ Kalibo Aklan  
MCLÉ Compliance No VII-0001782  
Issued on December 02, 2019

Office Address: 2<sup>nd</sup> Floor, Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan 5600

Principal/Hospital Address: Judge Martelino Road, Andagao, Kalibo, Aklan

Tel: +63(036) 268-2320/ +63917-814-6042/ [asiapacificmedicalcenter.aklan@yahoo.com](mailto:asiapacificmedicalcenter.aklan@yahoo.com)/ [www.asiapacificmedicalcenter-aklan.com](http://www.asiapacificmedicalcenter-aklan.com)





**JOSE ENRIQUE M. MIRAFLORES**  
Provincial Governor

**DR. DARCY A. QUINDOR**

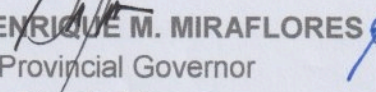
Name of Applicant/Employee Granted  
the Authority

**Authority to Engage in the Private Practice of Profession**

Upon authority under Sec. 136 of 2017 Omnibus Rules on Appointment and Other Human Resource Actions, and other relevant issuances of the Civil Service Commission, your request to engage in the practice of your profession as a Physician is hereby **GRANTED** with the following conditions:

1. The engagement of the private practice of your profession must be undertaken during your off-duty hours;
2. The practice of profession must not in any way prejudice the performance of your duties as government physician, and in case of conflict of schedule, government service must be prioritized.
3. Time devoted in private practice shall not impair in anyway your efficiency in your government service.
4. Government facilities, equipment and supplies shall not be used while in the practice of your profession.
5. Membership as Board of Director in any hospital or health care institution shall in no case be in conflict of interest with the Provincial Government. In any case, he/she shall inhibit or shall not participate in any decision-making involving conflict of interest.
6. Authority to engage in private practice shall be renewed annually.

Any violation and/or abuse of the conditions set forth in the grant of authority/permission to practice your profession shall be a ground for cancellation and/or revocation of this authority without prejudice to administrative, civil and/or criminal liabilities.

  
**JOSE ENRIQUE M. MIRAFLORES**  
Provincial Governor  
Head of Agency

Conformed:

  
**DR. DARCY A. QUINDOR**

PGA Employee/Applicant of Authority

Date Signed: SEP 01, 2022





# SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila Philippines  
Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph



**The following document has been received:**

**Receiving:** REINER ANTONIO

**Receipt Date and Time:** May 02, 2023 06:52:38 PM

## Company Information

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**SEC Registration No.:** CS201739437

**Company Name:** ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-AKLAN INC.

**Industry Classification:** N85120

**Company Type:** Stock Corporation

## Document Information

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**Document ID:** OST10502202381088132

**Document Type:** Financial Statement

**Document Code:** FS

**Period Covered:** December 31, 2022

**Submission Type:** Annual

**Remarks:** None

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



# COVER SHEET

for  
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C	S	2	0	1	7	3	9	4	3	7
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Company Name

A	S	I	A		P	A	C	I	F	I	C		M	E	D	I	C	A	L		C	E	N	T	E	R			
(	A	P	M	C	)		-		A	K	L	A	N		I	N	C	.		(	F	O	R	M	E	R	L	Y	
A	I	L	I	E	D		C	A	R	E		E	X	P	E	R	T	S		(	A	C	E	)					
M	E	D	I	C	A	L		C	E	N	T	E	R		-		A	K	L	A	N		I	N	C	.	)		

Principal Office ( No./Street/Barangay/City/Town)Province)

2	F		A	K	L	A	N		P	O	L	Y	C	L	I	N	I	C		A	N	D						
D	R	U	G	S	T	O	R	E		B	U	I	L	D	I	N	G	,		G	O	D	I	N	G			.
R	A	M	O	S		S	T	.	,		K	A	L	I	B	O	,		A	K	L	A	N					

Form Type

I	A	F	S
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Department requiring the report

C	R	M	D
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Secondary License Type, if applicable

	N	A	
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### COMPANY INFORMATION

Company's Email Address

[asiapacificmedicalcenter.aklan@yahoo.com](mailto:asiapacificmedicalcenter.aklan@yahoo.com)

Company's Telephone Number/s

036-268-23-20

Mobile Number

+63917-814-6042

No. of Stockholders

Annual Meeting  
Month/Day

Every 3rd Saturday of April

Fiscal Year  
Month/Day

DECEMBER 31

### CONTACT PERSON INFORMATION

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

Name of Contact Person

Simeon A. Arce, Jr.

Email Address

[simeonjraa@yahoo.com](mailto:simeonjraa@yahoo.com)

Telephone Number/s

036-268-23-20

Mobile Number

+63920-910-3907

Contact Person's Address

2F Aklan Polyclinic and Drugstore Building, Goding Ramos St., Kalibo, Aklan

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

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



ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

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


The management of Asia Pacific Medical Center (APMC) – Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2022, 2021 and 2020, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Mendoza Querido & Co., the independent auditors appointed by the stockholders, have audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, have expressed its opinion on the fairness of presentation upon completion of such audit.



**Dr. Ferjenel Biron**  
*Chairman of the Board*



**Dr. Simeon Arce, Jr.**  
*President*



**Dr. Joanne Abril**  
*Treasurer*

Signed this 25<sup>th</sup> day of April 2023







ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.

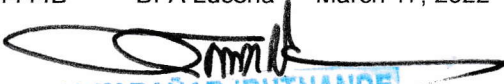
(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

28 APR 2023

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ with the presentation of the following:

Name	Government ID	Place Issued	Date Issued
Dr. Ferjenel Biron	Phil. Passport P8912997B	DFA Manila	Feb. 10, 2022
Dr. Simeon Arce, Jr.	LTO F04-81-001224	Kalibo, Aklan	
Dr. Joanne Abril	Phil. Passport P9224444B	DFA Lucena	March 17, 2022

Doc No. 296  
Page No. 01  
Book No. XXXVII  
Series of 2023

  
**JOAN I. TABANAR-IBUTNANDE**  
Notary Public  
Commission expires on December 31, 2023  
Notarial Commission No. 28 (2022-2023), Aklan  
Roll No. 38847, March 14, 1994  
IBP Lifetime Member No. 09672/Aklan  
PTR No. 8213373, January 03, 2023/Aklan  
MCLE Compliance No. VII-0010837  
21 February 2022  
The Law Offices of Peraita and Ibutnande  
Units 202 & 203, 2/F The Waldorf Garcia Building,  
Kalibo, 5600 Aklan  
Tel. Nos. (038) 262-77-60/(038) 400-00-37



## **Mendoza Querido & Co.**

16<sup>th</sup> Floor, The Salcedo Towers  
169 H.V. de la Costa St., Salcedo Village  
Makati City 1227 Philippines

T +63 2 8 887 1888

[www.mqc.com.ph](http://www.mqc.com.ph)

PRC/BOA Accreditation No. 0966  
September 22, 2020, valid until  
August 22, 2023  
SEC Accreditation No. 0966-SEC (Group A)  
Issued November 24, 2020  
Valid for Financial Periods 2020 to 2024

To the Stockholders and the Board of Directors  
Asia Pacific Medical Center (APMC) – Aklan Inc.  
*(Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)*  
Aklan Polyclinic and Drugstore, Goding Ramos Street  
Kalibo, Aklan

We have audited the financial statements of Asia Pacific Medical Center (APMC) – Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.) for the year ended December 31, 2022, on which we have rendered the attached report dated April 25, 2023.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the said Company has a total number of forty-five (45) stockholders owning one hundred (100) or more shares each.

For the firm: **MENDOZA QUERIDO & CO.**

**RICHARD S. QUERIDO**

Partner

CPA Certificate No. 84807

SEC Accreditation No. 84807-SEC (Group A)

Issued November 24, 2020

Valid for Financial Periods 2020 to 2024

TIN 102-094-633

BIR Accreditation No. 08-002617-002-2022

January 25, 2022, valid until January 24, 2025

PTR No. 9569440, January 7, 2023, Makati City

April 25, 2023





## Mendoza Querido & Co.

16<sup>th</sup> Floor, The Salcedo Towers  
169 H.V. de la Costa St., Salcedo Village  
Makati City 1227 Philippines

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September 22, 2020, valid until  
August 22, 2023  
SEC Accreditation No. 0966-SEC (Group A)  
Issued November 24, 2020  
Valid for Financial Periods 2020 to 2024

### INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors  
Asia Pacific Medical Center (APMC) – Aklan Inc.  
(Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)  
Aklan Polyclinic and Drugstore, Goding Ramos Street  
Kalibo, Aklan

#### Report on the Audit of the Financial Statements

##### *Opinion*

We have audited the financial statements of Asia Pacific Medical Center (APMC) – Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.) (the Company), which comprise the statements of financial position as at December 31, 2022 and 2021, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2022, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and of its financial performance and its cash flows for each of the three years in the period ended December 31, 2022 in accordance with Philippine Financial Reporting Standards (PFRS).

##### *Basis for Opinion*

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

##### *Key Audit Matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

As at December 31, 2022, we have determined that there are no key audit matters to communicate in our report.

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

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

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

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

### *Auditors' Responsibilities for the Audit of the Financial Statements*

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.



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

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

### **Report on Other Legal and Regulatory Requirements**

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on taxes, duties, license fees and schedules prescribed under existing revenue issuances in Note 21 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of management. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner on the audit resulting in this independent auditor's report is Richard S. Querido.

For the firm: **MENDOZA QUERIDO & CO.**



**RICHARD S. QUERIDO**

Partner

CPA Certificate No. 84807

SEC Accreditation No. 84807-SEC (Group A)

Issued November 24, 2020

Valid for Financial Periods 2020 to 2024

TIN 102-094-633

BIR Accreditation No. 08-002617-002-2022

January 25, 2022, valid until January 24, 2025

PTR No. 9569440, January 7, 2023, Makati City

April 25, 2023

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF FINANCIAL POSITION****DECEMBER 31, 2022 AND 2021***(Amounts in Philippine Pesos)*

	2022	2021
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash (Notes 2, 3 and 4)	P59,719,045	P85,619,715
Receivables (Notes 2, 3 and 4)	48,000	48,000
Advances to contractors (Notes 2, 3, 5 and 20)	109,697,409	32,234,651
Advances to suppliers (Notes 2, 3 and 6)	41,961,083	-
Prepaid tax (Notes 2 and 3)	64,270	-
Total Current Assets	211,489,807	117,902,366
<b>Noncurrent Asset</b>		
Property and equipment – net (Notes 2, 3 and 7)	796,944,842	504,061,556
<b>TOTAL ASSETS</b>	<b>P1,008,434,649</b>	<b>P621,963,922</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Current Liabilities</b>		
Accounts and other payables (Notes 2, 4 and 8)	P4,676,098	P2,483,425
Retention payable (Notes 2, 4, 9 and 20)	37,368,844	40,108,653
Advances from shareholders (Notes 2, 4 and 14)	36,993,090	53,011,364
Loans payable – current portion (Notes 2, 4 and 10)	-	50,000,000
Total Current Liabilities	79,038,032	145,603,442
<b>Noncurrent Liability</b>		
Loans payable – noncurrent (Notes 2, 4 and 10)	585,000,000	195,000,000
Total Liabilities	664,038,032	340,603,442
<b>Equity</b>		
Share capital (Notes 2, 4 and 11)	215,060,000	193,837,000
Additional paid-in capital (Notes 2 and 4)	200,217,500	140,972,000
Deficit (Notes 2 and 4)	(70,880,883)	(53,448,520)
Total Equity	344,396,617	281,360,480
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>P1,008,434,649</b>	<b>P621,963,922</b>

*See accompanying Notes to Financial Statements.*



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

**STATEMENTS OF COMPREHENSIVE INCOME**

**FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 AND 2020**

*(Amounts in Philippine Pesos)*

	<b>2022</b>	<b>2021</b>	<b>2020</b>
<b>INTEREST INCOME</b> (Note 2)	<b>P74,764</b>	<b>P24,357</b>	<b>P130,873</b>
<b>EXPENSES</b> (Notes 2 and 12)	<b>(17,507,127)</b>	<b>(24,642,317)</b>	<b>(10,637,799)</b>
<b>NET LOSS</b>	<b>(P17,432,363)</b>	<b>(P24,617,960)</b>	<b>(P10,506,926)</b>
<b>LOSS PER SHARE</b> (Notes 2 and 16)	<b>(P81.06)</b>	<b>(P120.33)</b>	<b>(P51.36)</b>

*There was no other comprehensive income during the years ended December 31, 2022, 2021 and 2020.*

*See accompanying Notes to Financial Statements.*

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF CHANGES IN EQUITY****FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 AND 2020***(Amounts in Philippine Pesos)*

	<b>2022</b>	<b>2021</b>	<b>2020</b>
<b>SHARE CAPITAL</b> (Notes 2, 4 and 11)	<b>P215,060,000</b>	<b>P193,837,000</b>	<b>P178,756,000</b>
<b>ADDITIONAL PAID-IN CAPITAL</b> (Notes 2 and 4)	<b>200,217,500</b>	<b>140,972,000</b>	<b>13,920,000</b>
<b>DEFICIT</b> (Notes 2 and 4)			
Balance at beginning of year	<b>(53,448,520)</b>	<b>(28,830,560)</b>	<b>(18,323,634)</b>
Net loss	<b>(17,432,363)</b>	<b>(24,617,960)</b>	<b>(10,506,926)</b>
Balance at end of year	<b>(70,880,883)</b>	<b>(53,448,520)</b>	<b>(28,830,560)</b>
	<b>P344,396,617</b>	<b>P281,360,480</b>	<b>P163,845,440</b>

*See accompanying Notes to Financial Statements.*



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF CASH FLOWS****FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 AND 2020***(Amounts in Philippine Pesos)*

	2022	2021	2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Net loss	(P17,432,363)	(P24,617,960)	(P10,506,926)
Adjustments for:			
Interest income	(74,764)	(24,357)	(130,873)
Depreciation (Notes 7 and 12)	192,393	156,069	146,150
Loss before working capital changes	(17,314,734)	(24,486,248)	(10,491,649)
Increase (decrease) in prepaid tax	(64,270)	64,270	(64,270)
Increase in accounts and other payables (Note 8)	2,192,673	1,933,941	549,302
Net cash used in operations	(15,186,331)	(22,488,037)	(10,006,617)
Interest received	74,764	24,357	130,873
Net cash used in operating activities	(15,111,567)	(22,463,680)	(9,875,744)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Retention from (release of) payment to contractors (Note 9)	(2,739,809)	33,980,084	6,128,569
Advance payments to suppliers (Note 6)	(41,961,083)	—	—
Advance payments to contractors (Note 5)	(77,462,758)	(26,248,323)	(6,034,328)
Additions to property and equipment (Note 7)	(293,075,679)	(271,319,813)	(119,232,575)
Net cash used in investing activities	(415,239,329)	(263,588,052)	(119,138,334)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from loans payable (Notes 10 and 17)	390,000,000	245,000,000	—
Proceeds from subscription of share capital (Note 11)	80,468,500	142,133,000	20,156,000
Proceeds from (payments of) of advances from stockholders (Notes 14 and 17)	(16,018,274)	(68,320,354)	121,331,718
Payments of loans payable (Notes 10 and 17)	(50,000,000)	—	—
Net cash provided by financing activities	404,450,226	318,812,646	141,487,718
<b>NET INCREASE (DECREASE) IN CASH</b>	<b>(25,900,670)</b>	<b>32,760,914</b>	<b>12,473,640</b>
<b>CASH AT BEGINNING OF YEAR</b>	<b>85,619,715</b>	<b>52,858,801</b>	<b>40,385,161</b>
<b>CASH AT END OF YEAR</b>	<b>P59,719,045</b>	<b>P85,619,715</b>	<b>P52,858,801</b>
<b>CASH AT END OF YEAR CONSISTS OF:</b>			
Cash on hand	P—	P—	P18,356,000
Cash in banks	59,719,045	85,619,715	34,502,801
	<b>P59,719,045</b>	<b>P85,619,715</b>	<b>P52,858,801</b>

*See accompanying Notes to Financial Statements.*

# **ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

## **NOTES TO FINANCIAL STATEMENTS**

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### **1. General Information**

Asia Pacific Medical Center (APMC) - Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.) [the Company] was registered with the Philippine Securities and Exchange Commission (SEC) on December 6, 2017 with limited life of fifty (50) years from the date of registration primarily to establish, maintain, operate, own and manage hospitals, medical and related healthcare facilities and businesses such as but without restriction to clinical, laboratories, diagnostic centers, ambulatory clinics, scientific research and educational institutions and other allied undertaking and services which shall provide medical, surgical, nursing, therapeutic, paramedic or similar care, provided that purely professional, medical or surgical services shall be performed by duly qualified and licensed physicians or surgeons who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

The Company's Board of Directors (BOD) and Stockholders representing at least 2/3 of the outstanding share capital at their respective meetings on June 4, 2020 and June 14, 2020, approved to change the Company's corporate name from Allied Care Experts (ACE) Medical Center - Aklan Inc. to Asia Pacific Medical Center (APMC) - Aklan Inc. On December 3, 2020, the SEC approved the amendment to the Articles of Incorporation of the Company to change the Company's corporate name.

The Company's office address is located at Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan. The hospital address is located at Judge Martelino Road, Andagao, Kalibo, Aklan.

The Company has eighteen (18) and seventeen (17) employees as at December 31, 2022 and 2021, respectively.

The accompanying financial statements of the Company for the year ended December 31, 2022 were approved and authorized for issue by the BOD on April 25, 2023.

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### **2. Summary of Significant Accounting Policies and Disclosures**

#### Basis of Preparation

The accompanying financial statements of the Company have been prepared on a historical cost basis, except as otherwise stated. The financial statements are presented in Philippine peso, which is the functional and presentation currency under the Philippine Financial Reporting Standards (PFRS). All values are rounded to the nearest peso except as otherwise indicated.

#### Statement of Compliance

The accompanying financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). The term PFRS, in general, includes all applicable PFRS, Philippine Accounting Standards (PAS) and Interpretations issued by former Standing Interpretations Committee, the Philippine Interpretations Committee and the International Financial Reporting Interpretations Committee (IFRIC), which have been approved by the Philippine Financial Reporting Standards Council and adopted by the Philippine SEC.



#### Changes in Accounting Policies

The Company consistently adopted and applied all accounting policies under PFRS which have been issued and becomes effective except adoption of the following amendments effective beginning January 1, 2022. Adoption of these amendments to PFRS, PAS and Philippine Interpretations did not have any significant impact on the Company's financial position or performance unless otherwise indicated.

- Amendments to PFRS 3, "*Reference to the Conceptual Framework*"

The amendments updated the reference to the "*Conceptual Framework*" and an exception to its requirement for an entity to refer to the "*Conceptual Framework*" to determine what constitutes an asset or a liability. The exception specifies that, for some types of liabilities and contingent liabilities, an entity applying PFRS 3 should instead refer to PAS 37, "*Provisions, Contingent Liabilities and Contingent Assets*". This exception is to avoid an unintended consequence of updating the reference. Without the exception, an entity would have recognized some liabilities on the acquisition of a business that it would not recognize in other circumstances. Immediately after the acquisition, the entity would have had to derecognize such liabilities and recognize a gain that did not depict an economic gain.

The amendments will apply on future business combinations of the Company, if any.

- Amendments to PAS 16, "*Property, Plant and Equipment - Proceeds before Intended Use*"

The amendments prohibit from deducting the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 37, "*Onerous Contracts - Cost of Fulfilling a Contract*"

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*Annual Improvements to PFRSs 2018-2020 Cycle*

The Annual Improvements to PFRSs (2018-2020 cycle) are effective for annual periods beginning 2022 and are not expected to have a material impact on the Company.

- Amendments to PFRS 1, "*Subsidiary as a First-time Adopter*"

The amendment permits a subsidiary that measures the assets and liabilities at the carrying amounts that would be included in the parent's consolidated financial statements, based on the parent's date of transition to PFRSs, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary, to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PFRS 9, "*Fees in the '10 per cent' Test for Derecognition of Financial Liabilities*"

The improvements clarify the fees a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PFRS 16, "*Lease Incentives*"

The amendment removes reimbursement relating to leasehold improvements. PFRS 16 does not contain explicit guidance on how to account for leasehold improvements made by the lessee or when reimbursements made by the lessor in respect of those leasehold improvements can be regarded as lease incentives. Thus, created some confusion on how a lessee should account for such reimbursement by stating that the lessee should apply the appropriate standard and should not account for the reimbursement as a lease incentive. The standard had not clearly explained the conclusion as to whether the reimbursement would meet the definition of a lease incentive in PFRS 16.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 41, "*Taxation in Fair Value Measurements*"

The amendment removes the requirement for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. This will ensure consistency with the requirements in PFRS 13.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

The adoption of the foregoing new and revised PFRS and PAS will not have any material impact on the financial statements. Additional disclosures have been included in the notes to financial statements, as applicable.



New Accounting Standards, Amendments to Existing Standards and Interpretations  
Effective Subsequent to December 31, 2022

The standards, amendments and interpretations which have been issued but not yet effective as at December 31, 2022 are disclosed below. Except as otherwise indicated, the Company does not expect the adoption of the applicable new and amended PFRS to have a significant impact on the financial position or performance.

*Effective beginning on or after January 1, 2023*

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

The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 1 and PFRS Practice Statement 2, "*Disclosure Initiative – Accounting Policies*"

The amendments to PAS 1 require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendments to PFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 8, "*Definition of Accounting Estimates*"

The amendments clarify how companies should distinguish changes in accounting policies from changes in accounting estimates. That distinction is important because changes in accounting estimates are applied prospectively only to future transactions and other future events, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 12, "*Deferred Tax related to Assets and Liabilities from a Single Transaction*"

The amendments require companies to recognize deferred tax on particular transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The proposed amendments will typically apply to transactions such as leases for the lessee and decommissioning obligations.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*Effective beginning on or after January 1, 2024*

- Amendments to PAS 1, "*Presentation of Financial Statements – Noncurrent Liabilities with Covenants*"

The amendments clarify how conditions with which an entity must comply within twelve months after the reporting date affect the classification of a liability. The amendments modify the requirements introduced by PAS 1, *Presentation of Financial Statements – Classification of Liabilities as Current or Noncurrent*, on how an entity classifies debt and other financial liabilities as current or noncurrent in particular circumstances. Only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or noncurrent. In addition, an entity has to disclose information in the notes that enables users of financial statements to understand the risk that noncurrent liabilities with covenants could become repayable within twelve months.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 16, "*Leases – Lease Liability in a Sale and Leaseback*"

The amendments specify how a seller-lessee should apply the subsequent measurement requirements in PFRS 16 to the lease liability that arises in the sale and leaseback transaction. The amendments require a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognize any amount of the gain or loss that relates to the right of use it retains. The new requirements do not prevent a seller-lessee from recognizing in profit or loss relating to the partial or full termination of a lease. The amendments also do not prescribe specific measurement requirements for lease liabilities arising from a leaseback.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*Effective beginning on or after January 1, 2025*

- 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 adoption for contracts with direct participation features (the variable fee approach)



- A simplified approach (the premium allocation approach) mainly for short-duration contracts.
- Amendments to PFRS 17, "*Insurance Contracts*"\*

The amendments, which respond to feedback from stakeholders, are designed to:

- Reduce costs by simplifying some requirements in the Standard;
- Make financial performance easier to explain; and
- Ease transition by deferring the effective date of the Standard to 2023 and by providing additional relief to reduce the effort required when applying PFRS 17 for the first time.

The amendments are not applicable to the Company since it does not have activities that are predominantly connected with insurance or issue insurance contracts.

- Amendment to PFRS 17, "*Initial Application of PFRS 17 and PFRS 9 – Comparative Information*"

The amendment is a transition option relating to comparative information about financial assets presented on initial application of IFRS 17. The amendment is aimed at helping entities to avoid temporary accounting mismatches between financial assets and insurance contract liabilities, and therefore improve the usefulness of comparative information for users of financial statements.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*\*On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of IFRS 17 by two (2) years after its effective date as decided by the IASB.*

#### *Deferred Effectivity*

- Amendments to PFRS 10 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, "*Business Combinations*". 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 FRSC deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (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.

These amendments may apply to future transactions of the Company.

- Deferment of Implementation of International Financial Reporting Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, "Borrowing Cost") for the Real Estate Industry

In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue is/will be recognized over time under par. 35 (c) of PFRS 15. IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under PAS 23 considering that these inventories are ready for their intended sale in their current condition.

On February 21, 2020, the Philippine SEC issued MC No. 4, Series of 2020, providing relief to the Real Estate Industry by deferring the mandatory implementation of the above IFRIC Agenda Decision until December 31, 2020. Effective January 2021, the Real Estate Industry will adopt the IFRIC agenda decision and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. A real estate company may opt not to avail of the deferral and instead comply in full with the requirements of the IFRIC agenda decision.

The adoption of this amendment is not expected to have any significant impact on the financial statements since the Company is not in a real estate industry.

#### *No Mandatory Effective Date*

- PFRS 9, "Financial Instruments (Hedge Accounting and Amendments to PFRS 9, PFRS 7 and PAS 39)"

The amendments require the inclusion of general hedge accounting model in the notes disclosure to the financial statements. The amendments allow early adoption of the requirement to present fair value changes due to own credit on liabilities designated as at fair value through profit or loss (FVPL) to be presented in the other comprehensive income.

These amendments are not applicable to the Company and expected not to have an impact on the financial statements.

#### Significant Accounting Policies

##### Current versus Noncurrent Classification

The Company presents assets and liabilities in the statements of financial position based on current or noncurrent classification. An asset is current if:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or



- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as noncurrent.

Deferred income tax assets and liabilities, if any, are classified as noncurrent assets and liabilities.

#### Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the assets or liabilities and the level of the fair value hierarchy.

#### Financial Instruments

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

#### *Date of Recognition*

The Company recognizes a financial asset or a financial liability in the statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

#### *"Day 1" Difference*

Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Company recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Company deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the "Day 1" difference.

#### *Financial Assets*

##### *Initial Recognition*

Financial assets are recognized initially at fair value, which is the fair value of the consideration given. The initial measurement of financial assets, except for those designated at fair value through profit or loss (FVPL), includes transaction cost.

##### *Classification*

The Company classifies its financial assets at initial recognition under the following categories: (a) financial assets at amortized cost, (b) financial assets at fair value through other comprehensive income (FVOCI) and (c) financial assets at FVPL. The classification of a financial asset at initial recognition largely depends on the Company's business model for managing the asset and its contractual cash flow characteristics.

##### *Financial Assets at Amortized Cost*

Financial assets are measured at amortized cost if both of the following are met:

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

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less any allowance for impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

As at December 31, 2022 and 2021, the Company's cash and receivables are classified under this category.



#### Debt Instruments at FVOCI

For debt instruments that are not designated at FVPL under the fair value option, the financial assets are measured at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- The contractual terms of the financial assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, interest income (calculated using the effective interest rate method), foreign currency gains or losses and impairment gains or losses of debt instruments measured at FVOCI are recognized directly in profit or loss. When the financial asset is derecognized, the cumulative gains or losses previously recognized in OCI are classified from equity to profit or loss as a reclassification adjustment.

As at December 31, 2022 and 2021, the Company does not have debt instruments at FVOCI.

#### Equity Instruments at FVOCI

For equity instruments that are not held for trading, the Company may irrevocably designate, at initial recognition, a financial asset to be measured at FVOCI when it meets the definition of equity instrument under PAS 32, "*Financial Instruments: Presentation*". This option is available and made on an instrument by instrument basis.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. All other gains or losses from equity instruments are recognized in OCI and presented in the equity section of the statements of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent periods, instead, these are transferred directly to retained earnings.

As at December 31, 2022 and 2021, the Company does not have equity instruments at FVOCI.

#### Financial Assets at FVPL

Financial assets that do not meet the criteria for being measured at amortized cost or FVOCI are classified under this category. Specifically, financial assets at FVPL include financial assets that are (a) held for trading, (b) designated upon initial recognition at FVPL, or (c) 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.

This category includes debt instruments whose cash flows, based on the assessment at initial recognition of the assets, are not "solely for payment of principal and interest", and which are not held within a business model whose objective is either to collect contractual cash flows or to both collect contractual cash flows and sell.

This category also includes equity instruments which the Company had not irrevocably elected to classify at FVOCI at initial recognition.

After initial recognition, financial assets at FVPL are subsequently measured at fair value. Gains or losses arising from the fair valuation of financial assets at FVPL are recognized in profit or loss.

As at December 31, 2022 and 2021, the Company has no financial assets at FVPL.

#### Reclassification

The Company reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in OCI.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at amortized cost, its fair value at the reclassification date becomes its new gross carrying amount.

For a financial asset reclassified out of the financial assets at FVOCI category to financial assets at amortized cost, any gain or loss previously recognized in OCI, and any difference between the new amortized cost and maturity amount, are amortized to profit or loss over the remaining life of the investment using the effective interest method. If the financial asset is subsequently impaired, any gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

In the case of a financial asset that does not have a fixed maturity, the gain or loss shall be recognized in profit or loss when the financial asset is sold or disposed. If the financial asset is subsequently impaired, any previous gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at FVOCI, its fair value at the reclassification date becomes its new gross carrying amount. Meanwhile, for a financial asset reclassified out of the financial assets at FVOCI category to financial assets at FVPL, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

#### Impairment of Financial Assets at Amortized Cost and FVOCI

The Company recognizes an allowance for ECL for all debt instruments not held at FVPL. ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation to the asset's 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.



For other debt instruments measured at amortized cost and FVOCI, the ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECLs that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. The Company also considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

The Company considers a financial asset in default when contractual payments are 30 days past due unless it is demonstrated that the nonpayment was an administrative oversight rather than resulting from financial difficulty of the borrower. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Derecognition

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 right to receive cash flows from the asset has expired;
- The Company retains the right to receive cash flows from the financial 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 Company has transferred its right to receive cash flows from the financial 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.

When the Company has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Company's continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Company could be required to repay.

#### *Financial Liabilities*

##### Initial Measurement

Financial liabilities are recognized initially at fair value, which is the fair value of the consideration received. In case of financial liabilities at amortized costs, the initial measurement is net of any directly attributable transaction costs.

##### Classification and Subsequent Measurement

The Company classifies its financial liabilities at initial recognition as either financial liabilities at FVPL or financial liabilities at amortized cost.

#### Financial liabilities at FVPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

As at December 31, 2022 and 2021, the Company does not have financial liabilities at FVPL.

#### Financial liabilities at amortized cost

Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Company having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate.

As at December 31, 2022 and 2021, the Company's accounts and other payables (except government payables), advances from shareholders and loans payable are classified under this category.

#### Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired. When 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 the statements of comprehensive income.

#### Fair Value Option

The Company may, at initial recognition, irrevocably designate a financial asset or liability that would otherwise have to be measured at amortized cost or fair value through other comprehensive income to be measured at fair value through profit or loss if doing so would eliminate or significantly reduce an accounting mismatch or otherwise results in more relevant information.

#### Classification of Financial Instrument between Liability and Equity

A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;
- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or
- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.



If the Company does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset and the net amount reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statements of financial position.

Advances to Contractors

Advances to contractors are downpayments paid to contractors. These are carried at face amount in the statements of financial position and is liquidated via deduction, on a pro-rate basis from the contractor's periodic progress billings.

Advances to Suppliers

Advances to suppliers are amounts paid in advance for the purchase of goods and services. These are carried at face amount in the statements of financial position and are recognized to appropriate asset account or in profit or loss when the services or materials for which the advances were made are received and delivered.

Prepaid Tax

Prepaid tax represents advance payment of real property tax but not yet incurred. This is measured at cost less amortization.

Property and Equipment

Property and equipment, except land, are carried at cost less accumulated depreciation and amortization and accumulated provision for any impairment in value, if any.

The initial cost of property and equipment comprises its purchase price and other costs directly attributable in bringing the assets to its working condition and location for its intended use. Expenditures incurred after the property have been put into operation, such as repairs and maintenance, are normally charged to income in the year the costs are incurred. In situations when 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 and the cost of such item can be measured reliably, the expenditures are capitalized as an additional cost of the said property and equipment.

Land is stated at cost less impairment in value, if any.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

<u>Property and Equipment</u>	<u>No. of years</u>
Office equipment, furniture and fixtures	5
Leasehold improvements	5

The useful life and depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of property.

Construction in progress represents structures under constructions and is stated at cost (include cost of construction, machinery and equipment under installation and other related costs). Construction in progress is not depreciated until such time as the relevant assets are completed and ready for its intended use.

The carrying values of property and equipment are reviewed for impairment when events or changes in the circumstances indicate that the carrying values may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation and amortization are recognized in profit or loss.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit and loss in the period the asset is derecognized.

#### Impairment of Nonfinancial Assets

Property and equipment, advances to contractors, advances to suppliers and prepaid tax are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and where the carrying amount of an asset exceeds its recoverable amount, the asset or cash-generating unit (CGU) is written down to its recoverable amount. The estimated recoverable amount is the higher of an asset's fair value less cost to sell and value in use. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction less the costs of disposal while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Where the carrying amount of an asset or CGU 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 cost to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other fair value indicators. Impairment losses are recognized in the statements of comprehensive income.

Recovery of impairment loss recognized in prior years is recorded on nonfinancial asset when there is an indication that the impairment loss recognized for the asset no longer exists or has decreased. The recovery is recorded in the statements of comprehensive income. However, the increased carrying amount of an asset due to a recovery of an impairment loss is recognized to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for that asset in prior years.

#### Equity

##### *Share Capital*

Share capital is recognized as issued when the share is paid for or subscribed under a binding subscription agreement and is measured at par value.

The share capital is classified into founders' share and common share.

##### *Additional Paid-in Capital*

Proceeds and/or fair value considerations received in excess of par value.



*Deficit*

Deficit includes all current and prior period results of operations as disclosed in the statements of comprehensive income.

Revenue Recognition

Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Company performs its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

The Company also assesses its revenue arrangements to determine if it is acting as a principal or as an agent.

*Interest Income*

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

Cost and Expenses

Costs and expenses are recognized in the statements of comprehensive income upon utilization of the service or at the date these are incurred.

Short-term Employee Benefits

Short-term employee benefits are employee benefits which fall due within twelve months after the end of the period in which the employees render the related service. The Company recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. Short-term benefits given by the Company include salaries and wages, social security contributions, short-term compensated absences, profit sharing and bonuses, and non monetary benefits. Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the statements of financial position date. These are included in salaries and wages account at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

Borrowing Costs

Borrowing costs are generally recognized as expense in the year in which these costs are incurred. However, borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized. Capitalization of borrowing costs commences when the activities necessary to prepare the asset for intended use are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the asset is available for its intended use. It includes interest expense, finance charges in respect of finance leases and exchange differences arising from foreign currency borrowings to the extent that these are regarded as an adjustment to interest costs.

### Leases

The Company assesses whether the contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Company assesses whether, throughout the period of use, it has the following:

- the contract involves an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Company has the right to direct the use of the asset of either:
  - a. the Company has the right to operate the asset; or
  - b. the Company designed the asset in a way that predetermines how and for what purpose it will be used.

### *Short-term Leases and Leases of Low-Value Assets*

The Company applies the short-term lease recognition exemption to its short-term leases of office space (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). 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.

### Taxes

#### *Current Income Tax*

Current income tax assets and liabilities for the current and prior years 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 amount are those that are enacted or substantively enacted at the reporting period.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the profit or loss.

#### *Deferred Income Tax*

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

Deferred tax liabilities are recognized for all taxable temporary differences except: (1) when the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.



Deferred tax assets are recognized for all deductible temporary differences, the carryforward benefits of unused net operating loss carry-over (NOLCO) to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward benefit of unused tax credits and unused tax losses can be utilized except: (1) when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit 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 period and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in 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 at the reporting period.

Deferred income 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 OCI or directly in equity.

Deferred tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to offset current income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

#### Related Parties

A party is considered to be related to the Company if it has the ability, directly or indirectly through one or more intermediaries, to control, is controlled by, or is under common control with, the Company; or exercises significant influence over the Company in making financial and operating decisions; or has a joint control over the Company. It is also related to the Company if a party is an associate, a joint venture in which the Company is a venturer, a member of the key management personnel of the Company or its parent, a close member of the family of Company's related party, an entity controlled, jointly controlled or significantly influenced by a key management personnel of the Company or close member of the family of Company's related party, and a post-employment benefit plan for the benefit of employees of the Company or its related party. Related parties may be individuals or corporate entities. Transactions between related parties are based on terms similar to those offered to nonrelated parties.

#### Provisions

Provisions are recognized when the Company has present obligations, legal or constructive, as a result of past events, when 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 Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statements of comprehensive income, net of any reimbursements. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to passage of time is recognized as interest expense.

#### Contingencies

Contingent liabilities are not recognized in the financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but are disclosed in the notes to financial statements when an inflow of economic benefits is probable.

#### Loss Per Share

Basic loss per share is calculated by dividing the net loss (less preferred dividends net of tax, if any) for the year attributable to common stockholders by the weighted average number of common shares outstanding during the year, with retroactive adjustment for any stock dividends or stock splits declared during the year.

#### Events After the Reporting Period

Post year-end events that provide additional information about the Company's financial position at the end of the reporting period (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to financial statements when material.

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### **3. Significant Judgments, Accounting Estimates and Assumptions**

The preparation of the financial statements in conformity with PFRS requires management to make judgments and estimates that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the reporting date. The uncertainties inherent in these judgments and estimates could result in outcomes that could require a material adjustment to the carrying amount of the assets or liabilities affected in the future years.



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***Schedule of Financial Soundness Indicators**

December 31, 2022 and 2021

Ratio	Formula	2022	2021
Current ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	<b>2.68:1</b>	0.81:1
Acid test ratio	$\frac{\text{Current Assets} - \text{Prepayments}}{\text{Current Liabilities}}$	<b>0.76:1</b>	0.59:1
Solvency ratio	$\frac{\text{Net Income} + \text{Depreciation}}{\text{Total Liabilities}}$	<b>-0.03:1</b>	-0.07:1
Debt-to-equity ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	<b>1.93:1</b>	1.21:1
Asset-to-equity ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	<b>2.93:1</b>	2.21:1
Interest rate coverage ratio	$\frac{\text{Operating EBITDA}}{\text{Net Interest}}$	<b>-0.86:1</b>	-8.83:1
Return on assets	$\frac{\text{Net Income}}{\text{Average Total Assets}}$	<b>-2.14%</b>	-5.39%
Return on equity	$\frac{\text{Net Income}}{\text{Average Total Equity}}$	<b>-5.57%</b>	-11.06%
Net profit margin	$\frac{\text{Net Income}}{\text{Total Revenue}}$	<b>0%</b>	0%
Operating EBITDA margin	$\frac{\text{Operating EBITDA}}{\text{Net Revenue}}$	<b>0%</b>	0%

- b. there is no option to purchase the asset at a price that is expected to be sufficiently lower than the fair value at the date the option becomes exercisable such that, at the inception of the lease, it is reasonably certain that the option will be exercised;
- c. the lease term is not for the major part of the economic life of the asset even if title is not transferred;
- d. the leased assets are not of such specialized nature that only lessee can use them without major modifications.

The Company accounted for its lease arrangements as operating lease (see Note 13).

#### *Determining the Fair Values of Financial Instruments*

Where the fair values of financial assets and financial liabilities recorded on the statements of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to this model are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

#### Estimates and Assumptions

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

#### *Assessment for ECL on Other Financial Assets at Amortized Cost*

The Company determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12 months unless there has been a significant increase in credit risk since initial recognition in which case ECL is provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.



The Company has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks and companies with good credit standing and relatively low risk of defaults. Accordingly, no provision for ECL on other financial assets at amortized cost was recognized in 2022 and 2021. The carrying amounts of other financial assets at amortized cost are as follows:

	2022	2021
Cash in banks	<b>P59,719,045</b>	P85,619,715
Receivables	<b>48,000</b>	48,000
	<b>P59,767,045</b>	P85,667,715

*Assessment for Impairment of Nonfinancial Assets*

The Company assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of the assets or group of assets may not be recoverable. The relevant factors that the Company considers in deciding whether to perform an asset impairment review include, among others, the following:

- Significant underperformance of a business in relation to expectations;
- Significant negative industry or economic trends; and
- Significant changes or planned changes in the use of the assets.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

The recoverable amount of the asset is the greater of the fair value less cost of disposal or 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. 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.

No impairment loss on nonfinancial assets was recognized for the years ended December 31, 2022 and 2021. The carrying amount of nonfinancial assets is as follows:

	2022	2021
Property and equipment	<b>P796,944,842</b>	P504,061,556
Advances to contractors	<b>109,697,409</b>	32,234,651
Advances to suppliers	<b>41,961,083</b>	-
Prepaid tax	<b>64,270</b>	-
	<b>P948,667,604</b>	P536,296,207

*Estimating Useful Lives of Property and Equipment, Except Land*

The estimated useful lives used as basis for depreciating the Company's property and equipment, excluding land, were determined on the basis of management's assessment of the period within which the benefits of these asset items are expected to be realized taking into account actual historical information on the use of such assets.

The carrying amount of property and equipment, except land, amounted to P702,848,357 and P409,965,071 as at December 31, 2022 and 2021, respectively (see Note 7).

*Recognition of Deferred Tax Assets*

The Company reviews the carrying amounts of deferred tax assets at each reporting date and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus no deferred tax asset was recognized as at December 31, 2022 and 2021.

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#### **4. Financial Risk Management Objectives and Capital Management**

Financial Risk Management Objectives and Policies

The main purpose of the Company's financial instruments is to fund its operations. The Company's principal financial instruments arising from operations consist of cash and cash equivalents, receivables, accounts and other payables and advances from shareholders. The main risks from the use of financial instruments are credit and liquidity risk.

The Company does not have foreign currency risk because the Company has no monetary assets and liabilities denominated in foreign currency both for 2022 and 2021.

The Company's BOD reviews and approves the policies for managing each of these risks and these are summarized below:

Credit Risk

The Company's exposure to credit risk arises from the failure on the part of its counterparty in fulfilling its financial commitments to the Company under the prevailing contractual terms. Financial instruments that potentially subject the Company to credit risk consist primarily of other financial assets at amortized cost.

The carrying amounts of financial assets at amortized costs represent its maximum credit exposure.

Other Financial Assets at Amortized Cost

The Company's other financial assets at amortized cost are composed of cash in banks and time deposits. The Company limits its exposure to credit risk by investing its cash only with banks that have good credit standing and reputation in the local and international banking industry. These instruments are graded in the top category by an acceptable credit rating agency and, therefore, are considered to be low credit risk investments.

It is the Company's policy to measure ECL on the above instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.



The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent significant credit risk such as when non-payment arising from administrative oversight rather than resulting from financial difficulty of the borrower.

The table below presents the summary of the Company's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL. Assets that are credit-impaired are separately presented.

December 31, 2022				
Financial asset at amortized cost				
	12-month ECL	Lifetime ECL		Total
		– not credit impaired	Lifetime ECL – credit impaired	
Cash in banks	P59,719,045	P–	P–	P59,719,045
Receivables	48,000	–	–	48,000
	<b>P59,767,045</b>	<b>P–</b>	<b>P–</b>	<b>P59,767,045</b>

December 31, 2021				
Financial asset at amortized cost				
	12-month ECL	Lifetime ECL		Total
		– not credit impaired	Lifetime ECL – credit impaired	
Cash in banks	P85,619,715	P–	P–	P85,619,715
Receivables	48,000	–	–	48,000
	<b>P85,667,715</b>	<b>P–</b>	<b>P–</b>	<b>P85,667,715</b>

#### Liquidity Risk

In the management of liquidity, the Company monitors and maintains a level of cash deemed adequate by the management to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

To meet the Company's short-term obligations and funding for the construction of its building, the Company will call for payment of the subscription receivable from the stockholders. Also, the Company secured from Development Bank of the Philippines a credit line facility on August 19, 2020 as one of its sources in funding the construction of the hospital building.

The table below summarizes the maturity profile of the Company's financial assets and liabilities as of December 31, 2022 and 2021 based on contractual and undiscounted payments.

#### As at December 31, 2022

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<b>Financial liabilities:</b>					
Accounts and other payables*	P3,710,992	P–	P–	P–	P3,710,992
Retention payable	–	37,368,844	–	–	37,368,844
Advances from shareholders	–	36,993,090	–	–	36,993,090
Loans payable	–	–	117,000,000	468,000,000	585,000,000
	<b>P3,710,992</b>	<b>P74,361,934</b>	<b>P117,000,000</b>	<b>P468,000,000</b>	<b>P663,072,926</b>

\*Excluding government payables amounting to P965,106 as at December 31, 2022.

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<i>Financial assets:</i>					
Cash	P59,719,045	P-	P-	P-	P59,719,045
Receivables	48,000	-	-	-	48,000
	<b>P59,767,045</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P59,767,045</b>

As at December 31, 2021

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<i>Financial liabilities:</i>					
Accounts and other payables*	P1,672,095	P-	P-	P-	P1,672,095
Retention payable	-	40,108,653	-	-	40,108,653
Advances from shareholders	-	53,011,364	-	-	53,011,364
Loans payable	-	50,000,000	19,500,000	175,500,000	245,000,000
	<b>P1,672,095</b>	<b>P143,120,017</b>	<b>P19,500,000</b>	<b>P175,500,000</b>	<b>P339,792,112</b>
<i>Financial assets:</i>					
Cash	P85,619,715	P-	P-	P-	P85,619,715
Receivables	48,000	-	-	-	48,000
	<b>P85,667,715</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P85,667,715</b>

\*Excluding government payables amounting to P811,330 as at December 31, 2021.

#### Fair Values of Financial Instruments

The historical cost carrying amounts of the Company's financial assets and financial liabilities are all subject to normal credit terms, and are short-term in nature, and approximate their fair values. Details are as follows:

	2022	2021
<i>Financial assets:</i>		
Cash	<b>P59,719,045</b>	P85,619,715
Receivables	<b>48,000</b>	48,000
	<b>P59,767,045</b>	<b>P85,667,715</b>
<i>Financial liabilities:</i>		
Accounts and other payables*	<b>P3,710,992</b>	P1,672,095
Retention payable	<b>37,368,844</b>	40,108,653
Advances from shareholders	<b>36,993,090</b>	53,011,364
Loans payable	<b>585,000,000</b>	245,000,000
	<b>P663,072,926</b>	<b>P339,792,112</b>

\*Excluding government payables amounting to P965,106 and P811,330 as at December 31, 2022 and 2021, respectively.

#### Capital Management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business, pay existing obligations and maximize shareholder value.

The Company manages capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust capital, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended December 31, 2022 and 2021.



The following table pertains to the account balances the Company considers as its core economic capital:

	2022	2021	2020
Share capital	<b>P215,060,000</b>	P193,837,000	P178,756,000
Additional paid in capital	<b>200,217,500</b>	140,972,000	13,920,000
Deficit	<b>(70,880,883)</b>	(53,448,520)	(28,830,560)
	<b>P344,396,617</b>	P281,360,480	P163,845,440

#### 5. Advances to Contractors

Advances to contractor represents advances for awarded project activity and is liquidated via deduction, on a pro-rate basis from the contractor's periodic progress billings.

Advances to contractors amounted P109,697,409 and P32,234,651 as at December 31, 2022 and 2021, respectively.

#### 6. Advances to Suppliers

Advances to suppliers represents advance payment of medical equipment and furnitures, and software that are not yet delivered.

Advances to suppliers amounted to P41,961,083 and nil as at December 31, 2022 and 2021, respectively.

#### 7. Property and Equipment

This account consists of:

	2021	Additions	Disposal	2022
<b>Cost:</b>				
Land	P94,096,485	P-	P-	<b>P94,096,485</b>
Construction in progress	409,611,040	292,773,621	-	<b>702,384,661</b>
Office equipment, furniture and fixtures	751,835	302,058	-	<b>1,053,893</b>
Leasehold improvements	58,107	-	-	<b>58,107</b>
	<b>504,517,467</b>	<b>293,075,679</b>	<b>-</b>	<b>797,593,146</b>
<b>Accumulated depreciation:</b>				
Office equipment, furniture and fixtures	410,394	180,771	-	<b>591,165</b>
Leasehold improvements	45,517	11,622	-	<b>57,139</b>
	<b>455,911</b>	<b>192,393</b>	<b>-</b>	<b>648,304</b>
<b>Net book value</b>	<b>P504,061,556</b>			<b>P796,944,842</b>

	2020	Additions	Disposal	2021
<b>Cost:</b>				
Land	P94,096,485	P-	P-	P94,096,485
Construction in progress	138,320,827	271,290,213	-	409,611,040
Office equipment				
furniture and fixtures	722,235	29,600	-	751,835
Leasehold improvements	58,107	-	-	58,107
	<u>233,197,654</u>	<u>271,319,813</u>	<u>-</u>	<u>504,517,467</u>
<b>Accumulated depreciation:</b>				
Office equipment				
furniture and fixtures	265,947	144,447	-	410,394
Leasehold improvements	33,895	11,622	-	45,517
	<u>299,842</u>	<u>156,069</u>	<u>-</u>	<u>455,911</u>
<b>Net book value</b>	<u>P232,897,812</u>			<u>P504,061,556</u>

Land pertains to properties located in Kalibo, Aklan with a total area of 9,500 square meters, where its hospital building is being constructed.

Construction in progress pertains to building under construction to be used as hospital upon completion.

Beginning 2019, the Company entered into contracts with various contractors and suppliers for the construction of its hospital building.

As at December 31, 2022, total estimated cost to complete the hospital building amounted to P1 billion, and construction is estimated to be completed by the second quarter of 2023.

As certified by construction managers, the estimated percentage of completion as at December 31, 2022 of the construction on structural works is at 100%, architectural works and interior fit out at 20.96%, plumbing works is at 75.04%, fire protection work is at 70.07%, electrical works is at 21.62%, electronic works is at 78.20%, mechanical works at 45.41%, perimeter fence and road networks at 100% and site development auxiliary structures is at 45.67%.

Overall percentage of completion of the hospital building is at 66.93% as at December 31, 2022.

On November 15, 2021, the Company entered into a Mortgage Agreement with Development Bank of the Philippines (DBP) for loan and credit accommodations to finance the construction of the hospital building and acquisition of medical instruments, furniture and appliances. The Mortgage Agreement is secured by the land together with the building and other permanent improvements.

The terms and conditions of the Mortgage Agreement were as follows:

- a) keep the mortgaged property in good condition;
- b) pay on time the lawful taxes and assessments of the mortgaged property;
- c) insure the mortgaged property;
- d) the Company shall not transfer, lease, mortgage or encumber the property, or demolish or make any alteration without first obtaining the Mortgagee's written consent.

The carrying amount of the mortgaged property amounted to P796,481,146 as at December 31, 2022.



There were no amount of compensations received from any third parties for items of property and equipment that were impaired, lost or given up.

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#### 8. Accounts and Other Payables

This account consists of:

	2022	2021
Accounts payable	P1,138,387	P1,138,387
Withholding tax payable	965,106	811,330
Other payables	2,572,605	533,708
	<b>P4,676,098</b>	<b>P2,483,425</b>

Other payables pertain to unpaid professional fees and other expenses incurred but not yet paid as at December 31, 2022 and 2021.

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#### 9. Retention Payable

Retention payable refers to the amount withheld by the Company from the contractor's periodic progress billings as provided for in their respective contract. The amount will be released to the contractor, net of deductions, if any, upon full completion and final acceptance by the Company.

Retention payable amounted P37,368,844 and P40,108,653 as at December 31, 2022 and 2021, respectively.

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#### 10. Loans Payable

		2022	2021
DBP	The Company availed long-term loans in tranches from DBP. The principal amount is payable on or before November 29, 2033. The effective interest rate as at December 31, 2022 is 5.00% per annum. All loans are secured by the Company's real properties (see Note 7). The loan proceeds were used to finance the construction of the hospital building.	P390,000,000	P-
DBP	The Company availed long-term loans in tranches from DBP. The principal amount is payable on or before November 29, 2033. The effective interest rate as at December 31, 2022 is 4.50% per annum. All loans are secured by the Company's real properties (see Note 7). The loan proceeds were used to finance the construction of the hospital building.	195,000,000	195,000,000

Forward

		2022	2021
Phil Pharmawealth, Inc.	Short-term loan availed in December 2021 amounting to P50,000,000 from Phil Pharmawealth Inc. payable after one month from execution of the loan agreement and bearing an interest of 4.5% per annum. The loan proceed was used to finance the construction of the hospital building and pay-off advances used as bridge financing to construction.	-	50,000,000
<b>Total</b>		<b>585,000,000</b>	245,000,000
<b>Less current portion</b>		<b>-</b>	50,000,000
		<b>P585,000,000</b>	<b>P195,000,000</b>

Borrowing costs amounted to P20,368,517 and P2,816,301 as at December 31, 2022 and 2021, respectively, were capitalized as cost of the hospital building.

## 11. Share Capital

This account consists of:

	2022	2021	2020
<b>Authorized share capital</b>			
600 founders' share at P1,000 par value	<b>P600,000</b>	P600,000	P600,000
239,400 common share at P1,000 par value	<b>239,400,000</b>	239,400,000	239,400,000
	<b>P240,000,000</b>	<b>P240,000,000</b>	<b>P240,000,000</b>
<b>Subscribed</b>			
600 founders' share at P1,000 par value	<b>P600,000</b>	P600,000	P600,000
Balance at beginning – 209,800 common shares in 2022 and 203,980 common shares in 2020 and 2021	<b>209,800,000</b>	203,980,000	203,980,000
Current year subscription = 4,660 common shares in 2022 and 5,280 common shares in 2021	<b>4,660,000</b>	5,820,000	-
Balance at end of year - 214,460 common shares in 2022, 209,800 common shares in 2021 and 203,980 common shares in 2020	<b>214,460,000</b>	209,800,000	203,980,000
Less subscription receivable	<b>-</b>	(16,563,000)	(25,824,000)
	<b>214,460,000</b>	193,237,000	178,156,000
	<b>P215,060,000</b>	<b>P193,837,000</b>	<b>P178,756,000</b>

On January 26, 2021, the Company applied with the SEC for the registration of its 35,420 common shares to be sold at 10 shares per block which is equivalent to 3,542 blocks. The application was approved on June 24, 2021.



Below are the details of registered common shares:

Date of Registration	Number of Blocks Licensed*	Issue/Offer Price Per Block
June 24, 2021	1,942	P250,000
June 24, 2021	1,200	300,000
June 24, 2021	400	350,000

\*10 shares per block

The founders' share has the exclusive right to vote and be voted upon in the election of directors for a limited period not to exceed five (5) years.

## 12. Expenses

This account consists of:

	2022	2021	2020
Salaries and wages (Note 14)	<b>P9,329,976</b>	P6,970,050	P2,476,423
Honorarium (Note 14)	<b>3,444,200</b>	4,800,000	5,054,500
Taxes and licenses	<b>3,077,629</b>	10,131,599	946,892
Professional fees	<b>557,650</b>	1,511,184	950,834
Depreciation (Note 7)	<b>192,393</b>	156,069	146,150
Rent (Notes 13 and 14)	<b>144,000</b>	144,000	144,000
Meetings and conferences	<b>127,606</b>	41,609	45,893
Office supplies	<b>119,946</b>	111,977	49,043
Outside services	<b>62,780</b>	84,910	56,969
Utilities	<b>59,828</b>	48,755	24,866
Advertising	<b>55,930</b>	46,980	13,490
SSS/PhilHealth/HDMF	<b>43,088</b>	27,660	22,560
Trainings and seminars	<b>38,475</b>	30,000	–
Transportation and travel	<b>21,031</b>	96,879	314,449
Donation	<b>16,300</b>	8,000	–
Marketing	–	35,416	–
Repairs and maintenance	–	10,610	6,550
Insurance	–	–	292,163
Miscellaneous	<b>216,295</b>	386,619	93,017
	<b>P17,507,127</b>	P24,642,317	P10,637,799

## 13. Lease Agreement

The Company entered into a contract of lease with a stockholder, where its office space is located. The office space is a temporary office leased to the Company, commencing on February 28, 2018. The Company pays monthly rent of P12,000.

Rent expense charged to operations amounted to P144,000 in 2022, 2021 and 2020 (see Note 11).

As at December 31, 2022, 2021 and 2020, the Company has no outstanding commitments under non-cancellable operating leases.

#### 14. Related Party Disclosures

Related party relationships exist when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities, which are under common control with the reporting enterprise and its key management personnel, directors, or its shareholders.

In considering each related party relationship, attention is directed to the substance of the relationship, and not merely the legal form. Related parties may be individuals or corporate entities.

The following are the details of related party transactions:

	Year	Classification	Terms and conditions	Amount of the Transaction	Outstanding Balance
Shareholders	2022	Advances from shareholders	Unsecured, unguaranteed, noninterest-bearing, without definite call dates, and payable in cash or thru debt-equity conversion or future availment of stock rights or option	(P16,018,274)	P36,993,090
	2021			(68,320,354)	53,011,364
	2020			121,331,718	121,331,718
ACEMC - Bacolod	2022	Loans payable	Unsecured, interest-bearing, payable in installment.	-	-
	2021			40,000,000	-
	2020			-	-
ACEMC - Bacolod	2022	Interest expense		-	-
	2021			180,822	-
	2020			-	-
Phil Pharmawealth, Inc.	2022	Loans payable	Unsecured, interest-bearing, payable in installment, payable after one month from execution of the loan agreement.	-	-
	2021			50,000,000	50,000,000
	2020			-	-
Shareholder	2022	Rent (Notes 12 and 13)	Unsecured, noninterest-bearing, payable monthly	144,000	-
	2021			144,000	-
	2020			144,000	-



The following are other relevant related party disclosures:

Identification	Relationship	Business Purpose of Arrangement	Commitments
Shareholders	Shareholder	Advances from shareholders in support for the Company's hospital building construction requirements.	Acknowledgement receipt
ACEMC – Bacolod	Other related party	Loans from other related party as support for the construction of Company's hospital building.	Loan agreement
Phil Pharmawealth, Inc.	Other related party	Loans from other related party as support for the construction of Company's hospital building and pay-off advances used as bridge financing to construction.	Loan agreement
Shareholder	Shareholder	The shareholder leased a temporary office space to the Company.	Lease contract (Note 13)

*Compensation of Key Management Personnel*

The summary of compensation of key management personnel of the Company are as follows:

	2022	2021	2020
Honorarium	<b>P3,444,200</b>	P4,800,000	5,054,500
Salaries and wages	<b>8,731,884</b>	6,201,500	2,160,000
	<b>P12,176,084</b>	P11,001,500	P7,214,500

**15. Income Tax**

There is no provision for income tax for 2022, 2021 and 2020 because the Company has not yet started commercial operation.

The following are the computations of regular corporate income tax:

	2022	2021	2020
Loss before income tax	<b>(P17,432,363)</b>	(P24,617,960)	(P10,506,926)
Deduct permanent difference on Interest income subjected to final tax	<b>(74,764)</b>	(24,357)	(130,873)
Taxable loss	<b>(P17,507,127)</b>	(P24,642,317)	(P10,637,799)
Tax due at 25% in 2022 and 2021 and 30% in 2020	<b>P-</b>	P-	P-

As at December 31, 2022, the Company has NOLCO for taxable years 2022 and 2019 which can be carried forward as a deduction for the next three consecutive taxable years immediately following the year of such loss, under certain conditions, as provided under Section 34(D) of the Tax Code. Details are as follows:

Dates Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Dates
December 31, 2022	P17,507,127	P-	P17,507,127	2025
December 31, 2019	8,612,209	(8,612,209)	-	2022
	<b>P26,119,336</b>	<b>(P8,612,209)</b>	<b>P17,507,127</b>	

As at December 31, 2022, the Company has NOLCO in taxable years 2021 and 2020 which can be carried forward as a deduction for the next five consecutive taxable years immediately following the year of such loss, pursuant to the Bayanihan to Recover As One Act. Details are as follows:

Date Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Date
December 31, 2021	P24,642,317	P-	P24,642,317	2026
December 31, 2020	10,637,799	-	10,637,799	2025
	<b>P35,280,116</b>	<b>P-</b>	<b>P35,280,116</b>	

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus no deferred tax asset was set up.

The reconciliation of the tax computed at statutory tax rate to benefit from income tax follow:

	2022	2021	2020
Tax at applicable statutory income tax rate	<b>(P4,358,091)</b>	(P6,154,490)	(P3,152,078)
Adjustments for:			
Interest income subjected to final tax	<b>(18,691)</b>	(6,089)	(39,262)
Unrecognized deferred tax asset	<b>4,376,782</b>	6,160,579	3,191,340
	<b>P-</b>	<b>P-</b>	<b>P-</b>

## 16. Loss Per Share

Basic loss per share is computed as follows:

	2022	2021	2020
Net loss	<b>(P17,432,363)</b>	(P24,617,960)	(P10,506,926)
Weighted average number of shares outstanding	<b>215,060</b>	204,580	204,580
Basic loss per share	<b>(P81.06)</b>	(P120.33)	(P51.36)

There were no common stock equivalents outstanding that would require calculation of diluted earnings per share.

## 17. Changes in Liabilities Arising from Financing Activities

The following table summarizes the changes in liabilities arising from financing activities:

	2021	Cash flows	Noncash financing information	2022
Advances from shareholders	P53,011,364	(P16,018,274)	P-	<b>P36,993,090</b>
Loans payable	245,000,000	340,000,000	-	<b>585,000,000</b>
	<b>P298,011,364</b>	<b>P323,981,726</b>	<b>P-</b>	<b>P621,993,090</b>



	2020	Cash flows	Noncash financing information	2021
Advances from shareholders	P121,331,718	(P68,320,354)	P-	P53,011,364
Loans payable	-	245,000,000	-	245,000,000
	P121,331,718	P176,679,646	P-	P298,011,364

	2019	Cash flows	Noncash financing information	2020
Advances from shareholders	P-	P121,331,718	P-	P121,331,718

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#### 18. Events After the End of the Reporting Period

No events occurred between the statements of financial position date and the date on which these financial statements were approved by the Company's Board of Directors that would require adjustments to or disclosure in the financial statements.

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#### 19. Impact of Coronavirus of 2019 (COVID-19) Update

The Company has been exposed to the risks brought about by COVID-19, a novel strain of coronavirus, which has rapidly spread worldwide and reached a pandemic magnitude as it continues to affect more and more countries and territories.

On March 16, 2020, the President of the Philippines issued Proclamation No. 929 declaring a state of calamity throughout the Philippines due to COVID-19 which resulted to the imposition of an Enhanced Community Quarantine throughout Luzon starting midnight of March 16, 2020 until May 15, 2020. As of to date, Province of Aklan is under Alert Level 1 quarantine classification.

The enhanced community quarantine, travel restrictions, temporary closure of different establishments, and social distancing measures imposed by the government exposed the Company's operations to risks that may impact its financial performance.

Due to COVID-19 outbreak, delivery of construction supplies was postponed resulting to a delay in the construction of the hospital building.

The events surrounding the outbreak did not have a significant impact on the Company's financial position and performance as at and for the year ended December 31, 2022. Nevertheless, the Company will continue to monitor the situation.

## 20. Reclassification of Account

The following accounts in December 31, 2021 have been reclassified to conform with the December 31, 2022 financial statement presentation:

Reclassified From	Reclassified To	Amount
Advances to contractors (under receivables)	Advances to contractors (presented under other current assets)	P32,234,651
Retention payable (under accounts and other payables)	Retention payable (presented under current liabilities)	40,108,653

## 21. Supplemental Information Required Under Revenue Regulations 15-2010 and 19-2011

### Revenue Regulation 15-2010

On November 25, 2010, the BIR issued Revenue Regulation (RR) 15-2010, which requires certain information on taxes, duties and license fees paid or accrued during the taxable year to be disclosed as part of the notes to financial statements. These supplemental information, which are additions to the disclosures required under PFRS, are presented as follows:

The Company has not yet started commercial operations and did not incur the following taxes:

- VAT output tax
- VAT input tax
- Taxes on importation
- Excise tax

### Documentary Stamp Tax

The Company paid documentary stamp tax (DST) in 2022 and 2021 amounting to P2,985,300 and P5,507,420, respectively, for issuance of capital stock and availment of loan.

### Taxes and Licenses

The details of taxes and licenses included in expenses are as follows:

	2022	2021	2020
Documentary stamp tax	<b>P2,985,300</b>	P5,507,420	P-
Real property tax	<b>72,304</b>	64,270	74,313
SEC filing fees	<b>20,025</b>	3,515	868,620
Land registration authority	-	4,546,527	-
Others	-	9,867	3,959
	<b>P3,077,629</b>	P10,131,599	P946,892

### Withholding Taxes

The following are the amounts of withholding taxes:

	2022	2021	2020
Creditable – at source	<b>P5,775,188</b>	P4,518,281	P1,899,559
Withholding taxes on compensation	<b>1,176,350</b>	1,057,335	561,984
	<b>P6,951,538</b>	P5,575,616	P2,461,543

### Deficiency Tax Assessment

The Company does not have any deficiency tax assessments with BIR or tax cases outstanding or pending in courts or bodies outside of the BIR as of December 31, 2022.



Revenue Regulation 19-2011

Revenue Regulation No. 19-2011 was issued to prescribe the new BIR forms that will be used for Income Tax filing covering and starting with December 31, 2011, and to modify Revenue Memorandum Circular No. 57-2011 dated November 25, 2011.

The following are the schedules prescribed under existing revenue issuances applicable to the Company as of December 31, 2022:

*Revenue*

The Company has not yet started commercial operations and did not earn any revenue.

*Cost of Sales*

The Company has not yet started commercial operations and did not incur any cost of sales.

*Non-operating and Taxable Other Income*

The Company has not yet started commercial operations and did not earn non-operating and taxable other income.

*Itemized Deductions*

Details of the Company's itemized deductions for the year are as follows:

	Exempt	RCIT
Salaries and wages	P-	P9,329,976
Honorarium	-	3,444,200
Taxes and licenses	-	3,077,629
Professional fees	-	557,650
Depreciation	-	192,393
Rent	-	144,000
Meetings and conferences	-	127,606
Office supplies	-	119,946
Outside services	-	62,780
Utilities	-	59,828
Advertising	-	55,930
SSS/PhilHealth/HDMF	-	43,088
Trainings and seminars	-	38,475
Transportation and travel	-	21,031
Donation	-	16,300
Miscellaneous	-	216,295
	P-	P17,507,127

*Taxes and Licenses*

Taxes, fees and charges presented as part of "Expenses" account in the Company's statements of comprehensive income include the following:

	Exempt	RCIT
Documentary stamp tax	P-	P2,985,300
Real property tax	-	72,304
SEC filing fees	-	20,025
	P-	P3,077,629



## Mendoza Querido & Co.

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PRC/BOA Accreditation No. 0966  
September 22, 2020, valid until  
August 22, 2023  
SEC Accreditation No. 0966-SEC (Group A)  
Issued November 24, 2020  
Valid for Financial Periods 2020 to 2024

### INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors  
Asia Pacific Medical Center (APMC) – Aklan Inc.  
*(Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)*  
Aklan Polyclinic and Drugstore, Goding Ramos Street  
Kalibo, Aklan

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Asia Pacific Medical Center (APMC) – Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.) (the Company) as at December 31, 2022 and 2021 and for each of the three years in the period ended December 31, 2022, and have issued our report thereon dated April 25, 2023. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplementary schedules required by paragraph 7, Part II of Revised Securities Regulation Code (SRC) Rule 68 (2019) (Annex 68-J), Reconciliation of Retained Earnings Available for Dividend Declaration, Map of the Relationships Between and Among the Companies in the Group, its Ultimate Parent and Co-subsidiaries, and Schedule of Financial Soundness Indicators are the responsibility of the Company's management. These schedules are presented for purposes of complying with Revised SRC Rule 68 (2019), and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic financial statements taken as a whole.

For the firm: **MENDOZA QUERIDO & CO.**

**RICHARD S. QUERIDO**

Partner

CPA Certificate No. 84807

SEC Accreditation No. 84807-SEC (Group A)

Issued November 24, 2020

Valid for Financial Periods 2020 to 2024

TIN 102-094-633

BIR Accreditation No. 08-002617-002-2022

January 25, 2022, valid until January 24, 2025

PTR No. 9569440, January 7, 2023, Makati City

April 25, 2023



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***Schedule A – Financial Assets****December 31, 2022**

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amounts of Bonds and Notes	Amount Shown in the Statement of Financial Position	Value based on Market Quotations at End of Reporting Period	Income Received and Accrued
<i>Cash and cash equivalents</i>				
Cash in banks	Not applicable	P59,719,045	Not applicable	P74,764

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

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

**December 31, 2022**

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Amounts Collected	Amounts Written Off	Current	Not Current	Balance at End of Period
Not applicable							



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

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**Schedule C – Amounts Receivable from Related Parties which are  
Eliminated during the Consolidation of Financial Statements  
December 31, 2022**

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Amounts Collected	Amounts Written Off	Current	Not Current	Balance at End of Period
Not applicable							

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

Schedule D – Long Term Debt

December 31, 2022

Title of Issue and Type of Obligation	Amount Authorized by Indenture	Amount shown under caption "Current portion of long-term debt" in related Statement of Financial Position	Amount shown under caption "Long-Term Debt" in related Statement of Financial Position
Term Loan	P390,000,000	P-	P390,000,000



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

**Schedule E – Indebtedness to Related Parties (Long-Term Loans from Related Companies)**

**December 31, 2022**

<u>Name of related party</u>	<u>Balance at Beginning of Period</u>	<u>Balance at End of Period</u>
	Not applicable	

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

**Schedule F – Guarantees of Securities and Other Issues**

**December 31, 2022**

Name of Issuing Entity of Securities Guaranteed by the Company for which this Statement is Filed	Title of issue of each Class of Securities Guaranteed	Total Amount Guaranteed and Outstanding	Amount Owned by Person for which Statement is Filed	Nature of Guarantee
Not applicable				



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.****(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)****Schedule G – Capital Stock****December 31, 2022**

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding under related Statement of Financial Position caption	Number of Shares Reserved for Options, Warrants, Conversions, and Other Rights	Related Parties	Number of Shares Held By	
					Directors, Officers and Employees	Others
Founder	600	600	–	–	230	370
Common	239,400	214,460	–	–	77,970	136,490
	240,000	215,060	–	–	78,200	136,860

ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

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**RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR**

**DIVIDEND DECLARATION**

**DECEMBER 31, 2022**

Deficit, beginning	(P53,448,520)
Net loss during the period	(17,432,363)
<b>DEFICIT, END</b>	<b>(P70,880,883)</b>

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**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***Schedule of Financial Soundness Indicators**

December 31, 2022 and 2021

Ratio	Formula	2022	2021
Current ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	<b>2.68:1</b>	0.81:1
Acid test ratio	$\frac{\text{Current Assets} - \text{Prepayments}}{\text{Current Liabilities}}$	<b>0.76:1</b>	0.59:1
Solvency ratio	$\frac{\text{Net Income} + \text{Depreciation}}{\text{Total Liabilities}}$	<b>-0.03:1</b>	-0.07:1
Debt-to-equity ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	<b>1.93:1</b>	1.21:1
Asset-to-equity ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	<b>2.93:1</b>	2.21:1
Interest rate coverage ratio	$\frac{\text{Operating EBITDA}}{\text{Net Interest}}$	<b>-0.86:1</b>	-8.83:1
Return on assets	$\frac{\text{Net Income}}{\text{Average Total Assets}}$	<b>-2.14%</b>	-5.39%
Return on equity	$\frac{\text{Net Income}}{\text{Average Total Equity}}$	<b>-5.57%</b>	-11.06%
Net profit margin	$\frac{\text{Net Income}}{\text{Total Revenue}}$	<b>0%</b>	0%
Operating EBITDA margin	$\frac{\text{Operating EBITDA}}{\text{Net Revenue}}$	<b>0%</b>	0%

The background of the slide is a blurred photograph of a city scene, likely taken from a high vantage point looking down through a glass railing. The railing is a dark, diagonal line that runs across the frame. In the background, several people are visible, their figures blurred due to motion or a shallow depth of field. A prominent feature is a large, domed building, possibly a government or institutional structure, which is also blurred. The overall color palette is dominated by various shades of blue, from light sky blue to deep, dark blues in the shadows and railing.

# Mendoza Querido & Company

## Firm Profile



# About Mendoza Querido & Co.



**Mendoza Querido & Co. (M&Q)** is a progressive professional services firm in the Philippines. The firm was founded during the early 2000 by Mr. Emmanuel Y. Mendoza and Mr. Richard Querido. The firm provides integrated solutions that draw diverse and deep competencies in assurance, tax, risk consulting and corporate finance.

*Our policy is to be regarded  
by clients as the first port of  
call for all their business  
and personal finance  
decisions.*



*Mendoza Querido & Co.  
Certified Public Accountants*

# About Mendoza Querido & Co.

## Accreditation

Securities and Exchange Commission (SEC) – Group A  
Bureau of Internal Revenue (BIR)  
Board of Accountancy (BOA)  
Public Company Accounting Oversight Board (PCAOB)

## Professional Organizations

Philippine Institute of Certified Public Accountant (PICPA)  
Tax Management Association of The Philippines, Inc. (TMAP)  
Association of Certified Public Accountants in Public Practice (ACPAPP)



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by clients as the first port of  
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and personal finance  
decisions.*



# PCAOB

Public Company Accounting Oversight Board



# About Mendoza Querido & Co.

## Client Industry

- Banking
- Beef Cattle Farming
- Brokerage
- Call Center
- Computer Repair/Wholesaling
- Condominium
- Construction
- Consultancy
- Cultural Activities
- Development and Export of Software Application
- Distribution
- Education
- Facilities Enterprise
- Financial Holding
- Financing
- Food
- Foundation
- General Professional Partnership
- Healthcare
- Holding Company
- Hydropower Developer
- Insurance
- Insurance Adjusters
- IT Related Services
- Laser Cutting
- Leasing
- Life/Non-life Insurance
- Management Consultancy
- Management Services
- Manning Agency
- Manufacturing
- Agriculture / Manufacturing
- Medical Clinic
- Mining
- Outsourcing
- Professional Association
- Project Developer
- Real Estate
- Real Estate Broker / Leasing
- Regional Operating Headquarter
- Rental
- Representative Office
- Retirement Fund
- Service
- Software Provider
- Stock Broker
- Talent Agency
- Telecommunication
- Trading
- Village Association



*Our policy is to be regarded by clients as the first port of call for all their business and personal finance decisions.*

# About Mendoza Querido & Co.

## Services Provided

**M&Q** is a full service firm providing assurance, tax, financial advisory and consulting services to private and publicly listed companies. We provide quality service and leadership through the active involvement of our most experienced and committed professionals.

Every **M&Q** client is supported by a team of individuals with a diverse mix of skills and expertise. The result is an enhanced set of resources channelled by our partners to focus on your needs. The solutions **M&Q** delivers must meet our own standards of quality: timely, accurate, responsive and thorough.

### Audit and assurance

- External audit of financial statements
- Other assurance and attestation services

### Business and advisory

- Business consulting
- Strategic planning

### Outsourcing

- Accounting and bookkeeping services
- Compilation of financial statements
- Financial forecasting and modelling
- Management reporting
- Payroll processing

### Business restructuring and insolvency

### Corporate finance and advisory

- Financial due diligence
- Valuations
- Initial public offerings
- Mergers and acquisitions

### Forensic and litigation support

- commercial and contractual disputes and mediation involving business or share valuations;
- expert witness and quantification of loss; and
- forensic investigations, particularly in relation to fraud claims, tax investigations and asset tracing.

### Governance, risk and internal audit

- corporate governance
- controls assurance
- internal audit.

### Taxation

- Tax compliance and advisory service
- Tax assessments
- Tax refund assistance
- Tax compliance



*Our policy is to be regarded by clients as the first port of call for all their business and personal finance decisions.*



# People



Key to providing you with the type of service you deserve are the relationships formed, at all levels, between our people and yours.

Our philosophy when working with you will be to ensure that your needs are our priority, and it is this principle which will form the basis of our relationship. Mendoza Querido & Co. is a people focused business and client relationships are partner-led. Each member of the core team will have sufficient knowledge of your business to provide you with the support you require.

## **EMMANUEL Y. MENDOZA – Managing Partner**



Mr. Mendoza is currently the Managing Partner of Mendoza Querido and Co., he started his career and spent 10 years with the Financial Services Group of the leading accounting firm in the Philippines, SyCip Gorres Velayo & Co (SGV). He was the Deputy Managing Partner of a local accounting firm and headed the Business Consulting and Tax Group for three years. He has extensive experience in auditing financial institutions, as well as in due diligence review for mergers and acquisitions, bond offerings, initial public offerings and investment valuation. On several occasions, he was commissioned by the Court of Tax Appeals as an independent certified public accountant tasked to verify the voluminous supporting documents of Companies seeking for tax refund on their unutilized input tax credit. He has also prepared tax manuals for certain clients. Aside from his exposure to public practice, he was also directly involved in banking operations, as First Vice President and Financial Controller of Global Business Bank (GLOBALBANK), an affiliate of Metrobank and the Tokai Bank of Japan.

He is an Independent Director of the Philippine Bank of Communication and Chairman of Bank's Audit Committee.

### **Qualifications & professional affiliations**

Bachelor in Business Administration (BBA) in Accountancy, University of the Philippines

Master in Management, Asian Institute of Management

Member, Philippine Institute of Certified Public Accountant

Accredited External Auditor, Securities and Exchange Commission (SEC)

Accredited External Auditor, Bureau of Internal Revenue (BIR)

### **Professional Experience**

31 Years

# People

## **RICHARD S. QUERIDO – Partner**

Mr. Querido started his career and spent 10 years with SGV&Co. and 3 years as a Partner in a local accounting firm. He performed audit and business advisory services of various companies in the fields of food processing and distribution, financial markets, manufacturing and distribution of consumer products and garments, telecommunications, real estate, hotels, and airlines, among others.

He managed various local and international engagements, including operations review and tax planning Mr. Querido participated extensively in a due diligence review for a cross border listing in the Singapore Stock Exchange.

### **Qualifications & professional affiliations**

Bachelor in Accountancy, Polytechnic University of the Philippines

Certified Internal Auditor

Member, Philippine Institute of Certified Public Accountant

Member, Tax Management Association of the Philippines (TMAP)

Member, Association of Certified Public Accountants in Public Practice (ACPAPP)

Accredited External Auditor, Securities and Exchange Commission (SEC)

Accredited External Auditor, Bureau of Internal Revenue (BIR)

### **Professional Experience**

28 Years





# People



## **JEKELL G. SALOSAGCOL – Technical Consultant**

Mr. Salosagcol a former staff auditor in the leading accounting firm in the Philippines, SyCip Gorres Velayo & Co. (SGV&Co.) from 1995 to 1996. Performed financial audits for different clients, most of which are in the banking and telecommunication industry. He is a former consultant of Independent Oil Price Review Committee – Department of Energy and Vice president for US Operations in Theorem Global Business Outsourcing Inc.

Presently he works as a lecturer and reviewer for leading university and review schools in the country. He also served as a resource speaker at the Philippine Institute of Certified Public Accountants and in-house seminar provider for corporate clients such as Manila Electric Company, Commission on Audit, Bureau of Treasury, Bureau of Internal Revenue, Asian Institute of Taxation, Accenture Philippines, Dole Philippines, Philippines Association of Local Government Accountants and National Institute of Accounting Technician. Moreover **he is currently the technical and training consultant of Mendoza Querido & Co.**, he is also the Audit and PFRS consultant of Government Service Insurance System (GSIS) and Consultant of ORT Consulting Group LLC in Chicago USA.

He has authored two books: with Petronilo Santos on Basic Auditing Theory and Concepts; and A guide in understanding the Philippine Standards on Auditing which has been reprinted for its second & third editions.

### **Qualifications & professional affiliations**

Bachelor in Accountancy, Technological Institute of the Philippines  
Member, Philippine Institute of Certified Public Accountant

### **Professional Experience**

23 Years



# People



## **MA. ANTONETTE A. DIEL – Partner**

Antonette works closely with the management team overseeing the Audit and General Accounting Services by actively supervising the team environment as a whole.

As Senior Director with over 15 years of experience, she oversees the overall planning, supervision, and review of the attestation and business advisory engagements of high-risk to low-risk engagements. She reviews the reports and its related working papers before the final review of the partner. She also oversees the team's discussion on engagement projects, and discusses the reports or other required deliverables with client's management.

Antonette also assists in the due diligence, agreed-upon procedures, and other special projects of the firm which include, but not limited to, the review and preparation of the schedules, exhibits, annexes, and other required reports. Furthermore, she assists in the preparation of documentary requirements for registration of corporations, as well as the transfer of corporate stocks.

She is a certified public accountant (CPA). She is an active member of both the Philippine Institute of Certified Public Accountants (PICPA) and Association of Certified Public Accountants in Public Practice (ACPAPP).





# People



## **EPHRAIM T. TUGANO – Partner**

Ephraim is a certified public accountant (CPA) with more than eight years of experience in public accounting covering assurance and non-assurance services. He has a wide industry domain experience in manufacturing, retail, pharmaceutical, services, mining, hotels and casinos, real estate, regional operating headquarters, foundations, and non-profit organisations.

He acted as manager on several audit engagements with private entities, including audits of projects funded by the European Union (EU). He performed several due diligence exercises and participated in purchase price allocations, goodwill valuation and impairment testing of different entities.

He also has experience in accounting and consulting assignments and was involved in the migration of accounting records for the implementation of a computerized accounting system.

He is currently a member of the Philippine Institute of Certified Public Accountants (PICPA).



# People



## **JOVEN M. BENITEZ – Director**

Joven works closely with the partner, co-directors, managers, and supervisors. The main area of his responsibility is the administration and infrastructure of the team. His specific duties include the management of the team, and all aspects of human resources including workflow management. As director, he ensures the general smooth running of the organisation. He also assesses whether entities perform planning, accounting, custodial, and control activities in compliance with management instructions, applicable procedures, and in a manner consistent with both organisational objectives and high ethical standards.

Joven is working with the management team. His position also contributes to the development and implementation of organisational strategies, policies and practices.

His notable work experience was being the project head in agreed-upon procedures wherein he performed 100% nationwide inventory count of goods and fixed assets of a major amusement center and international cigarette manufacturing company. His involvement covered preparation of analytical reports, documentation of discrepancies encountered during the count, and the recommendation on the goods and fixed assets management that helps to improve proper accounting and safeguarding of goods and fixed assets as well as the disposition on the obsolete and idle fixed assets.

Joven is a holder of Masters of Business in Business Management from St. Scholastica's College – Manila and Bachelor of Science in Accountancy from Divine Word College of Legazpi. He is an active supporter of the United Nations High Commissioner for Refugees (UNHCR), the UN Refugee Agency.





# People



## **RUBY ANNE Q. QUITORIANO– Director**

Ruby Anne has over 13 years of experience in the audit profession. She has been auditing numerous small to medium-sized privately-owned companies, publicly-listed companies, and multinational corporations from a wide range of industries, including trading and retail, manufacturing, shipping and logistics, construction and real estate, information technology, and hospitality and services.

Ruby Anne manages and increases the effectiveness and efficiency of audit services and quality assurance through improvements to each function as well as coordination and communication between support and business functions.

Her directorial function covers not only audits but also extends to accounting services. She oversees the work of the accounting staff in the recording of transactions and preparation of accounting reports, financial statements, and government reporting requirements.

Ruby Anne is a cum laude from the University of the Northern Philippines with a degree of Bachelor of Science in Accountancy.



# For more information

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Should you require further clarifications, please contact us for personal assistance.

**Emmanuel Y. Mendoza**

Managing Partner

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169 H.V. dela Costa Street, Salcedo Village  
Makati City 1221







**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING  
OF  
ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**  
("ACEMC-Aklan" or the "Company")  
Via Zoom Teleconference Meeting  
on  
15 SEPTEMBER 2022 at 0945H

**STOCKHOLDERS PRESENT:**

Total No. of Shares Outstanding	215,120
Total No. of Shares of Stockholders Present <i>in Absentia</i>	201,490
Percentage of Shares of Stockholders Present <i>in Absentia</i>	%
Total No. of Shares of Stockholders represented by Proxy	60
Percentage of Shares of Stockholders represent by Proxy	%
Total No. of Shares Represented <i>in Absentia and</i> by Proxy	201,550
Percentage of Shares of Stockholders Represented <i>in Absentia and</i> by Proxy	93.69%
Total No. of Shares Not Represented	
Percentage of Shares Not Represented	0%

**DIRECTORS PRESENT:**

<b>Name</b>	<b>Designation</b>
Dr. Ferjenel G. Biron	Chairman, Board of Director
Dr. Eileen May B. Debuque	Vice-Chairman, Board of Director
Dr. Simeon A. Arce, Jr.	President, Board of Director
Dr. Meride Daulo-Lavilla	Vice-President, Board of Director
Dr. Marsha Lourdes Conanan-Morato	Secretary, Board of Director
Dr. Nikki James C. Francisco	Assistant Secretary, Board of Director
Dr. Joanne B. Abril	Treasurer, Board of Director
Dr. Claire B. Perez	Assistant Treasurer, Board of Director
Dr. Gregory Joseph Ryan A. Ardeña.	Board of Director
Dr. Patrick Dexter R. Buenaflor	Board of Director
Dr. Raymundo Quimpo	Board of Director
Dr. Danilo C. Regozo	Board of Director
Dr. Delphine Joanne Quintana-Bartolome	Independent Director
Dr. Mary Karen Veronica R. Icamina	Independent Director
Dr. Darcy A. Quindor	Independent Director

## **OTHER ATTENDEES:**

The list of Company officers present and other attendees during the meeting is attached as Annex "A" of the minutes of the meeting.

## **I. CALL TO ORDER**

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The 2022 Annual Stockholders' Meeting was called to order by the Chairman of the Board of Directors, Dr. Ferjenel Biron at 9:45 A.M. The Corporate Secretary, Dr. Marsha Lourdes Conanan-Morato, recorded the minutes of the meeting. Dr Johnna G. De Jose led the invocation and singing of the National Anthem was rendered via a recorded video.

## **II. PROOF OF NOTICE OF MEETING**

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The Corporate Secretary informed the attendees of the Annual Stockholders Meeting that the notices for the 2022 ASM were distributed as follows:

1. Disclosed to the Securities & Exchange Commission (SEC) last August 23, 2022, and was subsequently approved.
2. Uploaded on the Company's website last August 26, 2022
3. Published in Manila Standard and Daily Guardian on August 24 & 25, 2022
4. Sent to stockholders electronically beginning 3 June 2022.

The Stockholders have been notified of the Annual Stockholders' Meeting according to the Corporation's by-laws and applicable rules as well as the internal guidelines in the participation in Annual Stockholders Meeting via remote communication and voting in absentia under the extraordinary circumstances that the Securities and Exchange Commission approved.

The Notice and Agenda were sent out at least 25 days prior to the ASM. The Notice advises the stockholders that the Company will not be conducting a physical annual stockholders meeting; instead, the 2022 ASM will be streamed live from the Company's principal address in Andagao, Kalibo, Aklan via Zoom Teleconference. Furthermore, stockholders were also informed that if they wish to cast their votes, they may vote through proxy or in absentia through the ASM Online Voting Portal. The rationale for each Agenda Item that will be put to a vote during the 2022 ASM were also specified in the Notice. We would like to remind the stockholders who were unable to vote in the Online Voting Portal and are currently attending this meeting, that they could still cast their votes online until the adjournment of the meeting.

The Notices for 2022 Annual Stockholders' Meeting were presented as published in Manila Standard and Daily Guardian last August 24 & 25, 2022 together with the Affidavits of Publication issued by the above newspapers of general circulation.

The Definitive Information Statement was also uploaded on the Company's Website last August 26, 2022 and the same document was submitted to and approved by the Securities and Exchange Commission last August 23, 2022.



### III. DECLARATION OF QUORUM

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Upon the Chairman's request, the Corporate Secretary certified that as of 09:51 A.M., there was a quorum to conduct business, there being a total of two hundred one thousand four hundred ninety (201,490) shares represented in absentia, sixty (60) shares represented by proxy, or a total of two hundred one thousand five hundred fifty (201,550) shares entitled to vote. The shares constituted 93.69% of the company's total outstanding shares of two hundred fifteen thousand one hundred twenty shares (215,120) entitled to vote, which is more than two thirds of the company's total outstanding shares entitled to vote.

The Corporate Secretary further reported that there was a total of sixty (60) participants attending the Zoom Teleconference of the 2022 ASM through the company's ASM portal.

She also highlighted the following Rules of Conduct and Procedure for the 2022 ASM:

1. Only Stockholders who notified the Company thru email of their intention to join and have registered through the Company's Online Voting Portal may participate and/or vote during the ASM.
2. Stockholders who intend to participate in the 2022 ASM may login to the Company's website via ASM Portal using the USERNAME and PASSWORD provided by the Company thru their email.
3. The USERNAME and PASSWORD were sent to stockholders who have successfully registered via an email response to the Office of the Corporate Secretary and submitting the necessary personal information asked as part of the 2-way authentication process of the Company.
4. Upon successful login into the ASM Portal, the Stockholders may participate in the proceedings thru the Zoom Teleconference using the Zoom Meeting ID and Password that will be sent to the registered email of the stockholder.
5. For proper order, the ASM Moderator (Dr. Nikki James Francisco) will read out questions and comments received in the Company's email before the cut-off during the Open Forum session scheduled at the end of the meeting. Management will reply to questions not taken up during the meeting by email and will be reflected in the minutes of the meeting.
6. For transparency, the language of the proposed resolutions and the number of votes received for each agenda item will be shown on the screen.
7. Stockholders who have cast their votes for the proposed resolutions and Election of Directors for 2022-2023 from September 5-9, 2022, in the Online Voting Portal will have their results reported during the Meeting.
8. Voting in absentia through the ASM Portal, will remain open until the meeting is adjourned. Votes casted through proxy and during the meeting will be reflected in the minutes of the meeting, which will be posted thereafter on the Company's website.
9. All voted received within the cut-off time shall be tabulated by the Board of Canvassers after the end of the Proxy Validation process performed by the Committee on Inspection of Proxy and Ballots. The initial results will be validated by the DT Auditing and Accounting Services headed by Mr. Bonnie Vee Dela Torre in the presence of the Board of Canvassers. The official and partial results will be signed and sealed in an envelope and endorsed to the Corporate Secretary.
10. Initial votes tabulated are from stockholders owning 210,550 voting shares representing 93.69% of the total outstanding shares of 215,120 shares. This result of this official and partial tabulation will be reported throughout the Meeting. The results of the final

tabulation with details of affirmative, negative and abstention votes will be reflected in the Minutes of the Meeting.

11. The proceedings of the 2022 ASM will be recorded.

## **VI. READING AND APPROVAL OF THE MINUTES OF THE PREVIOUS STOCKHOLDERS' MEETING**

The Chairman proceeded to the next item in the agenda which was the reading and approval of the minutes of the previous stockholders' meeting held last July 4, 2021. Dr Biron mentioned that an electronic copy of the Minutes of the 2021 Annual Stockholder's Meeting held on July 4, 2021 is available on the website of the Corporation and was also sent to the registered e-mail of the stockholders.

Upon motion duly made and seconded, the reading of the minutes of the previous stockholders' meeting dated July 4, 2021 was dispensed with, and the stockholders approved the minutes of the previous stockholders' meeting.

### **ASM Resolution No. 2022 – 1**

**“RESOLVED, that the stockholders of Asia Pacific Medical Center (APMC)- Aklan, Inc. (the “Company”) approve, as they hereby approve, the minutes of the 2020 Annual Stockholders’ Meeting held last July 4, 2021.”**

The Corporate Secretary recorded the following votes for this agenda item, the results of which were as follows:

<b>VOTE</b>	<b>Number of Votes (One share-One vote)</b>	<b>Percentages of shares represented</b>
<b>YES</b>	210, 550	93.69%
<b>NO</b>	0	0
<b>ABSTAIN</b>	0	0
<b>Total</b>	210, 550	93.69%

The voting process complied with the one-share one-vote principle under the Revised Corporation Code. The votes submitted through proxy documents were counted and added to the votes of the stockholders present in person during the meeting.

## **V. CHAIRMAN'S MESSAGE**

*“It is with great pleasure that I wish everyone present in this Annual Stockholders Meeting a great morning. I would personally prefer to see all of you in person, but we are thankful to still be able to hold this meeting online.*

*This morning I shall discuss with you three things, our rebrand, opportunities we capitalized on during the pandemic, and what should our investors expect in the next twelve months. Our rebrand from Allied Care Experts (ACE) Medical Center-Aklan Inc. to Asia Pacific Medical Center - Aklan is driven by our desire to give world class service to Boracay tourists and residents of Aklan. With tourism boosting the economic activity in the Province of Aklan and tourists fuelling that boost, we found an opportunity to maximize our investment by marketing ourselves as a game changer in the medical industry here. With our vision to be accredited by Joint Commission*





*International in the near future, we hope to solidify economic activity in the province by encouraging foreign retirees to spend their twilight years looking at the beautiful sunset with the assurance of a world class medical center within their reach; that there is a hospital near Boracay that can accommodate their health insurances. By becoming an internationally recognized hospital, we hope to encourage the setting up of retirement villages in nearby communities. And this message is clearly delivered with our new branding as the Asia Pacific Medical Center. Together with Asia Pacific Medical Center - Bacolod and Asia Pacific Medical Center - Iloilo, we shall become a full service medical center that will cater to all medical needs of the people in Western Visayas with Akeanons now receiving the expert medical care they deserve.*

*The COVID-19 pandemic continues to significantly affect our daily lives and work. However, opportunities arose that have put us in an advantageous position. We leveraged these opportunities to secure lower interest rates for loans, and fiscal relief through the CREATE Act. As we speak, we are working on the compliance with the requirements for exemption. This is estimated to offset 20-40% of the interest expense during the first two years of our operations, 50-60% on the third year, and 80-90% on the fourth year, thereby maximizing income and shareholder value.*

*The pandemic continues to wreak havoc on our activities as we experience delay in our activities brought by granular lockdowns and community quarantine. With the emergence of new illnesses, adjustments to the hospital facility were made to prepare for any eventuality.*

*With the COVID pandemic still present and the after effects of the infection continue to linger in some patients who have previously been infected, we expect more challenges that could affect the target completion date of our hospital but we are prepared to overcome them. Our dedicated President, Dr. Simeon Arce and our CMT Chairman, Dr. Raymundo Quimpo are very meticulous in supervising the ongoing construction. The time and commitment they have been devoting to our project greatly helped in arresting other delaying factors which could have further slowed us down. The other local founders are also working on the policies to ensure compliance with the requirements of the Department of Health once it applies for a License to Operate.*

*In the next nine to twelve months, we hope to deliver our legacy to the Akeanons - a completely constructed and operating hospital. Save for any glitches beyond our control, we are determined to see this through in 2023 and we are confident that with the help of our investors, it can be accomplished. As much as possible, we want to lessen utilization of our bank financing and save on interest expense by maximizing the sale of our IPO shares. We still have 2,494 shares available and our designated Salespersons stationed in our office at second floor Aklan Polyclinic G. Ramos St. Kalibo Aklan, are willing to explain to interested investors the benefits and risks of investing in our hospital. In this time of medical uncertainties, APMC Aklan will ensure that your investment will be worth every centavo as we hope to return your trust not only with discounts but with care and service par excellence. We hope that everyone here can help spread the information about our project so others may be given a chance to invest in their health and contribute to this lofty endeavor spearheaded by the most astute medical specialists in Aklan.*

*On that note, let me take this as an opportunity to thank our local founders for persevering and sacrificing much of their time to work on this enduring legacy for the Akeanons. It takes so much faith to build a hospital of this magnitude in this area in the midst of a pandemic but the determination of our local founders and their desire to give the best medical care to the people of Aklan nonetheless prevailed over any doubts and challenges. These can only happen because of your selfless efforts, for the time that you devote on this project sometimes even at the expense of*



*your medical practice. I would like also to acknowledge the efforts of the founders from Iloilo who have always been willing to support and guide the local founders in their queries and concerns. It is through this partnership that was forged among all founders that our dream for the Akeanons to have an accessible state of the art medical center observing the highest standards will soon become a reality.*

*A wise man had once said that the health of the community is only as strong as the health of the people living in it. The APMC presence in Aklan is healing reimagined for Akeanons and our role here will go beyond meeting the health needs of the community and the health workers. More than anything else, this hospital will open other economic opportunities for our local residents. It will also ensure access to modern medicine and health continuum not only today but for generations to come. So we encourage everyone to be a part of this legacy and become our partner not only in business but in health and wellness.*

*Good day to everyone."*

## **VI. PRESIDENT'S REPORT**

---

*"After 4 covid positive tests, I am grateful to be in front of you. Mr. Chairman, Congressman Ferjenel Biron, members of the board, officers, and fellow shareholders, good morning! For those who do not know me, I am Dr. Simeon Arce Jr, President of Asia Pacific Medical Center- Aklan. Yes I survived most of the strains of Covid 19, and I think there will be more variants and sub-variants that will come our way. But with the improved vaccine coverage and the knowledge we gained about this treacherous Coronavirus, we are well on our way, in successfully dealing with it. Our economy is open, businesses have re-opened, Boracay is filled to capacity... better days are coming.*

*We are grateful that you, our shareholders, are so understanding of the present situation, having our ASM virtually for these past 2 years. But I hope we will be able to welcome you in person in our next ASM.*

*I intend to take this opportunity to reflect on the past year, and also to touch on the present and the future of APMC – Aklan.*

*If there is one thing we realized with this Covid Pandemic, a complete healthcare facility will define a patient's outcome and survival.*

*Asia-Pacific Medical Center- Aklan was founded with that very mission - to provide innovative and adaptable healthcare, through compassionate and competent professionals in order to improve the quality of life of the people in the community that we serve.*

*APMC-Aklan survived many challenges. When we were just starting, we were even called "a scam" by a few of our fellow Aklanons and even by some of our colleagues. So I am happy that, we are proving them wrong.*

*Construction started on Jan of 2020, the same time we heard about Coronavirus infection found in China. Never in our wildest dreams did we imagine, that something so small and unseen can have such massive impact on everything. My wife and I were happily travelling to Iceland on the last week of Feb of 2020, in search of the northern lights. Little did we know that Coronavirus was already wreaking havoc in Asia, including the Phil. We arrived in Manila first week of March, then lockdown happened! On March 15, 2020, our country was put on pause mode. Nobody can go out without a travel pass. But we all came together, supported one another, to overcome the*





challenges posted by the pandemic. Many of our friends and family members were claimed by Covid-19 including Engr. Jordan Openio, the project manager of Trass Corporation, our Structural Contractor. Despite the valiant efforts of our specialists, tragically, he succumbed to severe covid complications last year. We will always remember Engr. Jordan.

Despite those setbacks and travel bans, APMC Aklan pushed forward. We adapted to the circumstances. We looked for ways, so our materials will be delivered from Manila or Cebu, so construction could go on. But, of course, our schedule was affected. Our initial time line of completion of 3 years, was significantly impacted by the pandemic. We are now in our 33<sup>rd</sup> month of construction.

I am happy to inform you that these are the percentages of completion:

- Structural and civil works – 100%
- Plumbing – 68%
- Fire protection - 49 %
- Electrical – 19%
- Electronics - 62%
- Mechanical – 32%
- Perimeter fence and road network – 97%

We recently awarded our owner-supplied materials to winning bidders like our AAC blocks, elevators and escalators, vinyl floor tiles, electrical panel boards, and generators sets, to name a few.

Now, after exactly 2 and a half years from first lockdown, everything looks as if covid didn't happen. Traffic, not only in EDSA, is back with a vengeance. But i am very proud to inform you that our building is at its architectural or finishing stages. We are looking forward to start operations on the 2<sup>nd</sup> or 3<sup>rd</sup> quarter of next year. You will later hear the detailed updates on our construction from our very hardworking Head of construction - Dr. Lemon Quimpo, and updates on our Interiors from our passionate Medical Director, Dr. Greg Ardeña.

One of the big challenges we faced and continue to deal with is our finances.

May I ask if any of our shareholders have read our Prospectus in our website? I bet not everyone has read our Prospectus. Quite understandable, because it's very long and contains many financial jargons.

Anyways, to recap, our total project cost is estimated at 2 billion pesos. Because of the big amount required, the Board of Directors approved the construction of a 7-storey hospital building but the 6<sup>th</sup> and 7<sup>th</sup> floor was initially planned to be just shelled. Meaning walls lang, no finishings, no fixtures. With the intention of completing both floors once finances are more available. With this in mind, we applied for a 1-billion peso loan last June 2020: 650 million was intended for building construction and 350 million for hospital equipment. Our loan was approved last June of 2021. But it doesn't mean that once approved, the bank will easily hand out the money. We had to comply with so many pre-release requirements, that it took us another 6 months, from approval, to get our first tranche of 195 million last December of 2021. That time, we already spent more than 400 million for the construction of our building. And after complying with additional requirements, the second tranche of 390 million was released 2 months ago, which we are now utilizing to finish our project. So we already received a total of 585 million of our loan. The

*remaining 10% of the 650 million intended for the building will be released upon completion of the project.*

*But because the pandemic happened, Department of Health is now requiring all hospitals to have an area for Emerging Infections like Covid-19. So hospital floor plan had to be revised to cater to this. And we also realized that if we delay the completion of the 6<sup>th</sup> and 7<sup>th</sup> floor, it would mean that there will be ongoing construction works, while the hospital is already operating. This would mean exposing our patients and employees to pollution in the form of noise and dust, which can cause inconvenience to everyone concerned. So our Board of Directors decided to complete the construction of the whole hospital, so as not to cause unnecessary discomfort to our admitted patients, our doctors and employees. Thus, it was approved to process the amendment of our loan, to increase it to 1.5 billion pesos.*

*Last September 2, our very supportive Chairman, Congressman Biron and I were able to meet with the President of DBP in their main office in Makati. And he promised to expedite the approval of our loan amendment. Thank you, Mr. Chairman, for making this meeting with DBP President himself, possible.*

*Many of you probably are shocked to hear the 1.5 billion loan. How can we possibly pay this? Kaya ba ng corporation? My answer is yes. Our hospital will be the most complete hospital in Aklan, and with our strong portfolio of specialists and subspecialists, I am confident that Asia Pacific Medical Center - Aklan will be a big success.*

*We are currently making our hospital policies, and we just realized what a big challenge it is too. We have regular meetings with the board of directors and team building activities with all the founders to map out the 20-year strategic planning.*

*So many things to do...*

*What you see now is the result of determination and hardwork of the founders of Asia Pacific Medical Center - Aklan, especially our BOD and officers, starting with our Chairman Ferjenel Biron, who has always been very supportive, our very hardworking Head of Construction, Dr. Lemon Quimpo – who's a doctor turned architect already, and down to all the other officers who have been doing their best to fulfill their jobs. Dr. Eileen Debuque, Dr. Greg Ardeña, Dr. Claire Perez, Dr. Marsha Morato, Dr. Joanne Abril, Dr. Nikki James Francisco, Dr. Meride Lavilla, Dr. Regina Buenafloor, Dr. Karen Icamina, Dr. Darcy Quindor, and Dr. Cute Bartolome, and Dr. Dan Regozo. I couldn't have survived as your President without your help. To all the founders as well, I want to say thank you very much everyone. To all our shareholders, thank you for your trust.*

*Everything in life is interconnected. I pray that we all stay motivated and focused, not only the founders, but all of us shareholders, for the success of this very noble project.*

*In behalf of the members of the board and the officers, I thank you for your attention."*

## **VII. PRESENTATION & APPROVAL OF 2021 ANNUAL REPORT**

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The Chairman informed the stockholders that the next item on the agenda was the presentation and approval of the audited Financial Statements of the company as of December 31, 2020. The Corporate Treasurer, Dr. Joanne Abril together with our Chief Financial Officer (CFO), Mr. Bonnie Vee Dela Torre, presented the 2021 Financial Statements of the Corporation as of December 31, 2021.





**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

As to the statement of Financial Position, there is an increase in total assets from 2020 to 2021 amounting to Php 330,108,711.00. Cash and Cash Equivalents includes only Cash in Bank. As of December 31, 2021, there is Php85,619,715.00 Cash in Bank. Refer to **Notes 5** for further details. Receivables pertains to advances to contractor represents advances for awarded project activity and is liquidated via deduction, on a pro-rate basis from the contractor's periodic progress billing.

ASSETS	2021	2020	INCREASE/ (DECREASE)
<b>Current Assets</b>			
Cash and Cash Equivalents	85,619,715	52,858,801	32,760,914
Receivables	32,282,651	6,034,328	26,248,323
Prepaid Tax	-	64,270	(64,270)
<b>Total Current Assets</b>	<b>117,902,366</b>	<b>58,957,399</b>	<b>58,944,967</b>
<b>Noncurrent Assets</b>			
Property and equipment (net)	504,061,556	232,897,812	271,163,744
<b>Total Noncurrent Assets</b>	<b>504,061,556</b>	<b>232,897,812</b>	<b>271,163,744</b>
<b>TOTAL ASSETS</b>	<b>621,963,922</b>	<b>291,855,211</b>	<b>330,108,711</b>

There is an increase in total liabilities from 2020 to 2021 amounting to Php 212,593,671.00. Accounts and other payables consists of Retention Payable, Accounts Payable, Withholding tax Payable and Other Payables. Retention payable as of December 31, 2021 amounting to Php40,108,653.00. This refers to the amount withheld by the Company from the contractor's periodic progress billings.

LIABILITIES AND EQUITY	2021	2020	INCREASE/ (DECREASE)
<b>Current Liabilities</b>			
Accounts and other payables	42,592,078	6,678,053	35,914,025
Advances from shareholders	53,011,364	121,331,718	(68,320,354)
Loans payable - current portion	50,000,000	-	50,000,000
<b>Total Current Liabilities</b>	<b>145,603,442</b>	<b>128,009,771</b>	<b>17,593,671</b>
<b>Noncurrent Assets</b>			
Loans payable - noncurrent portion	195,000,000	-	195,000,000
<b>Total Liabilities</b>	<b>340,603,442</b>	<b>128,009,771</b>	<b>212,593,671</b>
<b>Equity</b>			
Share capital	193,837,000	178,756,000	15,081,000
Advances from shareholders	140,972,000	13,920,000	127,052,000
Deficit	(53,448,520)	(28,830,560)	(24,617,960)
<b>Total Equity</b>	<b>281,360,480</b>	<b>163,845,440</b>	<b>117,515,040</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>621,963,922</b>	<b>291,855,211</b>	<b>330,108,711</b>

The Company availed long-term loans in tranches from DBP. The effective interest rate as at December 31, 2021 is 4.50% per annum. On January 26, 2021, the Company applied with the SEC for the registration of its 35,420 common shares to be sold at 10 shares per block which equivalent to 3,542 blocks. The application was approved on June 24, 2021. There is an increase of P117,515,040 in Total Equity.

**LIABILITIES AND EQUITY**

	2021	2020	INCREASE/ (DECREASE)
<b>Current Liabilities</b>			
Accounts and other payables	42,592,078	6,678,053	35,914,025
Advances from shareholders	53,011,364	121,331,718	(68,320,354)
Loans payable - current portion	50,000,000	-	50,000,000
<b>Total Current Liabilities</b>	<b>145,603,442</b>	<b>128,009,771</b>	<b>17,593,671</b>
<b>Noncurrent Assets</b>			
Loans payable - noncurrent portion	195,000,000	-	195,000,000
<b>Total Liabilities</b>	<b>340,603,442</b>	<b>128,009,771</b>	<b>212,593,671</b>
<b>Equity</b>			
Share capital	193,837,000	178,756,000	15,081,000
Advances from shareholders	140,972,000	13,920,000	127,052,000
Deficit	(53,448,520)	(28,830,560)	(24,617,960)
<b>Total Equity</b>	<b>281,360,480</b>	<b>163,845,440</b>	<b>117,515,040</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>621,963,922</b>	<b>291,855,211</b>	<b>330,108,711</b>

Based on the Statement of Comprehensive Loss, there is a decrease of Php 106,516.00 in Other Income which is interest earned from cash in bank. One of the major expense incurred is Taxes and Licenses comprised of 41.1% of the total expenses or amounting to Php 10,131,599.00. Total salaries and wages paid for the year 2021 is amounting to Php6,970,050.00 or 28.28% of the total expenses.

	2021	2020	INCREASE/ (DECREASE)
INTEREST INCOME	24,357	130,873	(106,516)
EXPENSES	(24,642,317)	(10,637,799)	(14,004,518)
<b>NET LOSS</b>	<b>(24,617,960)</b>	<b>(10,506,926)</b>	<b>(14,111,034)</b>
<b>LOSS PER SHARE</b>	<b>(120.33)</b>	<b>(51.36)</b>	<b>(171.69)</b>



According to Statement of Changes in Equity, there is an increase of Php 117,515,040.00 in the Equity as previously presented in the Statement of Financial Position. There is also an increase of incurred losses for the year ended December 31, 2021 amounting to Php14,111,034.00 compared to 2020.

	2021	2020	INCREASE/ (DECREASE)
<b>SHARE CAPITAL</b>	193,837,000	178,756,000	15,081,000
<b>ADDITIONAL PAID-IN CAPITAL</b>	140,972,000	13,920,000	127,052,000
<b>DEFICIT</b>			
Balance at beginning of year	(28,830,560)	(18,323,634)	(10,506,926)
Net Loss	(24,617,960)	(10,506,926)	(14,111,034)
Balance at end of year	(53,448,520)	(28,830,560)	(24,617,960)
	281,360,480	163,845,440	117,515,040

Lastly, Dr Abril explained that cash flow presents the movement of cash from beginning of the year until end of the year. Most of the funds used in its normal operating activities and investing activities, specifically purchased of property and equipment. Cash provided under financing activities, are proceeds of advances from stockholders and proceeds from subscription of share capital. The Statement of Cash Flow was summarized in this table:

	2021	2020	INCREASE/ (DECREASE)
Net cash provided by (used in) operating activities	(14,731,919)	(9,781,503)	(4,950,416)
Net cash used in investing activities	(271,319,813)	(119,232,575)	(152,087,238)
Net cash provided by financing activities	318,812,646	141,487,718	177,324,928
Net increase in cash	32,760,914	12,473,640	20,287,274
Cash, Beginning of the year	52,858,801	40,385,161	12,473,640
Balance at end of period	85,619,715	52,858,801	32,760,914

The Chairman asked the Corporate Secretary to present the proposed resolution to approve the financial statement as audited by our external auditor, Quirido Mendoza and Company, duly represented by our Treasurer Dr Joanne Abril, and assisted by our Chief Accounting Officer Mr Bonnie Vee Dela Torre.

The Corporate Secretary informed the body that the approval of the Financial Statements requires the votes of the stockholders at least a majority of the outstanding shares of stock entitles to vote.

Upon motion duly made and seconded, the stockholders approved the following resolution:



**ASM Resolution No. 2022 – 2**

**“RESOLVED, that the stockholders of Asia Pacific Medical Center (APMC)- Aklan, Inc. (the “Company”) approve, as they hereby approve, the 2021 Financial Statements of the Company as of December 31, 2020.”**

Upon the request of the Chairman, the Corporate Secretary recorded the following votes for this agenda item:

VOTE	Number of Votes (One share-One vote)	Percentages of shares represented
YES	201,550	93.69%
NO	0	0
ABSTAIN	0	0
Total	201,550	93.69%

The voting process complied with the principles of one-share one-vote. The votes submitted through proxy documents were counted and added to the votes of the stockholders present in person during the meeting.

**VIII. RATIFICATION OF THE ACTS, RESOLUTIONS AND PROCEEDINGS OF THE BOARD OF DIRECTORS, CORPORATE OFFICERS AND MANAGEMENT**

The Chairman informed the stockholders that the next item on the agenda was the ratification of all corporate acts, resolutions, business judgments, and management proceedings entered or done by the Board of Directors, Corporate Officers, and Management in the exercise of their duties which were adopted from July 4, 2021 until today.

The Corporate Secretary explained to the stockholders that the acts, resolutions, and proceedings requested to be ratified are the regular corporate acts performed by the Board, Officers and Management in the ordinary course of the Company’s business and that the list of resolutions by the Board of Directors for the period covered have been enumerated during the meeting. These acts were embodied in the Minutes of the Meetings and they include resolutions on treasury matters related to opening of accounts and transactions with banks, appointment of signatories and amendments thereto, schedule of the Annual Stockholders meeting, election of officers, appointment of Chairmen and members of the Board Committees and matters covered by Disclosure to the Securities and Exchange Commission.

The Corporate Secretary also informed the stockholders that the Board of Directors, using its delegated power, approved the amendment to the Company’s By-Laws to allow the attendance, participation and voting of stockholders during the Company’s annual stockholders meeting by remote communication or in absentia, starting with the current meeting. This amendment is intended to align the Company’s By-Laws with the provisions of the Revised Corporation Code.

The Corporate Secretary explained that the delegated authority to amend the Company’s By-Laws was approved by at least 2/3 of the issued and outstanding stocks.

Upon motion duly made and seconded, the stockholders approved the following resolution:





**ASM Resolution No. 2022 – 3**

**“RESOLVED, that the stockholders of Asia Pacific Medical Center (APMC)- Aklan, Inc. (the “Company”) approve, as they hereby approve, ratify and confirm, all corporate acts, resolutions, business judgments, management proceedings, any and all succession, compensation and management, and performance-related decisions entered into or done by the Board of Directors, Corporate Officers and Management of the Company for the past year 2021, including all acts up to September 15, 2022.”**

The Corporate Secretary recorded the following votes for this item, the results of which were verified by the representatives of DT Accounting Services.

VOTE	Number of Votes (One share-One vote)	Percentages of shares represented
YES	201,550	93.69%
NO	0	0
ABSTAIN	0	0
Total	201,550	93.69%

The voting process complied with the one-share, one-vote principle under the Revised Corporation Code. The votes submitted through proxy documents were counted and added to the votes of the stockholders *in absentia* through the online voting portal.

**IX. ELECTION OF BOARD OF OFFICERS**

The Chairman announced that the next order of business was the election of the members of the Board of Directors for the year 2022-2023. He called the Corporate Secretary to explain the procedure for the nomination and election of officers.

The Corporate Secretary reiterated the qualification as basis for the nomination of directors under the Article III, Section 8 of the Company’s By-Laws. The By-Laws state that:

*“A stockholder, in addition to the requirements of law, must own or have in his name at least two hundred (200) blocks of common shares of capital stock of the corporation before he or she may be elected to the Board of Directors. Any director who ceases to be the owner of at least two hundred (200) blocks of common shares of the capital stock of the corporation shall thereby cease to be a Director. One block of common shares is equivalent of ten (10) common shares.”*

In order to provide the stockholders with the relevant information necessary to evaluate the experience and qualifications, and assess any potential conflicts of interest of the nominees, the following were disclosed:

1. The profiles of each nominee, including their age, citizenship, professional qualifications, and their board representation in other companies (if any)
2. The attendance report of each director, indicating the attendance of each director at each previous meetings of the Board and its committee, and in regular and special stockholders’ meetings.

The Corporate Secretary further stated that (a) directors are elected at each annual stockholders' meeting by stockholders entitled to vote; and (b) each director holds office until the next annual election or for a term of one (1) year and until its successor is qualified and elected, or unless he resigns, dies, or is removed prior to such election.

Dr. Quindor, Head of the Nominations and Elections Committee, presented the following nominees for Board of Directors for fiscal year 2022-2023 after proper screening of all the nominees and were determined to be qualified for nomination as members of the Board of Directors in the Company:

**Nominees for Regular Board of Directors:**

Dr. Joanne B. Abril  
 Dr. Gregory Joseph Ryan A. Ardeña  
 Dr. Simeon A. Arce, Jr.  
 Dr. Ferjenel G. Biron  
 Dr. Regina R. Buenafior  
 Dr. Marsha Lourdes P. Conanan-Morato  
 Dr. Meride Daulo-Lavilla  
 Dr. Eileen May B. Debuque  
 Dr. Nikki James C. Francisco  
 Dr. Claire B. Perez  
 Dr. Raymundo R. Quimpo  
 Dr. Danilo M. Regozo

**Nominees for Independent Directors:**

Dr. Delphine Joanne Quintana-Bartolome  
 Dr. Mary Karen Veronica R. Icamina  
 Dr. Darcy A. Quindor

Upon motion duly made and seconded the stockholders moved to elect the fifteen (15) nominees as directors of the Company for the year 2022-2023. Since no objection was made, the motion was carried and all the fifteen (15) nominees were elected as directors based on votes of stockholders represented in person and by proxy.

The Chairman announced that the fifteen (15) named nominees have been duly elected as members of the Board of Directors to serve for a term of one (1) year until their successors will have been qualified and elected. He requested the Corporate Secretary to record the votes for this agenda item

The following were the votes on the directors as:

Name of Nominee	Vote	Number of Votes
DR. JOANNE B. ABRIL	In favor	170, 223
	Abstain	0
	<b>Total</b>	170, 223
DR. GREGORY JOSEPH RYAN A. ARDEÑA	In favor	171, 956
	Abstain	0
	<b>Total</b>	171, 956
DR. SIMEON A. ARCE, JR	In favor	170, 011
	Abstain	0
	<b>Total</b>	170, 011





DR. FERJENEL G. BIRON	In favor	454, 825
	Abstain	0
	<b>Total</b>	454, 825
DR. REGINA R. BUENAFLOR	In favor	170, 325
	Abstain	0
	<b>Total</b>	170, 325
DR. MARSHA LOURDES P. CONANAN-MORATO	In favor	170, 228
	Abstain	0
	<b>Total</b>	170, 228
DR. MERIDE DAULO-LAVILLA	In favor	252, 915
	Abstain	0
	<b>Total</b>	252, 915
DR. EILEEN MAY B. DEBUQUE	In favor	170, 238
	Abstain	0
	<b>Total</b>	170, 238
DR. NIKKI JAMES C. FRANCISCO	In favor	170, 247
	Abstain	0
	<b>Total</b>	170, 247
DR. CLAIRE B. PEREZ	In favor	166, 955
	Abstain	0
	<b>Total</b>	166, 955
DR. RAYMUNDO R. QUIMPO	In favor	170, 105
	Abstain	0
	<b>Total</b>	170, 105
DR. DANILO C. REGOZO	In favor	267, 905
	Abstain	0
	<b>Total</b>	267, 905
DR. DELPHINE JOANNE QUINTANA-BARTOLOME (Independent Director)	In favor	170, 048
	Abstain	0
	<b>Total</b>	170, 048
DR. MARY KAREN VERONICA R. ICAMINA (Independent Director)	In favor	170, 415
	Abstain	0
	<b>Total</b>	170, 415
DR. DARCY A. QUINDOR (Independent Director)	In favor	170, 158
	Abstain	0
	<b>Total</b>	170, 158

The voting process complied with the cumulative voting principle under the Revised Corporation Code. Based on the existing process, there were no votes submitted through proxy documents.

Upon motion duly made and seconded, the stockholders approved the following resolution:



**ASM Resolution No. 2022 – 4**

**“RESOLVED, that the stockholders of Asia Pacific Medical Center (APMC)- Aklan, Inc. (the “Company”) approve, as they hereby approve election of the fifteen (15) nominees as Board of Directors for the year 2022-2023 until successors are elected.”**

On behalf of the directors, the Chairman thanked the stockholders for their trust and confidence in electing them as members of the Board of Directors of the Company.

**X. APPOINTMENT OF EXTERNAL AUDITOR**

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The Chairman informed the stockholders that the next agenda is the appointment of the External Auditor.

Dr. Delphine Joanne Bartolome, Audit Committee Chair informed the body that the Audit Committee evaluated the performance of the corporation’s External Auditor, and found it satisfactory. After careful deliberation and evaluation, the Audit Committee endorsed the re-appointment of Mendoza Quirido & Co. represented by Mr. Richard Quirido as the Company’s external auditor for the year 2022-2023. On behalf of the the Board of Directors of the Company, the Chairman endorsed to the stockholders for approval the appointment of Mendoza Quirido & Co. as the Company’s external auditor for the year 2022-2023.

Upon motion made and duly seconded, the following resolution was approved by the stockholders:

**ASM Resolution No. 2022 – 5**

**“RESOLVED, that the stockholders of Asia Pacific Medical Center (APMC)- Aklan, Inc. (the “Company”) approve, as they hereby approve the appointment of Mendoza Quirido & Co. represented by Mr. Richard Quirido as the Company’s External Auditor for the year 2022-2023.”**

The Corporate Secretary recorded the following votes for this item, the results of which were verified by the representatives of DT Accounting Services.

VOTE	Number of Votes (One share-One vote)	Percentages of shares represented
YES	201,550	93.69%
NO	0	0
ABSTAIN	0	0
Total	201,550	93.69%

The voting process complied with the one-share, one-vote cumulative voting principle under the Revised Corporation Code. The votes submitted through proxy documents were counted and added to the votes of the stockholders *in absentia* through the online voting portal.



## **XI. CONSTRUCTION AND INTERIOR DESIGN UPDATES**

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The Chairman announced that the next order of business was the updates on the Construction and Interior Design. Dr. Raymundo R. Quimpo, Head of the Construction Committee, reported to the stockholders the latest accomplishment as of September 9, 2022. It was then followed by the reporting of Dr. Gregory Joseph Ryan A. Ardeña on the Interior Design Update tackling designs in every room, floor and department of the hospital.

According to his report, the project has three-year construction duration, counting Day 01 from November 22, 2019, to March 2023. To date, it has been running on its 34th month or 130 weeks since Day 01. The **Civil & Structural Works** for the Main Building is now substantially complete at **100%**.

**Architectural Works** include laying out for walls on the 2<sup>nd</sup> to 5<sup>th</sup> floors, as well as skim coating and surface preparation for rough areas and soffits. The mock-ups created by the specialty contractors have been completed, and the awarding of the contracts for the vinyl floors was initiated. The architectural schedule has already been coordinated with the schedules of the other trades, resulting in an accomplishment gain of **8.01%**.

The **Plumbing Works** is at 68.23% which is delayed due to the delay of Structural works and strict health restrictions imposed by LGUs. Current on-site activity includes installing stub outs and laying out of piping works for water lines, sanitary lines and drain lines at basement level to helipad level and installation of site development drainage lines.

**Fire Protection Works** Contractors are focusing on the installation of pipes, including the main line and branch lines, for the wet & dry stand pipes with accomplishment of **49.63%**.

**Electrical Contractor** currently on realignment due to the delays and are currently rectifying & installing electrical rough-Ins, installation and fabrication of support for risers of main feeder lines connected to Electrical rooms to Distribution Panels. Progress completion as of to date is **19.19%**.

The **Electronics & Auxillary** Contractor are working roughing ins of FDAS horizontal installations of cable trays, CCTV, Voice & Data Piping, Nurse Call bringing combined progress of **62.50%**.

The **Mechanical** contractor with completion of **32.80%**. Ongoing works are hanger installation for exhaust, fresh air and ACU ductings for Ground to 6<sup>th</sup> Floor. In addition, they are now installing ductworks for the Pressurization system.

**Perimeter Fence** as part of Site Development with concreting of perimeter foundation walls, CHB wall laying, road preparation for concreting is at **97.18%** completed.



SCOPE OF WORK	CONTRACTOR	Previous Month	Progress This Period	Progress Gained
Structural	Trass Construction	100%	100%	
Plumbing	24"Guage Construction. Inc	66.30%	68.23%	1.93%
Electrical	RMT electrical works	18.46%	19.19%	0.73%
Mechanical	JRDM Builders Corp	30.48%	32.81%	2.33%
Fire Protection	24"Guage Construction. Inc	46.99%	49.63%	2.64%
Electronics & Auxillary	Synchronized Solutions Inc	60.24%	62.50%	2.26%
Architectural	Trass Construction	6.41%	8.01%	1.60%
Perimeter Fence & Roadworks	Trass Construction	91.88%	97.18%	5.30%

Dr Gregory Joseph Ryan Ardeña, Head of Interior Design Committee, presented to the attendees the renders of the hospital façade, explained the inspiration of the hospital design, showed the artist's perspective of the hospital main lobby, the approved wall tiles, elevator lobby tiles and floor tiles, escalator finish, elevator marble cladding and termination, and elevator specifications.

He showed the perspectives for the nurses' station (which will have a solid white surface, HPL glossy white body, and Carrara marble tiles as accent), perspectives for the private room, ward, isolation private room, hallway, emergency room, VIP private room, premium private room, conference room, food hall, outdoor dining, and executive lounge. He also gave updates on the private room, ward, and toilet mock-up, simulated swatches for toilet and bath tiles per patient room types.

The ward will have a neutral color wall, will be able to accommodate two beds with a varifold wall to separate them. Construction of mock-up of our ward is currently ongoing. The isolation private room will have an anteroom with cabinets for PPE and two daybeds for folks of the patient. Isolation private mock-up is also being constructed. The mock-up of our hallway is also ongoing. Led T5 daylight with acrylic light diffuser will be utilized on the sides of the ceiling of the hallways to avoid glare on the patient while being transported to their room.

Dr Ardeña also presented again the perspective of our emergency room, VIP private room, Premium private room, conference room and food hall in the seventh floor, outdoor dining, and executive lounge which is exclusive for the stockholders.

## XII. OPEN FORUM

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The Chairman then asked the stockholders if there were any matters they wished to raise.

Dr Johnna De Jose inquired regarding the future plans of the hospital. Dr Arce, President of APMC Aklan responded to this query. He informed the attendees that we currently doing our 20-year financial projection spearheaded by our Vice Chairman, Dr Debuque. The same shall be submitted to the Board of Investments. Dr Debuque informed the body that corporation plans to engage in medical tourism primarily because of Boracay. The primary objective of which is to provide medical services that are of international standards to medical tourists. The corporation also plans to put up special services and facilities such as neurology clinic, peritoneal dialysis, and many others, to cater to the



needs and management of patients on a subspecialty level. We also plan to put up urgent care clinics in the seventeen towns of Aklan to cater to the needs of Aklanon down to the community level. APMC Aklan will also upgrade to a level 3 healthcare facility, become a training hospital, and produce graduates that will eventually become our future specialists and subspecialists. Building expansion is also included in our financial projection.

Dr May Urbanozo-Ignacio also inquired the following question: "Since Kalibo is the gateway to Boracay, the possibility of being exposed to emerging and re-emerging diseases is very high. What can APMC Aklan offer to better serve the Aklanons if another surge occurs?". Dr Arce informed the body that APMC revised the floor plan and designated the fifth floor to become our infectious floor which will have a separate ICU, hemodialysis center, operating room and delivery room. Dr Abril, infectious specialist and APMC Aklan Treasurer, further explained that APMC "prepared a complete healthcare facility with advanced technology specifically for emerging and re-emerging infectious diseases just like Covid-19. We have a designated infectious floor, located in the fifth floor of the building. All rooms are negative pressure rooms. I think we are ready for the incoming surge of emerging and re-emerging infectious diseases."

Dr Meride Lavilla asked Dr Arce this question: "How is Asia Pacific Medical Center Aklan related to Asia Pacific Medical Center Iloilo and Asia Pacific Medical Center Bacolod? Can investors or shareholders enjoy the same benefits that they will enjoy in your facility?" Dr Arce responded: "It is everybody's dream to have a complete or well-equipped hospital. We are working hard for the realization of this dream. Aside from being more equipped, we have a complete array of specialists and subspecialists who will attend to the needs of our patients. We have a memorandum or agreement with Asia Pacific Medical Center Iloilo as well as Asia Pacific Medical Center Bacolod in case we have to transfer a patient, and the patient can also avail of the benefits based on the policies of both hospitals (Iloilo and Bacolod). APMC Iloilo and Bacolod are sister companies of Asia Pacific Medical Center Aklan.

### **XIII. ADJOURNMENT**

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The Chairman then asked the stockholders if there were any concerns they wanted to be discussed. No other questions or agenda were raised. Thus, upon motion duly made and seconded, the meeting was adjourned at 1146H.

The Chairman thanked the stockholders who participated in the stockholders' meeting today. The next Annual Stockholders' Meeting is scheduled on the second Saturday of April 2022.

#### **SGD. DR. MARSHA LOURDES P. CONANAN-MORATO**

Corporate Secretary

ATTESTED:

**SGD. DR. FERJENEL G. BIRON**

Chairman

**SGD. DR. SIMEON A. ARCE, JR.**

President

NOTED:

**SGD. BONNIE VEE S. DELA TORRE, CPA**

Head- Board of Election Inspector, DT Accounting Services



**LIST OF OFFICERS PRESENT**


<b>NAME</b>	<b>POSITION</b>
Dr. Ferjenel G. Biron	Chairman – Board of Director
Dr. Eileen May B. Debuque	Vice-Chairman- Board of Director
Dr. Simeon A. Arce, Jr.	President/ Chief Executive Officer- Board of Director
Dr. Meride Daulo-Lavilla	Vice-President- Board of Director
Dr. Marsha Lourdes P. Conanan-Morato	Corporate Secretary- Board of Director
Dr. Nikki James C. Francisco	Assistant Corporate Secretary- Board of Director
Dr. Joanne B. Abril	Corporate Treasurer- Board of Director
Dr. Claire B. Perez	Assistant Corporate Treasurer- Board of Director
Dr. Gregory Joseph Ryan A. Ardeña	Board of Director/ Head- Interior Design Committee
Dr. Regina R. Buenaflor	Board of Director
Dr. Raymundo R. Quimpo	Board of Director/ Head- Construction Committee
Dr. Danilo C. Regozo	Board of Director
Dr. Delphine Joanna Quintana-Bartolome	Independent Director
Dr. Mary Karen Veronica R. Icamina	Independent Director
Dr. Darcy A. Quindor	Independent Director
Dr. Romeo A. Abayon	Founder
Dr. Ma. Ester L. Alfaro	Founder
Dr. Maribel J. Arce	Founder/ Office Manager
Dr. Ramel Ramon M. Balbastro	Founder
Dr. Romulo Barrameda	Founder
Dr. Patrick Dexter M. Buenaflor	Founder
Dr. Johnna G. De Jose	Founder
Dr. Marymil Dignadice	Founder
Dr. Roel A. Escanillas	Founder
Dr. Edmundo B. Fernandez, Jr.	Founder
Mr. Lemuel Fernandez	Founder
Dr. Jessore I. Isidro	Founder
Dr. Amado Lavallo, Jr.	Founder
Dr. Josefa Roberta A. Magallanes	Founder
Dr. Ike Minerva	Founder
Dr. Harriet Navarro	Founder
Dr. Ester F. Palma	Founder
Dr. Ruben Ramirez	Founder
Dr. Fredilyn Samoro	Founder
Dr. Pauleen M. Sazon	Founder
Dr. Peter Myron Jun O. Torres	Founder
Dr. Agnes Jean Villaflor	Founder
Atty. Maylene Villanueva	Legal Counsel/ Compliance Officer
Mr. Bonnie Vee Dela Torre	Chief Accounting Officer/ Board of Election Inspector
Mr. Richard Quirido	External Auditor





Signatures below of the Board of Directors of Asia Pacific Medical Center-Aklan Inc., signify that they agreed with the contents of the minutes and Board Resolutions which were discussed during the Annual Stockholders' Meeting held on 15 September 2022 via zoom teleconference.

  
DR. FERJENEL G. BIRON

  
DR. SIMEON A. ARCE, JR

  
DR. EILEEN MAY B. DEBUQUE

  
DR. MERIDE D. LAVILLA

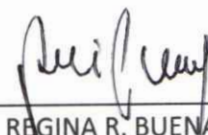
  
DR. MARSHA LOURDES CONANAN-MORATO


  
DR. NIKKI JAMES C. FRANCISCO

  
DR. JOANNE B. ABRIL

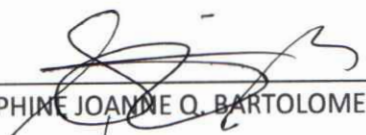
  
DR. CLAIRE B. PEREZ

  
DR. GREGORY JOSEPH RYAN A. ARDEÑA

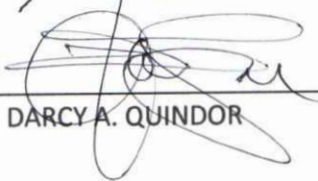
  
DR. REGINA R. BUENAFLOR

  
DR. RAYMUNDO R. QUIMPO

  
DR. DANILO C. REGOZO


  
DR. DELPHINE JOANNE O. BARTOLOME

  
DR. MARY KAREN VERONICA R. ICAMINA

  
DR. DARCY A. QUINDOR

Noted by:

Attested by:

  
DR. MARSHA LOURDES P. CONANAN-MORATO  
Corporate Secretary

  
DR. FERJENEL G. BIRON  
Chairman



## **MANAGEMENT REPORT AS OF JUNE 30, 2023**

### **A. DESCRIPTION OF BUSINESS**

Asia Pacific Medical Center - Aklan Inc. (formerly known as Allied Care Experts Medical Center – Aklan Inc.) is a stock corporation duly organized and registered under the laws of the Republic of the Philippines and granted corporate existence by the Securities and Exchange Commission on 06 December 2017.

The company was established to maintain, operate, own, and manage hospitals, medical and related healthcare facilities and businesses such as, but without restriction to clinical laboratories, diagnostic centers, ambulatory clinics, condo hospitals, scientific research and other allied undertakings and services which shall provide medical, dental, nursing, therapeutic, paramedic, or similar care, provided that purely professional, medical or dental services shall be performed by duly qualified physicians or dentists who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

To support the construction of its first project, the company applied for a secondary license for the issuance of securities. It was issued its Permit to Offer Securities on 29 June 2021 thru SEC MSRD Order No. 36 Series of 2021.

As of July 15, 2023, the total percentage of completion of the construction of the multi-disciplinary hospital constructed by the Company is 88.57s%.

It is the mission of APMC-AI to set up a Level 2 Health Care facility with an organized, systematic, cost-effective, sympathetic and holistic approach to its goal in providing the best quality and justifiable medical services to its clients and stakeholders.

APMC-AI will accomplish its purpose by the acquisition of complete and world-class facilities, provide service through medical specialists who are competent and fully qualified in their line of work, and have equally efficient well motivated employees and management staff.

Asia Pacific Medical Center – Aklan Inc. will be a 7-storey, 216-bed capacity hospital with a roof deck. A total of 192 available parking slots in a total floor area of 33,522.36 sq. m. constructed in a 9,656 sq. m. property located at Judge Martelino Road, Barangay Andagao, Kalibo, Aklan. It will provide services to residents of Kalibo, Aklan, nearby Barangays and Municipalities, and even to the neighboring provinces which are considered its catchment areas. APMC-AI will be a multidisciplinary specialty medical facility that will house medical specialists who are subscribers to the capital stock of the Corporation. The intended and considered markets for its shares are mostly medical specialists and individuals who are related to the medical specialists.

The issuer belongs to the industry which caters to the need of the public and medical, surgical and dental specialist for hospital facilities. There are no recognized trends within such an industry. The geographic area of competition is in Bacolod City wherein the following Hospitals are operating: Saint Gabriel Medical Center, Saint Jude Hospital, Aklan Cooperative Mission Hospital, Panay Health Care Multipurpose Cooperative Hospital and Dr. Rafael S. Tumbokon Memorial Hospital.





<b>NAME OF HOSPITAL</b>	<b>ADDRESS</b>	<b>BED CAPACITY</b>	<b>CATEGORY</b>	<b>LEVEL OF CLASSIFICATION</b>
Saint Gabriel Medical Center	GM Reyes Street, Kalibo, Aklan	120	Private	2
Saint Jude Hospital	F. Quimpo Street, Kalibo, Aklan	25	Private	1
Aklan Cooperative Mission Hospital	Andagao, Kalibo, Aklan	50	Private	1
Panay Health Care Multipurpose Cooperative Hospital	Estancia, Kalibo, Aklan	100	Private	2
Dr. Rafael S. Tumbokon Memorial Hospital	Mabini Street, Kalibo, Aklan	300	Public	2

The strategic location of Asia Pacific Medical Center-Aklan Inc. primarily influences the decision of the medical specialists to subscribe to the shares of stock in Asia Pacific Medical Center –Aklan Inc. Once the Doctor decides where to practice, price and quality of facility management come as the next factors. Good location, proximity to patients, reasonableness of the offer price and quality of the facilities enable Asia Pacific Medical Center-Aklan Inc. to effectively compete with its competitors within the area.

APMC-AI is primarily owned and managed by doctor specialists who have established medical practice in the locality. This unique set up is a strong strategic factor of the hospital since each doctor-owner has established patient following in their respective fields. Furthermore, the roster of local medical practitioners who have signified their commitment to the hospital is very significant.

The company places itself as a center for Clinical Competence and Patient Safety. Among its flagship plans, will be the creation of a High-Risk Pregnancy and Infertility Center, Wellness and Aesthetic Center, Eye Center, Oncology Center and Transfusion Unit, Cardiovascular and Pulmonary Center, Kidney Transplant Center and among other services, the hospital is preparing to build a Neuro-laboratory and Nutrition and Dietetics.

The hospital will also offer both preventive and medical treatment packages at a very competitive cost, if not lesser than the nearby hospital facilities, without compromising the quality of healthcare service it delivers to its patients. The hospital will also make sure that by following the policies of the Credentialing and Privileging Committee, the medical staff of APMC-Aklan Inc. are clinically competent and certified specialists.

Aside from these, patients will find a better ambiance with Asia Pacific Medical Center-Aklan Inc. due to its carefully planned, designed, constructed hospital building. Its advantage is not simply its newly built structure, but it also boasts of new facilities and equipment, plus the competency of its Medical Specialists.



## **Suppliers and Major Contractors**

The main contractor of the hospital is TRASS Construction Co. Inc. which is based in Cebu City. Some of the major suppliers for this project are as follows: Interior Designer Ms. Kathleen Fritzie D. Grey, Synchronized Solutions for Electronics and Auxiliary Works, JRDM Builders Corp. for Mechanical Works, RMT for Electrical Works and 24 Inch Gauge Construction Inc. for Plumbing and Fire Protection Works.

The aforementioned contractors are suppliers of goods and services relating to the construction of the hospital building.

## **Transactions with and/or Dependence on Related Parties**

The Company, in the normal course of business, has entered into transactions with related parties principally consisting of:

### ***Advances from Shareholders***

This account represents advances made by its shareholders in support of the Company's building construction requirements. These advances are non-interest bearing and to be paid subject to availability of funds and/or the Board may decide to convert said advances to equity in the distant future. Advances from shareholders amounted to P131,550,384.14 as of June 30, 2023.

## **B. SECURITIES OF THE REGISTRANT**

### **Market Price**

Asia Pacific Medical Center-Aklan Inc. will market and offer its securities through its salaried employee/s who will act as salesmen. These organic employee/s are well aware of the mission and vision of the Hospital and are accustomed with Hospital operations. Management believes that the strategic location of the Hospital, the facilities and the services it will provide, and the people behind the Hospital, are sufficient to entice medical specialists and prospective investors to consider the offer. APMC-AI will greatly rely on these organic salesmen and the satisfied patients to spread the word about the facilities the Hospital can offer.

Asia-Pacific Medical Center - Aklan Inc. (formerly known as Allied Care Experts Medical Center – Aklan Inc.) is offering 3,542 blocks of common shares in tranches, through a series of offerings at an offer price in progressive amounts.

The staggered Offer Price per series of shares for sale to the public was arrived at by considering several factors including but not limited to: the timing of purchase relative to the completion of the Hospital and its facilities, the number of applicants the Hospital could serve and accommodate, the total development costs based on cost assessments of the engineers, architects and other professionals hired for the project, comparable price of similarly situated structure with similar facilities, market demand, risk undertaken by the original stockholders, the exclusive and premium nature of the Hospital and its intended patients and the acceptability of the pricing strategy to the current market.





The breakdown of the Offer Price is presented as follows:

<u>Common Shares</u>	<u>Number of Blocks</u>	<u>Maximum Proposed Series of Selling Price per block</u>
1 <sup>st</sup>	1,942 blocks	Php 250,000per block
2 <sup>nd</sup>	1,200 blocks	Php 300,000 per block
3 <sup>rd</sup>	400 blocks	Php 350,000 per block

The first 1,048 blocks had been sold at the price of Php 250,000.00 per block by the third quarter of 2021 until August of 2022. The 2<sup>nd</sup> and 3<sup>rd</sup> series will never be offered until the 1<sup>st</sup> series had been sold out. The offered shares are not listed in the Exchange and are issued over the counter only, through the Company’s employees acting a salesperson as reflected in its Registration Statement. The percentage of public ownership of the Company as of December 31, 2022 is 5%.

The 3600 blocks that were offered to the public are sold primarily to Medical Specialists who possess the minimum qualifications and are deemed fit to practice, upon recommendation by the credentials Committee and approved by the Board and Management of APMC- Aklan Inc. Other purchasers are non-medical specialists who are related to medical specialists and those who purchased the shares purely for investment purposes.

**Holders**

There are approximately 40 founders and 1013 holders of Common Shares of the company as of July 27, 2023.

Dr. Ferjenel G. Biron is the only record and/or beneficial owner of more than 5% of any class of registrant’s voting securities as of July 27, 2023.

<b>Class</b>	<b>Names / Address of Record Owner</b>	<b>Name of Beneficial Owner/Relationship with Record Owner</b>	<b>Citizenship</b>	<b>Number of Shares Held</b>	<b>% to Total Outstanding Shares</b>
<b>Common Founder</b>	Biron, Ferjenel G. /82 Firefly cor. Butterfly St., Valle Verde VI, Pasig City	Biron, Ferjenel G. / Record Owner is also Beneficial Owner	Filipino	33,890 110	15.81%



The following founders are the top 20 stockholders of record and/or beneficial owners as of July 27, 2023:

<b>Class</b>	<b>Name/ Address of Record Owner</b>	<b>Name of Beneficial Owner/ Relationship with Record Owner</b>	<b>Citizenship</b>	<b>Number of Shares Held</b>	<b>(%) Total Outstandin g Shares</b>
Common Founder	Biron, Ferjenel G./ 82 Firefly cor. Butterfly St., Valle Verde VI, Pasig City	Biron, Ferjenel G./ Record Owner is also Beneficial Owner	Filipino	33,890  110	15.81%
Common Founder	Perez, Claire B./ 0248 Acevedo St., Kalibo, Aklan	Perez, Claire B./ Record Owner is also Beneficial Owner	Filipino	10,170  30	4.74%
Common Founder	Alfaro, Ma. Ester L./ Nalook Kalibo, Aklan	Alfaro, Ma. Ester L./ Record Owner is also Beneficial Owner	Filipino	6,780  20	3.16%
Common Founder	Arce, Maribel J./ Arce Compound, 1021 Roxas Ave. Ext., Andagao, Kalibo, Aklan	Arce, Maribel J./ Record Owner is also Beneficial Owner	Filipino	6,780  20	3.16%
Common Founder	Arce, Simeon A./ Arce Compound, 1021 Roxas Ave. Ext., Andagao, Kalibo, Aklan	Arce, Simeon A./ Record Owner is also Beneficial Owner	Filipino	6,780  20	3.16%
Common Founder	Buenafior, Regina R./ Sitio San Antonio, Mangan, Banga, Aklan	Buenafior, Regina R./ Record Owner is also Beneficial Owner	Filipino	6,780  20	3.16%
Common Founder	Buenafior, Patrick Dexter M./ Sitio San Antonio, Mangan, Banga, Aklan	Buenafior, Patrick Dexter M./ Record Owner is also Beneficial Owner	Filipino	10,170  30	4.74%
Common Founder	Daulo- Lavilla, Meride/Lot 11 Block 6	Daulo-Lavilla, Meride/ Record Owner is also Beneficial Owner	Filipino	6,790  10	3.16%





	Phase I, Pasacao St., Puerto Real Subd., Lapaz, Iloilo City				
Common Founder	Dignadice, Marymil B./ 060 Tigayon, Kalibo, Aklan	Dignadice, Marymil B./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Isidro, Jessore I./#33 Maple Road Mckinley Hill Village, Tagui g NCR Fourth District	Isidro, Jessore I./Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Torres, Peter Myron Jun O./ Vizcarra Subd., Kalibo, Aklan	Torres, Peter Myron Jun O./ Record Owner is also Beneficial Owner	Filipino	6,780 20	3.16%
Common Founder	Abril, Joanne B./ 731 Pook Interior, Kalibo, Aklan	Abril, Joanne B./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Ardeña, Gregory Joseph Ryan A./ #78 Villa Ester Subd., New Buswang, Kalibo, Aklan	Ardeña, Gregory Joseph Ryan A./Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Quintana- Bartolome, Delphine Joanne C./299 J. Isberto Rd., Tigayon, Kalibo, Aklan	Quintana- Bartolome, Delphine Joanne C./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%
Common Founder	Conanan- Morato, Marsha Lourdes P./ Hacienda Caridad Subdivision, Tigayon, Kalibo, Aklan	Conanan-Morato, Marsha Lourdes P./ Record Owner is also Beneficial Owner	Filipino	3,390 10	1.58%



Common Founder	Debuque, Eileen May B./ Osmeña Avenue, Tigayon, Kalibo, Aklan	Debuque, Eileen May B./ Record Owner is also Beneficial Owner	Filipino	3,390  10	1.58%
Common Founder	Francisco, Nikki James C./ #214 Querico Romero Rd. Linabuan Norte, Kalibo, Aklan	Francisco, Nikki James C./ Record Owner is also Beneficial Owner	Filipino	3,390  10	1.58%
Common Founder	Icamina, Mary Karen Veronica R./ Archbishop Reyes St. Kalibo, Aklan	Icamina, Mary Karen Veronica R./ Record Owner is also Beneficial Owner	Filipino	3,390  10	1.58%
Common Founder	Quimpo, Raymundo R./ 645 Osmeña Avenue, Brgy. Estancia, Kalibo, Aklan	Quimpo, Raymundo R./ Record Owner is also Beneficial Owner	Filipino	3,390  10	1.58%
Common Founder	Quindor, Darcy A./ #660 Mabulay Rd., Brgy. Linabuan Norte, Kalibo, Aklan	Quindor, Darcy A./ Record Owner is also Beneficial Owner	Filipino	3,390  10	1.58%

The company is not yet operating its hospital hence there is no unrestricted retained earnings that could be used for dividends.

#### **RECENT SALE OF UNREGISTERED OR EXEMPT SECURITIES**

There has been no recent sale of unregistered or exempt securities as all of the Two Hundred Forty Thousand issued shares (240,000) of the Company are registered securities.





**C. MANAGEMENT’S DISCUSSION AND ANALYSIS (MD & A) or PLAN OF OPERATION AS OF 30 JUNE 2023**

**Plan of Operation**

Hospital construction is targeted to be complete in the second quarter of 2023 and hospital operation is set to start anytime during the third quarter of the same year.

Financial requirements of the corporation during the next twelve (12) months stem from the completion of the hospital structure including its interiors, procurement of additional hospital equipment and additional salaries for the expected increase in manpower during the start of the hospital operation. Hiring for the needed employees will commence about three (3) months prior to the target starting date of operation which will be set for the orientation and training of both the medical and paramedical staff.

Current financial position depends on the infusion of capital from the remaining shares from IPO and the loan facility granted by Development Bank of the Philippines. With the increasing demands especially that completion target has been set, the corporation must maximize all means to market and sell offered shares to the public. Aside from the active selling of shares, the Company will use social media to encourage the public to invest in the hospital without prejudice to compliance with the provisions of the Securities and Regulation Commission regarding the marketing of the said shares. Payment of unpaid subscription by the stockholders was also called for to augment the cash position of the corporation.

At present the Company has four hundred twenty eight (428) employees and the Company has plans to hire additional employees within the next 12 months.

**MANAGEMENT’S DISCUSSION AND ANALYSIS**

**MANAGEMENT DISCUSSION AND ANALYSIS (MD&A) OR PLAN OF OPERATION**

Results of Operations (June 30, 2023 vs. December 31, 2022)

For the year ended			Horizontal Analysis		Vertical Analysis	
	30-Jun-23	31-Dec-22	Inc(Dec)	%	June 2023	December 2022
Revenue	P - P	-	P -	-	n/a	n/a
Direct Costs	-	-	-	-	n/a	n/a
Gross Profit	-	-	-	-	n/a	n/a
Other Income	36,417	74,764	(38,347)	-51%	n/a	n/a
Gross Income	36,417	74,764	(38,347)	-51%	n/a	n/a
General & Administrative Expenses	38,425,389	17,507,127	20,918,262	119%	n/a	n/a
Loss from Operations	(38,388,972)	(17,432,363)	(20,956,609)	120%	n/a	n/a
Income tax expense	-	-	-	-	n/a	n/a
Add(deduct)Comp income(loss)	-	-	-	-	n/a	n/a
Net Comprehensive loss for the year	P (38,388,972) P	(17,432,363)	P (20,956,609)	120%	n/a	n/a



#### *Other Income*

*Other income during June 30, 2023, is lower than December 31, 2022 at 51%. The decrease is due to the full swing of constructions, which require use of cash.*

#### *General and Administrative Expenses*

*General and administrative expenses for June 30, 2023, amounting to 38 Million. It is higher by 1.90% compared to December 31, 2022.*

#### *Finance Cost*

*No finance cost was incurred for the period June 30, 2023.*

#### *Loss for the year*

*Loss as of June 30, 2023 is 38 Million. The company is still in non-operational status and there is still no income to sustain the expenses.*

Financial Condition (June 30, 2023 and December 31, 2022)





	As at of June 30, 2023	As at of December 31, 2022	Horizontal Analysis		Vertical Analysis	
			Inc (Dec)	%	2023	2022
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and Cash Equivalents	57,015,194	59,719,045	(2,703,851)	-5%	4%	6%
Receivables	0	48,000	(48,000)	-100%	0%	0%
Advances to contractors	164,577,464	109,697,409	54,880,055	50%	11%	11%
Advances to supplier	108,993,248	41,961,083	67,032,165	160%	7%	4%
Prepaid Tax		64,270				
Due from Accountable Officers, Employees and IV	28,064	-	(36,206)	-56%	0%	0%
	330,613,970	211,489,807	119,124,163	56%	22%	100%
<b>Noncurrent Assets</b>						
Property and Equipment (net)	1,179,207,004	796,944,842	382,262,162	48%	78%	79%
Deffered Tax Asset - MCIT	10	-	10	0%	0%	0%
Other Funds and Deposit	2,517,314	-	2,517,314	0%	0%	0%
	1,181,724,328	796,944,842	384,779,486	33%	78%	79%
<b>TOTAL ASSETS</b>	<b>1,512,338,298</b>	<b>1,008,434,649</b>	<b>503,903,649</b>	<b>50%</b>	<b>100%</b>	<b>100%</b>
<b>LIABILITIES AND EQUITY</b>						
<b>Current Liabilities</b>						
Accounts and other Payables	36,471,379	4,676,098	31,795,281	680%	2%	0%
Retention Payable	50,285,470	37,368,844	12,916,626	35%	3%	4%
Advances from Shareholder	131,550,384	36,993,090	94,557,294	256%	9%	4%
Loans Payable	-	-	-	-	-	-
	218,307,233	79,038,032	139,269,201	176%	14%	8%
<b>Noncurrent Liabilities</b>						
Loans Payable	966,417,218	585,000,000	381,417,218	65%	64%	58%
	966,417,218	585,000,000	381,417,218	65%	64%	58%
<b>TOTAL LIABILITIES</b>	<b>1,184,724,451</b>	<b>664,038,032</b>	<b>520,686,419</b>	<b>78%</b>	<b>78%</b>	<b>66%</b>
<b>Shareholders' Equity</b>						
Share Capital	215,060,000	215,060,000	0	0%	14%	21%
Additional paid-in capital	221,814,944	200,217,500	21,597,444	11%	15%	20%
Deficit	(109,261,097)	(70,880,883)	(38,380,214)	54%	-7%	-7%
	327,613,847	344,396,617	(16,782,770)	-5%	22%	34%
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1,512,338,298</b>	<b>1,008,434,649</b>	<b>503,903,649</b>	<b>50%</b>	<b>100%</b>	<b>100%</b>

### Total Assets

Total assets increased from P1.003 billion to P1.512 billion, a 50% increase from December 31, 2022 to June 30, 2023. The increase was primarily due to an increase in Property and Equipment because of the bank loans and on-going construction of the hospital, respectively.

### Cash and cash equivalents

Cash and cash equivalents decreased by P2.703 million (5%), as a result of an increase in Property and Equipments and payments for on-going construction of the hospital.



### *Property and equipment*

*Property and equipment amounted to P1.179 billion as of June 30, 2023, which consists mainly of the land, construction in progress of the hospital building and hospital equipment, respectively.*

### *Total Liabilities*

*Total liabilities increased by P520.6 million from December 31, 2022 to June 30, 2023. The increase was primarily due to bank loans from the Development Bank of the Philippines.*

### *Current Liabilities*

*The increase in current liabilities by P139.2 million was mainly due to an increase in Furnitures and Machineries Equipment for hospital operational use.*

### *Equity*

*The 5% increase in total equity is due to the sale of stocks. The Company is still non-operational and most of the expenses incurred are in line with planning and construction.*

### Results of Operations (December 31, 2022 vs. December 31, 2021)

	For the year ended		Horizontal Analysis		Vertical Analysis	
	2022	2021	Inc(Dec)	%	2022	2021
Revenue	P -	P -	P -	-	N/A	N/A
Direct Costs	-	-	-	-	N/A	N/A
Gross Profit	-	-	-	-	N/A	N/A
Other Income	74,764	24,357	50,407	207%	N/A	N/A
Gross Income	74,764	24,357	50,407	207%	N/A	N/A
General & Administrative Expenses	17,507,127	24,642,317	(7,135,190)	-29%	N/A	N/A
Loss from Operations	(17,432,363)	(24,617,960)	7,185,597	-29%	N/A	N/A
Income tax expense	-	-	-	-	N/A	N/A
Add(deduct)Comp income(loss)	-	-	-	-	N/A	N/A
Net Comprehensive loss for the year	P (17,432,363) P	(24,617,960)	P 7,185,597	-29%	N/A	N/A

### *Other Income*

Other income during the period December 31, 2022 is higher than December 31, 2021 at 207%. What is currently being recorded as income is mostly interest income earned from bank deposits. During the year, we reflected a total of P74,764 other income, which is 207% higher than what was reported last year amounting to P24,357. This was mainly due to the funds that we parked in our bank accounts during the year.

### *General and Administrative Expenses*

General and Administrative Expenses decreased by 29% during the year. This is comparing the ending balances of 2022 and 2021.





*Loss for the Period*

Loss for the period December 31, 2022 is lower than in the same period December 31, 2021 by 29%. This due to the non-operational status of the Company. There is still no income to sustain the expenses.

Financial Condition (December 31, 2022 and December 31, 2021)

ASSETS	For the Years Ended		Horizontal Analysis		Vertical Analysis	
	2022	2021	Inc (Dec)	%	2022	2021
<b>CURRENT ASSETS</b>						
Cash and Cash Equivalents	59,719,045	85,619,715	(25,900,670)	-30%	6%	15%
Receivables	151,706,492	48,000	151,658,492	315955%	15%	0%
Prepaid Tax	64,270					
	<b>211,425,537</b>	<b>85,667,715</b>	<b>125,757,822</b>	<b>147%</b>	<b>21%</b>	<b>100%</b>
<b>NON-CURRENT ASSETS</b>						
Land	94,096,485	94,096,485	0	0%	9%	16%
Construction in Progress	702,384,661	409,611,040	292,773,621	0%	70%	69%
Furniture, Fixtures & Equipment-net	462,728	341,441	121,287	0%	0%	0%
Leasehold Improvements	968	12,590	(11,622)	0%	0%	0%
	<b>796,944,842</b>	<b>504,061,556</b>	<b>292,883,286</b>	<b>37%</b>	<b>79%</b>	<b>85%</b>
<b>TOTAL ASSETS</b>	<b>1,008,370,379</b>	<b>589,729,271</b>	<b>418,641,108</b>	<b>71%</b>	<b>100%</b>	<b>100%</b>
<b>LIABILITIES AND EQUITY</b>						
<b>CURRENT LIABILITIES</b>						
Accounts Payable	1,138,387	1,138,387	0	0%	0%	0%
Retention Payable	37,368,844	40,108,653	(2,739,809)	-7%	4%	6%
Withholding Tax Payable	965,106	811,330	153,776	19%	0%	0%
Other Payables	2,572,605	533,708	2,038,897	382%	0%	0%
Advances from Shareholders	36,993,090	53,011,364	(16,018,274)	-30%	0%	0%
Loans Payable		50,000,000	(50,000,000)	-100%	0%	0%
	<b>79,038,032</b>	<b>145,603,442</b>	<b>(66,565,410)</b>	<b>-46%</b>	<b>8%</b>	<b>23%</b>
<b>NON-CURRENT LIABILITIES</b>						
Loans Payable	585,000,000	195,000,000	390,000,000	200%	58%	31%
	<b>585,000,000</b>	<b>195,000,000</b>	<b>390,000,000</b>	<b>200%</b>	<b>58%</b>	<b>31%</b>
<b>TOTAL LIABILITIES</b>	<b>664,038,032</b>	<b>340,603,442</b>	<b>323,434,590</b>	<b>95%</b>	<b>66%</b>	<b>55%</b>
<b>EQUITY</b>						
Share Capital	215,060,000	193,837,000	21,223,000	11%	21%	31%
Additional paid-in capital	200,217,500	140,972,000	59,245,500	42%	20%	23%
Deficit	(70,880,883)	(53,448,520)	(17,432,363)	33%	-7%	-9%
<b>TOTAL EQUITY</b>	<b>344,396,617</b>	<b>281,360,480</b>	<b>63,036,137</b>	<b>22%</b>	<b>34%</b>	<b>45%</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1,008,434,649</b>	<b>621,963,922</b>	<b>386,470,727</b>	<b>62%</b>	<b>100%</b>	<b>100%</b>



### *Total Assets*

*Total assets increased from P621.9 million to P1.008 billion 62% increase from December 31, 2021 to December 31, 2022. The increase was primarily due to Advances to contractors and the ongoing construction of the hospital.*

### *Cash and cash equivalents*

*Cash and cash equivalents decreased by P25.9 million (30%), as a result of an increase in payments for on-going construction of the hospital..*

### *Receivables and Advances*

*The receivables amounting to P151.5 million as of December 31, 2022 consist mainly of advances to contractors and suppliers.*

### *Property and equipment*

*Property and equipment amounted to P796.4 million as of December 31, 2022, which consists mainly of the land and construction in progress of the hospital, respectively.*

### *Total Liabilities*

*Total liabilities increased by P386.4 million from December 31, 2021 to December 31, 2022. The increase was primarily due to bank loans from the Development Bank of the Philippines.*

### *Current Liabilities*

*The decrease in current liabilities by P66.5 million was mainly due to the payment of advances from stockholders and loans payable.*

### *Equity*

*The 22% increase in total equity is due to collections of subscription receivables during the period and the sale of stocks. The Company is still non-operational and most of the expenses incurred are in line with planning, construction and an increase in Property and equipment.*





Results of Operations (December 31, 2021 vs. December 31, 2020)

	For the Years Ended December 31		Horizontal Analysis		Vertical Analysis	
	2021	2020	Inc./ (Dec.)	%	2021	2020
Revenue	-	-	-	0%	N/A	N/A
Direct Cost	-	-	-	0%	N/A	N/A
Gross Profit	-	-	-	0%	N/A	N/A
Other Income	24,357	130,873	(106,516)	-81%	N/A	N/A
Gross Income	24,357	130,873	(106,516)	-81%	N/A	N/A
General and Administrative Expenses	24,642,317	10,637,799	14,004,518	132%	N/A	N/A
Loss from Operations	(24,617,960)	(10,506,926)	13,898,002	-132%	N/A	N/A
Finance Cost	-	-	-	0%	N/A	N/A
Net Loss Before Income Tax	(24,617,960)	(10,506,926)	(14,111,034)	134%	N/A	N/A
Income Tax Expense	-	-	-	0%	N/A	N/A
Net Loss for the year	(24,617,960)	(10,506,926)	(14,111,034)	134%	N/A	N/A
Other Comprehensive Income/(Loss) for the Year	-	-	-	0%	N/A	N/A
<b>Total Comprehensive Loss for the Year</b>	<b>(24,617,960)</b>	<b>(10,506,926)</b>	<b>(14,111,034)</b>	<b>134%</b>	<b>N/A</b>	<b>N/A</b>

*Other Income*

Other income during the period December 31, 2021 is lower than December 31, 2020 at 81%. What is currently being recorded as income is mostly interest income earned from bank deposits. During the year, we reflected a total of P24,357 in other income which is 81% lower than what was reported last year amounting to P130,873. This was mainly due to the funds that we parked in our bank accounts during the year.

*General and Administrative Expenses*

General and Administrative Expenses increased by 132% during the year. This is comparing the ending balances of 2021 and 2020. During the year, there was a significant increase in taxes paid in relation to our bank loan, thus increasing the amount reflected significantly at P9.18M equivalent to 970%. Salaries and professional fees also increased during the period.

*Loss for the Period*

Loss for the period December 31, 2021 is higher than the same period December 31, 2020 by 134%. This is due to the non-operational status of the Company. There is still no income to sustain the expenses.



Financial Condition (December 31, 2021 and December 31, 2020)

ASSETS	For the Years Ended		Horizontal		Vertical	
	2021	2020	Inc./ (Dec.)	%	2021	2020
<b>CURRENT ASSETS</b>						
Cash and Cash Equivalents	85,619,715	52,858,801	32,760,914	62%	14%	18%
Advances to contractors	32,234,651	5,986,328	26,248,323	438%	5%	2%
Receivables from suppliers	48,000	48,000	-	0%	0%	0%
Prepaid tax		64,270	(64,270.00)	-100%	0%	0%
	<u>117,902,366</u>	<u>58,957,399</u>	<u>58,944,967</u>	<u>100%</u>	<u>19%</u>	<u>20%</u>
<b>NON-CURRENT ASSETS</b>						
Land	94,096,485	94,096,485	-	0%	15%	32%
Construction in progress	409,611,040	138,320,827	271,290,213	196%	66%	47%
Office Equipment, furniture and fixtures - net	341,441	456,288	(114,847)	-25%	0%	0%
Leasehold improvements - net	12,590	24,212	(11,622)	-48%	0%	0%
	<u>504,061,556</u>	<u>232,897,812</u>	<u>271,163,744</u>	<u>116%</u>	<u>81%</u>	<u>80%</u>
<b>TOTAL ASSETS</b>	<b>621,963,922</b>	<b>291,855,211</b>	<b>330,108,711</b>	<b>113%</b>	<b>100%</b>	<b>100%</b>
<b>LIABILITIES AND EQUITY</b>						
<b>CURRENT LIABILITIES</b>						
Retention payable	40,108,653	6,128,569	33,980,084	554%	6%	2%
Accounts payable	1,138,387	-	1,138,387	0%	0%	0%
Withholding tax payable	811,330	517,402	293,928	57%	0%	0%
Other payables	533,708	32,082	501,626	1564%	0%	0%
Advances from shareholders	53,011,364	121,331,718	(68,320,354)	-56%	9%	
Loans payable	50,000,000	-	50,000,000	0%	8%	
	<u>145,603,442</u>	<u>128,009,771</u>	<u>17,593,671</u>	<u>14%</u>	<u>23%</u>	<u>44%</u>
<b>NON-CURRENT LIABILITIES</b>						
Loans payable	195,000,000	-	195,000,000	0%	31%	0%
	<u>195,000,000</u>	<u>-</u>	<u>195,000,000</u>	<u>0%</u>	<u>31%</u>	<u>0%</u>
<b>TOTAL LIABILITIES</b>	<b>340,603,442</b>	<b>128,009,771</b>	<b>212,593,671</b>	<b>166%</b>	<b>55%</b>	<b>44%</b>
<b>EQUITY</b>						
Share Capital	193,837,000	178,756,000	15,081,000	8%	31%	61%
Additional paid-in capital	140,972,000	13,920,000	127,052,000	913%	23%	5%
Deficit	(53,448,520)	(28,830,560)	(24,617,960)	85%	-9%	-10%
<b>TOTAL EQUITY</b>	<b>281,360,480</b>	<b>163,845,440</b>	<b>117,515,040</b>	<b>72%</b>	<b>45%</b>	<b>56%</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>621,963,922</b>	<b>291,855,211</b>	<b>330,108,711</b>	<b>113%</b>	<b>100%</b>	<b>100%</b>

*Total Assets*

*Total assets increased from P291.8 million to P621.9million 113% increase from December 31, 2020 to December 31, 2021. The increase was primarily due to an increase in Cash and Property and Equipment because of the bank loans and on-going construction of the hospital, respectively.*

*Cash and cash equivalents*

*Cash and cash equivalents increased by P58.9 million (100%), as a result of bank loans granted by the Development Bank of the Philippines (DBP) and advances to contractors.*





### *Receivables*

*The receivables amounting to P32.2 million as of December 31, 2021, consist mainly of advances to contractors.*

### *Property and equipment*

*Property and equipment amounted to P504 million as of December 31, 2021, which consists mainly of the land and construction in progress of the hospital building.*

### *Total Liabilities*

*Total liabilities increased by P212.5 million from December 31, 2021 to December 31, 2020. The increase was primarily due to bank loans from the Development Bank of the Philippines.*

### *Current Liabilities*

*The increase in current liabilities by P15.5 million was mainly due to the payment of advances from stockholders and loans payable.*

### *Equity*

*The 72% increase in total equity is due from collections of subscription receivables during the period and the sale of stocks. The Company is still non-operational and most of the expenses incurred are in line with planning and construction.*



Results of Operations (December 31, 2020 vs. December 31, 2019)

	For the year ended		Horizontal Analysis		Vertical Analysis	
	December 31, 2020	December 31, 2019	Inc (Dec)	%	2020	2019
Revenues	P-	P-	P-	-	n/a	n/a
Direct costs	-	-	-	-	n/a	n/a
Gross profit	-	-	-	-	n/a	n/a
Other income	130,873	1,037,529	(906,656)	(87%)	n/a	n/a
Gross income	130,873	1,037,529	(906,656)	(87%)	n/a	n/a
General and administrative expenses	(10,637,799)	(8,993,670)	1,644,129	18%	n/a	n/a
Loss from operations	(10,506,926)	(7,956,141)	(2,550,785)	32%	n/a	n/a
Income tax expense	-	-	-	-	n/a	n/a
Net loss for the year	(10,506,926)	(7,956,141)	(2,550,785)	32%	n/a	n/a
Add (deduct) comp income (loss)	-	-	-	-	n/a	n/a
Net comprehensive loss for the year	(10,506,926)	P(7,956,141)	P(2,550,785)	32%	n/a	n/a

*Other income*

*Other income during December 31, 2020 is lower than December 31, 2019 at 87%. The decrease is due to the termination of time deposit in January 2020.*

*General and Administrative Expenses*

*General and administrative expenses during December 31, 2020 are higher than December 31, 2019 by 18%. This is due to honorarium expenses and an increase in salaries and wages.*

*Finance Cost*

*No finance cost was incurred for the period ending December 31, 2020. All loans payable were settled on August 2, 2019.*

*Loss for the year*

*Loss as of December 31, 2020 is higher than in the same period December 31, 2019 by 32%. This is due to the non-operational status of the Company. There is still no income to sustain the expenses.*





Financial Condition (December 31, 2020 and December 31, 2019)

	As at December		Horizontal Analysis		Vertical Analysis	
	31, 2020	31, 2019	Inc (Dec)	%	2020	2019
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	P52,858,801	P40,385,161	12,473,640	31%	18%	26%
Receivables	6,034,328	-	6,034,328	n/a	2%	-
Prepaid tax	64,270	-	64,270	n/a	-	-
	58,957,399	40,385,161	18,572,238	46%	20%	26%
<b>Noncurrent Assets</b>						
Property and equipment (net)	232,897,812	113,811,387	119,086,425	105%	80%	74%
	232,897,812	113,811,387	119,086,425	105%	80%	74%
<b>TOTAL ASSETS</b>	<b>P291,855,211</b>	<b>P154,196,548</b>	<b>73,953,542</b>	<b>48%</b>	<b>100%</b>	<b>100%</b>
<b>LIABILITIES AND EQUITY</b>						
<b>Current Liabilities</b>						
Accounts and other payables	P6,678,053	P182	6,677,871	3669160%	2%	-
Advances from shareholders	121,331,718	-	121,331,718	n/a	42%	-
<b>TOTAL LIABILITIES</b>	<b>128,009,771</b>	<b>182</b>	<b>128,009,589</b>	<b>70334939%</b>	<b>44%</b>	<b>-</b>
<b>Equity</b>						
Share capital	178,756,000	158,600,000	20,156,000	13%	61%	103%
Additional paid-in capital	13,920,000	13,920,000	-	-	5%	9%
Deficit	(28,830,560)	(18,323,634)	(10,506,926)	57%	(10%)	(12%)
	163,845,440	154,196,366	9,649,074	6%	56%	100%
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>P291,855,211</b>	<b>P154,196,548</b>	<b>137,658,663</b>	<b>89%</b>	<b>100%</b>	<b>100%</b>

*Total Assets*

*Total assets increased from P291.9 million to P154.2 million, a 48% increase from December 31, 2019 to December 31, 2020. The increase was primarily due to an increase in Property and Equipment because of the on-going construction of the hospital.*

*Cash and cash equivalents*

*Cash and cash equivalents increased by P12.5 million (31%), as a result of the additional collection of subscription receivable from capital stock.*



### *Receivables*

*The receivables amounting to P6.0 million as of December 31, 2020 consist mainly of advances to contractors.*

### *Property and equipment*

*Property and equipment amounted to P232.9 million as of December 31, 2020, which consists mainly of the land and construction in progress of the hospital building.*

### *Total Liabilities*

*Total liabilities increased by P128.0 million from December 31, 2019 to December 31, 2020. The increase was primarily due to retention payable and advances from stockholders to finance the construction of the hospital building.*

### *Current Liabilities*

*The increase in current liabilities by P128.0 million was mainly due to retention payable and advances from stockholders to finance the construction of the hospital building.*

### *Equity*

*The 6% increase in total equity is due to the collection of subscription receivables during the period. The Company is still non-operational and most of the expenses incurred are in line with planning and construction.*





Results of Operations (December 31, 2019 vs. December 31, 2018)

	For the year ended		Horizontal Analysis		Vertical Analysis	
	31-Dec-19	31-Dec-18	Inc(Dec)	%	June 2022	June 2021
Revenues	P-	P-	P-	-	n/a	n/a
Direct costs	-	-	-	-	n/a	n/a
Gross profit	-	-	-	-	n/a	n/a
Other income	1,037,529.00	120,525.00	917,004.00	761%	n/a	n/a
Gross income	1,037,529.00	120,525.00	917,004.00	761%	n/a	n/a
General and administrative expenses	8,993,670.00	9,305,417.00	(311,747.00)	-3%	n/a	n/a
Loss from operations	(7,956,141.00)	(9,184,892.00)	(1,228,751.00)	13%	n/a	n/a
Income tax expense	-	-	-	-	n/a	n/a
Net loss for the year	(7,956,141.00)	(9,184,892.00)	(1,228,751.00)	13%	n/a	n/a
Add (deduct) comp income (loss)	-	-	-	-	n/a	n/a
Net comprehensive loss for the year	(7,956,141.00)	(9,184,892.00)	(1,228,751.00)	13%	n/a	n/a

*Other income*

*Other income during December 31, 2019 was higher than December 31, 2018 at 761%. The increase is due to the increase in outstanding cash balances every end of the month.*

*General and Administrative Expenses*

*General and administrative expenses during December 31, 2019 are lower than December 31, 2018 by 3%. This is due to a decrease in training and seminars.*

*Finance Cost*

*No finance cost was incurred for the period December 31, 2019 and 2018.*

*Loss for the year*

*Loss as of December 31, 2019 is lower than in the same period December 31, 2018 by 13%. This is due to the non-operational status of the Company. There is still no income to sustain the expenses.*



Financial Condition (December 31, 2019 and December 31, 2018)

	As at December 31	As at December 31	Horizontal Analysis		Vertical Analysis	
	2019	2018	Inc (Dec)	%	2019	2018
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash Equivalents	40,385,161.00	47,037,092.00	(6,651,931.00)	-14%	26%	33%
Prepayment	-	1,207,000.00	-	-	-	1%
	40,385,161.00	48,244,092.00	(7,858,931.00)	-16%	26%	34%
<b>Noncurrent Assets</b>						
Property and equipment (net)	113,811,387.00	94,361,291.00	19,450,096.00	21%	74%	66%
	113,811,387.00	94,361,291.00	19,450,096.00	21%	74%	66%
<b>TOTAL ASSETS</b>	<b>154,196,548.00</b>	<b>142,605,383.00</b>	<b>11,591,165.00</b>	<b>8%</b>	<b>100%</b>	<b>100%</b>
<b>LIABILITIES AND EQUITY</b>						
<b>Current Liabilities</b>						
Accounts and other Payables	182.00	11,412,876.00	(11,412,694.00)	-100%	0%	8%
Loans Payable	-	5,000,000.00	(5,000,000.00)	-100%	0%	4%
	182.00	16,412,876.00	(16,412,694.00)	-100%	0%	12%
<b>Noncurrent Liabilities</b>						
Loans Payable	-	15,000,000.00	(15,000,000.00)	-100%	0%	11%
Advances from officers		21,000,000.00	(21,000,000.00)	-100%	0%	15%
Advances from stockholders		70,500,000.00	(70,500,000.00)	-100%	0%	49%
	-	106,500,000.00	(106,500,000.00)	-100%	0%	75%
<b>TOTAL LIABILITIES</b>	<b>182.00</b>	<b>122,912,876.00</b>	<b>(122,912,694.00)</b>	<b>-100%</b>	<b>0%</b>	<b>86%</b>
Share capital	158,600,000.00	30,060,000.00	128,540,000.00	428%	103%	21%
Additional paid-in capital	13,920,000.00	-	13,920,000.00	-	9%	0%
Deficit	(18,323,634.00)	(10,367,493.00)	(7,956,141.00)	77%	-12%	-7%
	154,196,366.00	19,692,507.00	134,503,859.00	683%	100%	14%
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>154,196,548.00</b>	<b>142,605,383.00</b>	<b>11,591,165.00</b>	<b>8%</b>	<b>100%</b>	<b>100%</b>

**Total Assets**

Total assets increased from P142.6 million to P154.2 million, an 8% increase from December 31, 2018 to December 31, 2019. The increase was primarily due to an increase in Property and Equipment because of the on-going construction of the hospital.

**Cash and cash equivalents**

Cash and cash equivalents decreased by P6.6 million(14%), as a result of the on-going construction of the hospital building.

**Property and equipment**

Property and equipment amounted to P113.8 million as of December 31, 2019, which consists mainly of the land and construction in progress of the hospital building.

**Total Liabilities**

Total liabilities decreased by P122.9 million from December 31, 2018 to December 31, 2019. The





*decrease was primarily due to advances.*

#### *Current Liabilities*

*The decrease in current liabilities by P16.4 million was mainly due to the payment of the unpaid balance for the land acquired by the Company, which was paid in 2019.*

#### *Equity*

*The 683% increase in total equity is due to the collections of subscription receivables during the period. The Company is still non-operational and mostly of the expenses incurred is in line with planning and construction.*

### **Key Performance Indicators**

#### *Current/Liquidity Ratios*

To meet the Company's short-term obligations and funding for the construction of its building, the Company will call for payment of the subscription receivable from the stockholders. Also, the Company secured from Development Bank of the Philippines a credit line facility on November 29, 2021 as one of its sources in funding the construction of the hospital building. The Company's current ratios were 1.51 and 2.68 as at June 30, 2023 and December 31, 2022, respectively. Meanwhile, the Company's quick ratios were 1.51 and 2.67 as at June 30, 2023 and December 31, 2022, respectively.

The Company's liquid assets consist of cash and receivables.

#### *Solvency/Debt-to-equity ratios*

The Company showed debt-to-equity ratios of 361.62% and 192.81% as at June 30, 2023 and December 31, 2022, respectively. The higher ratio in 2023 reflects that the Company opted to debt financing for its capital expenditures.

#### *Net debt-to-equity ratio*

The Company showed net debt-to-equity ratios of 344.22% and 175.47% as at June 30, 2023 and December 31, 2022, respectively. The higher ratio in 2022 reflects that the Company opted to debt financing for its capital expenditures.

#### *Gross profit ratios*

The Company has not yet started its commercial operation, thus, no revenue earned.

#### *Net income from operations to profit margin ratios*

The Company has no profit and net income from operations.



*Asset to equity ratio*

The Company has 461.75% asset to equity ratio as at June 30, 2023 compared to 292.81% as at December 31, 2022.

*Profitability ratios*

Return on assets ratio

The Company has no net income from operations.

Return on equity ratio

The Company has no net income from operations.

The manner by which the Company calculates the key performance indicators is as follows:

	<u>June 30, 2023</u>	<u>Dec 31, 2022</u>
A. Current/Liquidity Ratio		
a. Current Ratio		
Current Asset	<b>330,613,970.01</b>	211,489,807.00
Current Liabilities	<b>218,307,232.87</b>	79,038,032.00
	<b>1.51</b>	<b>2.68</b>
b. Quick Ratio		
Current Assets less inventory and prepayments	<b>330,613,970.01</b>	211,425,537.00
Current Liabilities	<b>218,307,232.87</b>	79,038,032.00
	<b>1.51</b>	<b>2.67</b>
B. Solvency/Debt-to-equity Ratio		
Total Liabilities	<b>1,184,724,450.82</b>	664,038,032.00
Total Equity	<b>327,613,847.00</b>	344,396,617.00
	<b>361.62%</b>	192.81%
C. Net Debt-to-Equity Ratio		
Total Liabilities less Cash	<b>1,127,709,256.82</b>	604,318,987.00
Total Equity	<b>327,613,847.00</b>	344,396,617.00
	<b>344.22%</b>	175.47%
D. Gross Profit Ratio		
Gross Profit	-	-
Gross Revenues	-	-
	-	-





E. Net Income from Operations to Profit Margin Ratio

<u>Income from Operations</u>	-	-
Gross Profit	-	-
	-	-
	<u>-</u>	<u>-</u>

F. Asset to Equity Ratio

<u>Total Assets</u>	<b>1,512,338,298.17</b>	1,008,434,649.00
Total Equity	<b>327,613,847.35</b>	344,396,617.00
	<b>461.62%</b>	292.81%
	<u>461.62%</u>	<u>292.81%</u>

G. Profitability Ratios

a. Return on Assets

<u>Net Income</u>	-	-
Total Average Assets	-	-
	-	-
	<u>-</u>	<u>-</u>

b. Return on Equity

<u>Net Income</u>	-	-
Total Average Equity	-	-
	-	-
	<u>-</u>	<u>-</u>

## Discussion and Analysis of Material Events and Uncertainties

1. There are no known trends, demands, commitments, events or uncertainties that will have a material impact on the Company's liquidity. The Company has not yet started its operation. The Company's pre-operating and investing activities were financed through loans and capital infusion from shareholders. Management believes that the completion and fully operational of its hospital building will provide the Company a steady source of income and cash flow in the foreseeable future.
2. There are no events that will trigger a direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
3. There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), or other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
4. There are no known trends, events or uncertainties that have had, or are reasonably expected to have a material favorable or unfavorable impact on income from continuing pre-operations.
5. There were material commitments for capital expenditures during the quarter, as disclosed in Note 7 of the financial statements. On November 15, 2021, the Company entered into a Mortgage Agreement with the Development Bank of the Philippines (DBP) for loan and credit accommodations to finance the construction of the hospital building and the acquisition of medical instruments, furniture and appliances. The Mortgage Agreement is secured by the land together with the building and other permanent improvements.



Current financial position depends on the infusion of capital from the remaining shares from the IPO and the loan facility granted by the Development Bank of the Philippines. With the increasing demands, especially now that a completion target has been set, the corporation must maximize all means to market and sell offered shares to the public. Aside from the active selling of shares, the Company will use social media to encourage the public to invest in the hospital without prejudice to compliance with the provisions of the Securities and Regulation Commission regarding the marketing of the said shares. Payment of unpaid subscription by the stockholders was also called for to augment the cash position of the corporation.

6. There were no significant elements of income or loss that did not arise from the Company's continuing pre-operations.
7. There were no seasonal aspects that had any material effect on the financial condition or results of operations of the Company.

## **SEASONAL ASPECTS THAT HAS MATERIAL EFFECT ON THE FINANCIAL STATEMENTS**

### **Impact of Coronavirus of 2019 (COVID-19) Update**

#### **Impact of COVID-19 Pandemic**

The Company has been exposed to the risks brought about by COVID-19, a novel strain of coronavirus, which has rapidly spread worldwide and reached a pandemic magnitude as it continues to affect more and more countries and territories.

On March 16, 2020, the President of the Philippines issued Proclamation No. 929 declaring a state of calamity throughout the Philippines due to COVID-19 which resulted to the imposition of an Enhanced Community Quarantine throughout Luzon starting midnight of March 16, 2020 until

May 15, 2020 and this was extended to other Provinces including the Province of Aklan. The whole Metro Manila was also placed under a General Community Quarantine (GCQ) until June 15, 2021, after that, there were series of COVID-19 waves or surges of new cases because of several emerging variants and sub variants of concern circulating. For instance, there was a large spike of cases between June-Sept 2021 as the contagious delta variant began to circulate and become dominant, and another spike in cases last January 2022 because of the omicron variant. Due to this, we are also hit by lockdown orders, operational restrictions, shortages of labor, supply chain disruptions and financing strains.

A combination of national, regional and local measures contribute to an effective response to COVID 19 public health and economic crisis. As COVID-19 pandemic enters its 4th year, we achieved resilient recovery and strong future growth with effective cooperation and communication with its client and stakeholders.

This year, it will be a demanding and significant year for us, as we are nearing the completion of APMC Aklan and gearing towards opening in June so that we can provide world class facilities and services to the people of Aklan and its nearby provinces.





## External Audit Fees

### Audit and Audit Related Fees

The 2022 Audited Financial Statements of the Company with the External Auditors' PTR, Name of the Certifying partner and Address and Statement of Manager's Responsibility are attached hereto as Annex E2.

### **THE AGGREGATE FEES BILLED ARE SHOWN BELOW:**

Fees approved in connection with the assurance rendered by Mendoza Querido Co. pursuant to the regulatory and statutory requirements for the fiscal year ended June 30, 2023 and years ended December 31, 2022 amount to Php 168,000.00 and Php 224,224.64 inclusive of 12% VAT, respectively. December 31, 2021 amounts to Php 595,098.20 and December 31, 2020 to Php 225,166.88.

Year	2023	2022	2021	2020
Audit Fees	150,000.00	200,000.00	530,000.00	200,000.00
Tax Fees	18,000.00	24,224.64	65,098.20	25,166.88
All other fees		1,872.00	12,485.00	9,724.00

## **D. COMPLIANCE WITH LEADING PRACTICES ON CORPORATE GOVERNANCE**

The Company is committed to a strong corporate governance with transparency and accountability as its hallmarks.

On 4 July 2021, during its first meeting after the issuance of the Permit to Offer Securities, the Board of Directors appointed its Compliance Officer as an initial step in ensuring that it will adhere to the highest standards of good governance. The Company submitted its Manual on Corporate Governance on 2 December 2021 which substantially adopted all of the recommendations under SEC Memorandum Circular No. 24, Series of 2019, otherwise known as the Code of Corporate Governance for Public Companies and Registered Issuers (CG Code for PCs and RIs).

The minor deviations from the recommendations of the CG Code for PCs and RIs such as the number of Executive directors being more than the number of non-executive directors, the Corporate Secretary being a member of the Board of Directors, and having three (3) Independent Directors instead of five (5) or one-third of the membership were necessitated by the fact that the company is just about to operate and there is a need to tighten the purse that is achieved by having a lean manpower through the combination of various roles in one person. As soon as it commences operation, the Company will ensure that it is fully compliant with all the recommendations.

Education and training is essential to compliance. To ensure that the Company will fully comply with the adopted leading practices on good corporate governance, a program was set in place requiring Directors to undergo SEC accredited trainings on corporate



governance trainings and other trainings that will optimize Board performance. Further, to improve corporate governance of the company, a regular review of the Manual on Governance by the Corporate Governance Committee is mandated.

The following table shows the training received by the APMC Aklan Board of Directors in 2023:

DIRECTOR	2023
Dr. Marsha Lourdes P. Conanan-Morato	Information Security Management System conducted by STEP Training on 20 May 2023, (3 hours).
Dr. Maribel J. Arce	Competency based HR Programs conducted by Center for Global Best Practices on 23 May 2023, (3 hours).
Dr. Claire B. Perez	Enabling Sustainability Culture Distinguished Corporate Governance Speaker Series (DCGSS) conducted by Institute of Corporate Directors on 27 June 2023, (2 hours).
Dr. Mary Karen Veronica R. Icamina	Enabling Sustainability Culture Distinguished Corporate Governance Speaker Series (DCGSS) conducted by Institute of Corporate Directors on 27 June 2023, (2 hours).
Dr. Joanne B. Abril	Finance for Directors conducted by Institute of Corporate Directors on 18-19 July 2023, (8 hours).
Dr. Gregory Joseph Ryan A. Ardeña	Finance for Directors conducted by Institute of Corporate Directors on 18-19 July 2023, (8 hours).
Dr. Delphine Joanne Quintana-Bartolome	Finance for Directors conducted by Institute of Corporate Directors on 18-19 July 2023, (8 hours).
	Raging 2023 Technology Challenges conducted by Institute of Corporate Directors on 26-27 July 2023, (4 hours).



Dr. Regina R. Buenaflor	Raging 2023 Technology Challenges conducted by Institute of Corporate Directors on 26-27 July 2023, (4 hours).
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All other directors are expected to attend training in other aspects of governance by the end of 2023.

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**ASIA PACIFIC  
MEDICAL CENTER  
AKLAN, INC.**

(Formerly Allied Care Experts Medical Center)



**PROJECT UPDATE  
As of July 15, 2023**

# Over-All construction accomplishment is at **88.57%**

- ▶ Architectural Works is now contributing an accomplishment gain of 61.35%. Punch listings are now conducting on areas from Ground to 4th Floor and areas at 7th Floor.
- ▶ 24-Inch, the Plumbing Works Contractor as of to date have 84.26% completion on their work scope. Water source connection from local water has already entered the building. Fire Protection Works are currently at 79.68% complete. Pumps are already installed subject for final testing. Challenge is in their procurement of materials and inadequate labor.

The Electrical Contractor is facing challenges such as shortage of manpower and materials. On-site they garnered a Progress completion of 90.00% but is under review since lighting fixtures and devices are only 40% installed.

The Electronics & Auxiliary Contractor. Installations of cable trays, CCTV, Voice & Data Piping, Nurse Call & BGM is on going bringing combined progress of 94.15%. While for contract 2 which is installation of devices is still at 17.82%. Mr. Cacayurin promised to visit the site as well as to deliver all devices by Tuesday.

The Mechanical contractor with completion of 93.20% as of report. We are now testing and doing power-ups of ACUs from Basement to 4th Floor and 7<sup>th</sup> floor auditorium.



Site Development Auxiliary Structures has an accumulative percentage of 97.89%, it comprises of several support structures including Powerhouse, Warehouse, TB Dots, Animal Bite Center, Motor pool & MRF, including the additional Building for CT SCAN. STP Structure is also complete and now on its testing phase and expected to be utilized before the end of the month.

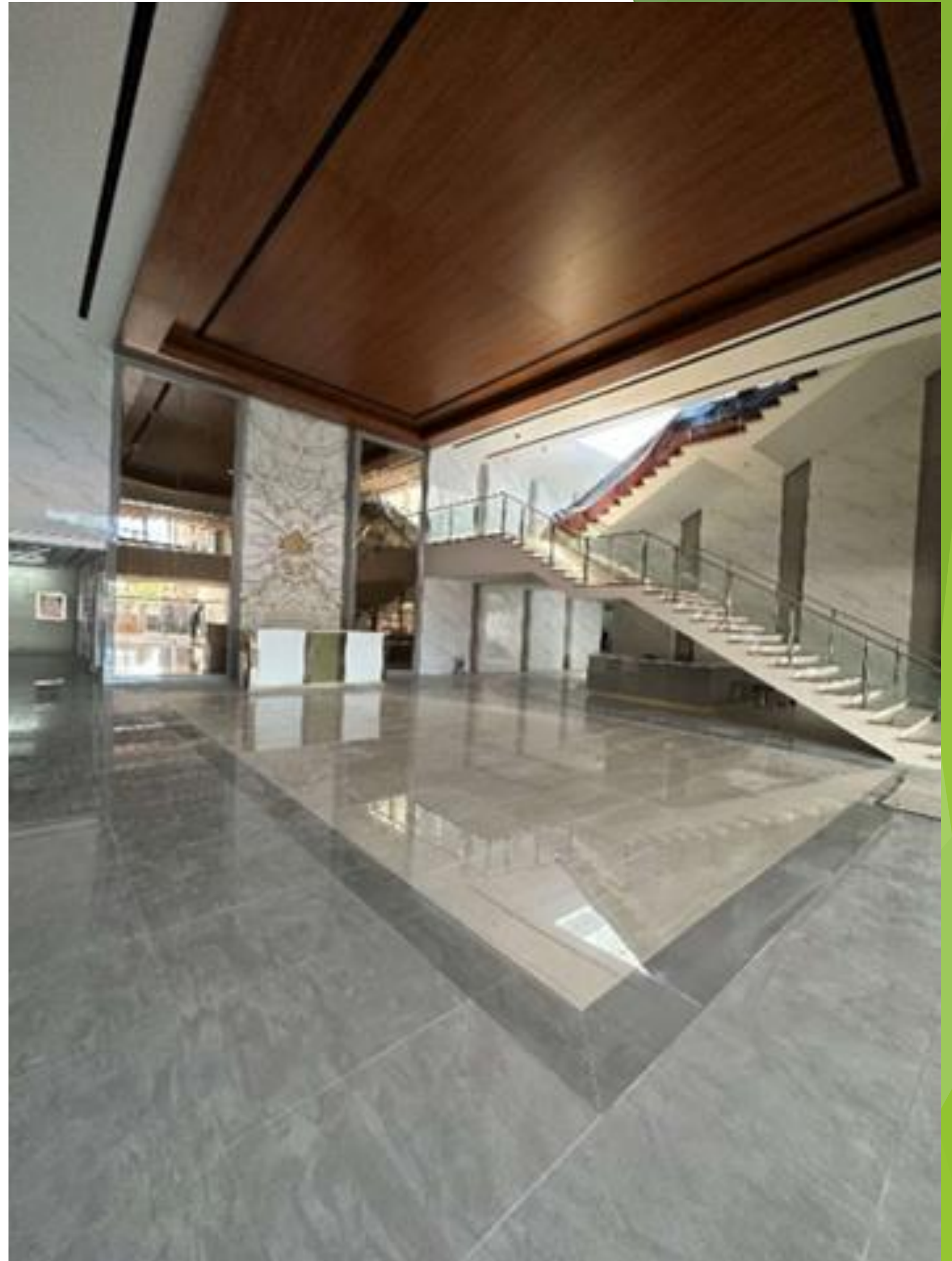
Medical Gas has completed 70.15%. We are awaiting completion of gas outlets and headboards in our patient rooms.

Glass Works is 88.78% as of to date. They are currently prioritizing building exterior for water tightness. Challenge is in the delivery of their materials

Elevator and Escalator is 19.86% complete. Escalators from Ground to 3rd are now on its commissioning phase and can be fully utilized by end of month. Delay is due to lack of manpower to which they promised to augment this week.

SCOPE OF WORK	CONTRACTOR	Previous Month	Progress This Period	Progress Gained
Plumbing Works	24" Gauge Construction. Inc	82.92%	84.26%	1.34%
Electrical Works	RMT electrical works	65.03%	90.00%	15.12
Mechanical Works	JRDM Builders Corp	90.58%	93.20%	2.23%
Fire Protection Works	24" Gauge Construction. Inc	78.13%	79.68%	1.55%
Electronics Package 2	Synchronized Solutions Inc	15.47%	17.82%	2.35%
Site Development	Trass Construction	95.92%	97.89%	0.01%
BMS	Enyecontrols	83.55%	87.24%	3.69%
Architectural	Trass Construction	55.85%	61.35%	3.26%
<b>Total accomplishment percentage</b>		<b>87.49%</b>	<b>88.57%</b>	<b>1.08%</b>

# Lobby





# ER complex



# Ground floor hallway





# Blood station





# Cashier & Billing section



# Eye Center









# MICU



# Major OR









# 3<sup>rd</sup> Floor Lounge area





# Clinic Hallway





# 4<sup>th</sup> Floor Outdoor Lounge





# 4<sup>th</sup> Floor Waiting Lounge



# Private Room





# SiteDev or Auxiliary Area





# Sitedev: Special services





# OPD-CT Bldg



Thank  
you













**ASIA PACIFIC  
MEDICAL CENTER**  
**(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

**ASIA PACIFIC MEDICAL CENTER-AKLAN INC.**

**LIST OF STOCKHOLDERS AND THEIR VOTING RIGHTS  
AS OF JUNE 2023**

NO. OF STOCKHOLDER	NAME OF FOUNDER/STOCKHOLDERS	VOTING RIGHTS by No. of Shares	Percentage Ownership
1	ABAYON, ROMEO A.	3,400	1.58%
2	ABRIL, JOANNE B.	3,400	1.58%
3	ALFARO, MA. ESTER L.	6,800	3.16%
4	ARCE, MARIBEL J.	6,800	3.16%
5	ARCE, SIMEON A. JR.	6,800	3.16%
6	ARDEÑA, GREGORY JOSEPH RYAN A.	3,400	1.58%
7	BALBASTRO, RAMEL RAMON M.	3,400	1.58%
8	BARRAMEDA, ROMULO S.	3,400	1.58%
9	BIRON, FERJENEL G.	34,000	15.81%
10	QUINTANA- BARTOLOME, DELPHINE JOANNE C.	3,400	1.58%
11	BUENAFLOR. PATRICK DEXTER M.	10,200	4.74%
12	BUENAFLOR, REGINA R.	6,800	3.16%



**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

13	COMUELO, JERUSHA A.	3,400	1.58%
14	CONANAN- MORATO, MARSHA LOURDES P.	3,400	1.58%
15	DAULO-LAVILLA, MERIDE	6,800	3.16%
16	DE JOSE, JOHNNA G.	3,400	1.58%
17	DEBUQUE, EILEEN MAY B.	3,400	1.58%
18	DIGNADICE, MARYMIL B.	6,800	3.16%
18	ESCANILLAS, ROEL A.	3,400	1.58%
20	FERNANDEZ, EDMUNDO JR. B.	3,400	1.58%
21	FERNANDEZ, LEMUEL T.	3,400	1.58%
22	FRANCISCO, NIKKI JAMES C.	3,400	1.58%
23	ICAMINA, MARY KAREN VERONICA R.	3,400	1.58%
24	IGNACIO, MAY U.	3,400	1.58%
25	ISIDRO, JESSORE I.	6,800	3.16%
26	LAVALLE, AMADO JR. M.	3,400	1.58%
27	MAGALLANES, JOSEFA ROBERTA A.	3,400	1.58%
28	MINERVA, IKE T.	3,400	1.58%





**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

29	NAVARRO, HARRIET R.	3,400	1.58%
30	PALMA, ESTER F.	3,400	1.58%
31	PEREZ, CLAIRE B.	10,200	4.74%
32	QUIMPO, RAYMUNDO R.	3,400	1.58%
33	QUINDOR, DARCY A.	3,400	1.58%
34	RAMIREZ, RUBEN B.	3,400	1.58%
35	REGOZO, DANILO C.	3,400	1.58%
36	SAMORO, FREDILYN G.	3,400	1.58%
37	SAZON, PAULEEN M.	3,400	1.58%
38	TORRES, PETER MYRON JUN O.	6,800	3.16%
39	VILLAFLO, AGNES JEAN M.	3,400	1.58%
40	QUIMPO, GABRILLE C.	400	0.19%
	ALL OTHER INVESTORS WITH LESS THAN 50 SHARES	10,660	5%
	<b>TOTAL</b>	<b>215,060</b>	<b>100%</b>

# COVER SHEET

C S 2 0 1 7 3 9 4 3 7

S.E.C. Registration Number

A S I A P A C I F I C M E D I C A L C E N T E R

( A P M C ) - A K L A N I N C .

(Company's Full Name)

J U D G E M A R T E L I N O R O A D A N D A G A O

K A L I B O A K L A N

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

DR. MARSHA LOURDES P. CONANAN-MORATO

Contact Person

(036) 268-2320

Company Telephone Number

1 2 3 1

Month Day

Fiscal Year

2022 Attendance of Board of Directors

FORM TYPE

0 4 0 3

Month Day

Annual Meeting

Secondary License Type, if Applicable

S E C

Dept. Requiring this Doc

Amended Articles Number/Section

Total No. of SUBORDINATES

X

Domestic

Foreign

-----  
To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_

LCU

Document I.D.

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Cashier

STAMPS

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REPUBLIC OF THE PHILIPPINES)  
CITY OF \_\_\_\_\_ ) S.S.

### SECRETARY'S CERTIFICATE

I, **MARSHA LOURDES P. CONANAN-MORATO**, a duly elected and qualified Corporate Secretary of Asia Pacific Medical Center - Aklan Inc. (Formerly: Allied Care Experts (ACE) Medical Center - Aklan Inc.), a corporation duly organized and existing under and by virtue of the law of the Philippines, DO HEREBY CERTIFY, that:

1. I am the duly elected, acting, and qualified Corporate Secretary of Asia Pacific Medical Center - Aklan Inc. (Formerly: Allied Care Experts (ACE) Medical Center - Aklan Inc.), a corporation duly organized and existing under the laws of the Philippines, with principal place of business at Judge Martelino Road, Brgy. Andagao, Kalibo, Aklan and as such, I have custody and possession of the corporate books and other records of the Corporation, including the minutes of the meetings of the Stockholders and the Board of Directors of the Corporation.
2. The Board of Directors of the Corporation held Seventeen (17) meetings during the year 2022, as follow:

<b>Date</b>	<b>Type</b>
January 16, 2022	Regular Board Meeting
February 20, 2022	Regular Board Meeting
March 20, 2022	Regular Board Meeting
April 3, 2022	Special Board Meeting
April 24, 2022	Regular Board Meeting
May 22, 2022	Regular Board Meeting
June 26, 2022	Regular Board Meeting
July 24, 2022	Regular Board Meeting
August 21, 2022	Regular Board Meeting
September 15, 2022	Organizational Meeting
September 22, 2022	Special Board Meeting
October 23, 2022	Regular Board Meeting
November 19, 2022	Special Board Meeting
November 23, 2022	Special Board Meeting
November 27, 2022	Regular Board Meeting
December 9, 2022	Special Board Meeting
December 18, 2022	Regular Board Meeting

3. The attendees of the above-mentioned meetings are listed in Schedule 1 attached hereto.
4. I am issuing this certification to attest to the truth of the foregoing, to certify the completeness of and attendance in the meetings of the Board of Directors of the Corporation for the year 2022, for whatever other legal purposes it may serve.



**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

IN WITNESS WHEREOF, I hereunto set my hand on this 25 <sup>JAN 2023</sup> th day of \_\_\_\_\_.

**MARSHA LOURDES P. CONANAN-MORATO, M.D.**  
Corporate Secretary

Noted by:

**SIMEON A. ARCE, JR., M.D.**  
President

SUBSCRIBED AND SWORN TO before me this 25 <sup>JAN 2023</sup> of \_\_\_\_\_ 2023 affiant personally appeared and exhibited to me her PRC ID No. 0114192 valid until 09/21/2023.

Doc. No. 251;  
Page No. 12;  
Book No. 13;  
Series of 2023

**ROMEO P. INOCENCIO**  
Notary Public for the Province of Aklan  
Registration No. 8 (2011-2022)  
Until December 31, 2022  
PRC No. 35274  
K.A. M. 14th St., Kalibo, Aklan  
Tel. No. 09055 01 0010, Bagu City  
PRC No. 7763 171,010 1/2022/Kalibo, Aklan  
ARLE Compliance No. VIF(0061782)  
Issued on December 02, 2019.





**ASIA PACIFIC  
MEDICAL CENTER**  
(APMC)-AKLAN INC.

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

**Regular Meetings in 2022**

APMC - AKLAN INC. BOARD MEETINGS	REG												SPE		SPE		REG		SPE		REG		Total No. of Meetings Attended by Each Member	Percentage
	JAN 15	FEB 20	MAR 20	APR 3	APR 24	MAY 22	JUN 26	JUL 24	AUG 21	SEPT 15	SEPT 22	OCT 23	NOV 19	NOV 23	NOV 27	DEC 9	DEC 18							
DR. JOANNE B. ABRIL	P	P	P	P	P	P	P	P	P	P	P	A	P	P	P	P	P	P	P	P	16	94.12%		
DR. SIMEON A. ARCE, JR.	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. GREGORY JOSEPH RYAN A. ARDEÑA	P	P	P	P	P	P	P	P	P	P	P	A	P	P	P	P	P	P	P	P	15	88.24%		
DR. DELPHINE JOANNE QUINTANA-BARTOLOME	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. FERJENEL G. BIRON	P	P	P	P	A	P	A	P	P	P	P	P	P	P	P	P	P	P	P	P	15	88.24%		
DR. REGINA R. BUENAFLOR	A	P	P	A	A	A	A	P	P	P	P	P	P	P	P	P	P	P	P	P	13	76.47%		
DR. MARSHA LOURDES P. CONANAN-MORATO	A	P	P	P	A	A	A	P	P	P	P	P	P	P	P	P	P	P	P	P	15	88.24%		
DR. EILEEN MAY B. DEBUQUE	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. NIKKI JAMES C. FRANCISCO	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	16	94.12%		
DR. MARY KAREN VERONICA R. ICAMINA	A	P	P	P	P	A	A	P	P	P	P	P	P	P	P	P	P	P	P	P	14	82.35%		
DR. MERIDE D. LAVILLA	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. CLAIRE B. PEREZ	P	P	P	A	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	16	94.12%		
DR. RAYMUNDO R. QUIMPO	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. DARCY A. QUINDOR	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
DR. DANILO C. REGOZO	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	17	100%		
<b>no. of Members</b>	<b>12</b>	<b>15</b>	<b>15</b>	<b>13</b>	<b>13</b>	<b>14</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>13</b>	<b>15</b>	<b>13</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>15</b>	<b>17</b>			
<b>% in Meeting</b>	<b>80.00%</b>	<b>100%</b>	<b>100%</b>	<b>86.67%</b>	<b>86.67%</b>	<b>93.33%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>86.67%</b>	<b>86.67%</b>	<b>100%</b>	<b>86.67%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>17</b>			

Office Address: 2nd Floor, Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan 5600  
Principal Business Address: Judge Martelino Road, Andagao, Kalibo, Aklan  
Tel: +63(036) 268-2320/ +63917-814-6042/ apmckalaninc@icloud.com /www.asiapacificmedicalcenter-aklan.com

REPUBLIC OF THE PHILIPPINES)  
Kalibo, Aklan ) S.S.

**CERTIFICATION**

I, **MARSHA LOURDES P. CONANAN-MORATO**, the Corporate Secretary of **Asia Pacific Medical Center (APMC) - Aklan Inc.**, a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number **CS201739437** and with principal office at **Judge Martelino Road, Brgy. Andagao, Kalibo, Aklan**, on oath state:

- 1) That I have caused this **2022 Attendance of Board of Directors** to be prepared on behalf of **Asia Pacific Medical Center (APMC)- Aklan Inc.**
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the company **Asia Pacific Medical Center (APMC) - Aklan Inc.** will comply with the requirements set forth in SEC Notice dated May 12, 2021 to effect a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2022 shall be used by the company in its online submission to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand this 25 JAN 2023 day of January 2023 at Kalibo, Aklan.

**MARSHA LOURDES P. CONANAN MORATO**  
Corporate Secretary

25 JAN 2023

**SUBSCRIBED AND SWORN** to before me this \_\_\_\_ day of January 2023 at Kalibo, Aklan Philippines, affiant exhibiting to me his PRC ID No. 0114192 issued on 09/05/2008 at Manila and valid until 09/21/2023.

**ROMEO P. RODRIGUEZ**  
Notary Public for the Republic of Aklan  
Aklan, Philippines  
SEC REGISTRATION NO. 202010277  
ISSUED ON 09/21/2020

**NOTARY PUBLIC**  
KALIBO, AKLAN  
JUDGE MARTELINO ROAD, BRGY. ANDAGAO, KALIBO, AKLAN  
MAYOR CONCESSION NO. W-11440782  
ISSUED ON 03 DECEMBER 02, 2019

Doc. No. 254  
Page No. 12  
Book No. 27  
Series of 2023.







**2022 BOARD APPRAISAL/ PERFORMANCE REPORT**

In accordance with the mandate of the Board of Directors and in line with corporate governance best practices, Asia Pacific Medical Center-Aklan Inc. (formerly known as Allied Care Experts Medical Center- Aklan Inc.) formulated a Board Performance Assessment. This evaluation entails each Board of Director to periodically identify the strengths of the Board and its other working committee and recognize specific areas that need improvement based on the results of the assessment. The evaluation report will also impart important feedback and views from the members of the Board and in turn will serve as one of the basis for the Company’s overall strategy, performance for future directions and endeavors.

The Board of Directors for the year 2022-2023 were asked to evaluate the performance of the Board for each category namely, structure, efficiency and effectiveness, participation and engagement of each member of the Board, contribution of each member director to their respective Committee, and performance of the Management. The assessment also reflects specific responsibilities and accountabilities of each party evaluated as provided in the Company By-Laws, Manuals, Charters and governing policies.

The Board of Directors used a rating scale of 1 to 5, and the values are as follows: 1- Needs Improvement, 2- Satisfactory, 3- Very Satisfactory, 4- Good, 5- Excellent. Below is the result of the Self- Assessment conducted by the 2022 Board of Directors based on the aforementioned criteria.

<b>ANNEX A (Board Self-Assessment)</b>	<b>RATINGS</b>
<b>STRUCTURE</b>	
1. The Board has a proper mix of directors with the appropriate skills, knowledge and experience to enable them to effectively participate in Board deliberations.	(86.7%)
2. The Board has a process of selection that ensures an appropriate mix of directors and officers who can perform competently and professionally and add value to the Company.	(86.7%)
3. The powers, roles, responsibilities and accountabilities between the Board and management are clearly defined, segregated and understood.	(80%)
4. The Board has the necessary committees in place to assist the Board in the performance of its duties and responsibilities.	(93.3%)
5. The roles of the Chairman and the CEO are separate or, if not there are adequate checks and balances to help ensure that independent , outside views, perspective, and judgments are given proper hearing in the Board.	(93.3%)
<b>LEADERSHIP, ROLES, RESPONSIBILITIES</b>	
6. The Board, together with the Management determines and periodically reviews the Company’s purpose, vision, mission and strategic objectives and business	(80%)



plans and policies that guide and direct activities of the Company, and the means to attain the same.	
7. The Board oversees management’s implementation of sound strategic policies and guidelines on major capital expenditures, business strategies, operational budgets, plans and policies.	(86.7%)
8. The Board regularly and periodically monitors the Company’s corporate performance against such strategic objectives and business plans.	(80%)
9. The Board provides oversight with regard to enterprise risk management and Identifies key risk areas and key performance indicators and monitor these factors with due diligence.	(86.7%)
10. The Board adopts and decides on Company’s governance principles, model/framework, guideline and practices and oversees the implementation thereof.	(86.7%)
11. The Board ensures that the Company complies with all relevant laws and regulations and endeavors to adopt accepted best business practices.	(93.3%)
12. The Board approves objectives and policies for the Company's social, community and environmental performance.	(71.4%)
13. The Board exercises corporate powers in accordance with the principles of sound corporate governance, and secures the Company’s long-term viability and success.	(93.3%)
<b>INTERNAL CONTROL</b>	
14. The Board has a good understanding of Management’s responsibilities in relation to internal control.	(86.7%)
15. The Board ensures the continuing soundness, effectiveness and adequacy of the Company’s internal control environment.	(93.3%)
16. The Board ensures that the Company has an internal audit system that can reasonably assure that the Company’s key organizational and operational controls are complied with.	(93.3%)
17. The Board ensures that the Company has an independent audit mechanism for the proper audit and review of financial statements by independent auditors.	(86.7%)
18. The Board adopts a system of check and balance within the Board and regularly reviews its system of checks and balances for effectiveness.	(86.7%)
<b>CODE OF CONDUCT AND OTHER CORPORATE GOVERNANCE POLICIES</b>	
19. The Board understands and actively promotes the Company’s principles and values.	(86.7%)
20. There is a written Code of Business Conduct and Ethics (the “Code of Conduct”) to be followed by the Board, CEO, officers and employees.	(86.7%)



22. The Code of Conduct is communicated, understood and followed by the Board, CEO, officers and employees.	(80%)
23. The Code of Conduct provides that there shall be no waiver of any provision of the Code of Conduct in favor of directors or officers, except when expressly granted by the Board and any such waiver must be promptly disclosed to the stockholders.	(80%)
24. There is a formal channel established to allow employees to report unethical conduct.	(86.7%)
25. The Board ensures it has and is communicating and implementing a formal conflict of interest policy and it contains guidelines and provisions prohibiting the Company whether directly or indirectly from granting loans to directors and officers.	(86.7%)
26. There are appropriate policies and procedures governing related party transactions.	(93.3%)
27. The Board ensures that the directors are, as required or necessary or upon request of such directors, trained on corporate governance leading practices and principles by competent and recognized experts in the field, which may include institutional training providers accredited or recognized by the Philippine SEC.	(93.3%)
<b>INDEPENDENCE</b>	
28. The Board thinks and acts independently of, and is not unduly influenced by, the CEO and Management.	(80%)
29. The Board has a balance of executive and non-executive directors, including independent directors such that no individual or small group of individuals can dominate the Board's decision making.	(86.7%)
<b>STEWARDSHIP</b>	
30. The Board ensures that the company has a delegation of authorities document(s) and system(s) governing approval and reporting limits and levels, including its own delegated authority levels to the Board Committees and the CEO.	(86.7%)
31. The Board maintains close oversight and operations and financial aspects of the Company.	(93.3%)
32. The Board approves strategic financial and non-financial objectives and policies and monitors the achievement thereof against approved targets/performance to ensure the efficiency and effectiveness of the Company.	(93.3%)
33. The Board ensures the recruitment and retention of high potential and high performance key employees (through the CEO and Management)	(93.3%)
34. The Board ensures that there is a professional development programs for employees and officers and provides for a succession plan for senior management that the Board reviews.	(86.7%)





<b>RESOURCES</b>	
35. The Board members have access to Management and independent professional advice to enable them to discharge their duties.	(86.7%)
36. The Corporate Secretary has the primary role of supporting the Board and chairperson.	(80%)
<b>MONITORING</b>	
<b>a.) Meetings</b>	
37. The Board schedules and holds regular meetings and convenes special meetings when required by business exigencies.	(93.3%)
38. At least one independent director is always in attendance in all Board meetings.	(93.3%)
39. The Board holds sessions with the non-management/non-executive and independent directors (excluding management/executive directors) at least once a year and as such other times as the Board may deem necessary or appropriate.	(93.3%)
40. There is active solicitation of views and opinions of the members of the Board in the process of arriving at a decision.	(86.7%)
41. The Board uses an annual calendar to plan meetings, address issues and align with planning and reporting cycles.	(80%)
42. The Board meetings are duly minuted.	(93.3%)
43. The minutes of Board meetings are clear and useful.	(93.3%)
44. The Board receives in a timely manner the right information it needs to fulfill its responsibilities.	(80%)
<b>MONITORING</b>	
<b>b.) Performance Assessments</b>	
45. The Board ensures that there are mechanisms to monitor its performance and that of its Committees and individual members.	(86.7%)
46. The Board really knows how well it and its Committees are fulfilling their responsibilities and achieving their objectives.	(86.7%)
47. The Board operates smoothly and effectively as a team.	(86.7%)



48. The Board has its own succession and development plans which reflect the results of performance evaluations.	(86.7%)
49. The Board has an effective ongoing development programs for directors and Board Committee members.	(80%)
50. Overall, the Board and the Board Committee are contributing to the success of the Company.	(93.3%)
51. Overall, the Board and Board Committees are contributing to the success of the Company.	(93.3%)
<b>REPORTING AND DISCLOSURES</b>	
52. The Company has a clear policy on communicating or relating with its various shareholders.	(86.7%)
53. The Board regularly and timely reviews, approves and communicates the financial reports, key corporate activities and other material disclosures and statements of the Company to its stakeholders.	(86.7%)
54. The Board asks probing and informed questions of management about the Company's results of operations and disclosures.	(86.7%)
55. The Board promotes and ensures a culture of openness and transparency in the Company.	(86.7%)
<b>SHAREHOLDERS' BENEFITS</b>	
56. The Board Ensures that the Company has an existing mechanism which promotes stockholders' rights.	(86.7%)
57. The Company has in place an investor relations program that will keep stockholders and investors informed of important developments in the Company.	(93.3%)
58. The Board ensures that the Company implements steps to facilitate stockholders' participation in annual or special meetings of stockholders.	(86.7%)
59. The Board ensures that the Company timely provides stockholders with relevant and timely information prior to such meetings.	(80%)
60. The Board ensures transparency and fairness in the conduct of stockholders meetings.	(86.7%)



61. The Chairman of the meeting of stockholders gives stockholders an opportunity to raise their concerns or questions relating to the items in the agenda of the meeting.	(86.7%)
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<b>ANNEX B (Directors Self Assessment)</b>	<b>RATINGS</b>
1. I understand the mission, vision and values of the Company.	(100%)
2. I act in a manner characterized by transparency, accountability, integrity and fairness fully aware that the office of a director is one of trust and confidence.	(94%)
3. I devote sufficient time and attention necessary to properly discharge and effectively perform my duties and responsibilities as a member of the Board.	(80%)
4. I keep myself updated on developments in the Company, including its financial and operational performance.	(93.3%)
5. I ensure that my personal interest does not conflict with the interest of the Company.	(93.3%)
6. I exercise independent judgment.	(80%)
7. I have a working knowledge of the statutory and regulatory requirements affecting the Company, including the contents of its Articles of Incorporation and By-Laws, the requirements of the SEC, and where applicable, the requirements of other regulatory agencies.	(80%)
8. I observe confidentiality of non-public information acquired by reason of my position as a director.	(93.3%)
9. I attend all board meetings except when prevented by justifiable cause.	(100%)
10. I actively participate in board discussions and deliberations.	(93.3%)
11. I take steps, such as attendance in seminars, reading journals and other materials, to enhance and update my knowledge on corporate governance and enable me to discharge my duties and responsibilities as a director.	(93.3%)





12. I am aware of key issues and challenges facing the Company today and in the future.	(93.3%)
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<b>ANNEX C.1 (Audit Committee Self-Assessment)</b>	<b>RATINGS</b>
<b>SETTING OF COMMITTEE STRUCTURE AND OPERATION</b>	
1. Committee size. Is this part of the Audit Committee?	(100%)
2. Independence requirement. Is this part of the Audit Committee?	(75%)
3. Qualifications, skills and attributes of members and Chair. Is this part of the Audit Committee?	(100%)
4. Financial knowledge of members. Is this part of the Audit Committee?	(100%)
5. Succession plan for members and Chair. Is this part of the Audit Committee?	(100%)
6. Meetings (frequency, etc.). Is this part of the Audit Committee?	(100%)
7. Reporting to the Board and issuance of certifications on critical compliance issues. Is this part of the Audit Committee?	(100%)
8. Evaluations. Is this part of the Audit Committee?	(100%)
9. Resources including access to outside advisors. Is this part of the Audit Committee?	(100%)
10. Training and education. Is this part of the Audit Committee?	(100%)
<b>II. OVERSIGHT ON FINANCIAL REPORTING AND DISCLOSURES</b>	
1. Extent of understanding of the Company's business and industry in which it operates. Is this part of the Audit Committee?	(100%)
2. Compliance with financial reporting regulations. Is this part of the Audit Committee?	(100%)
3. Recognition of management's responsibility over the financial statements. Is this part of the Audit Committee?	(100%)



4. Appropriateness of accounting policies adopted by management. Is this part of the Audit Committee?	(75%) (25%)
5. Reasonableness of estimates, assumptions, and judgments used in the preparation of financial statements. Is this part of the Audit Committee	(100%)
6. Identification of material errors and fraud and sufficiency of risk controls. Is this part of the Audit Committee?	(100%)
7. Actions or measures in case of finding of error or fraud in financial reporting. Is this part of the Audit Committee	(100%)
8. Review of unusual or complex transactions including all related party transactions. Is this part of the Audit Committee?	(100%)
9. Determination of impact of new accounting standards and interpretations. Is this part of the Audit Committee?	(100%)
10. Assessment of financial annual and interim reports as to completeness, clarity, consistency and accuracy of disclosures of material information including on subsequent events and related party transactions. Is this part of the Audit Committee?	(100%)
11. Review and approval of management representation letter before submission to external auditor. Is this part of the Audit Committee?	(100%)
12. Communication of the AudCom with legal counsel covering litigation, claims, contingencies or other significant legal issues that impact financial statements. Is this part of the Audit Committee?	(100%)
13. Fair and balance review of financial reports. Is this part of the Audit Committee?	(100%)
14. Assessment of correspondence between the Company and regulators regarding financial statement filings and disclosures. Is this part of the Audit Committee's Charter?.	(100%)
<b>III. OVERSIGHT ON INTERNAL CONTROLS</b>	
1. Obtaining management's assurance on the state of internal controls. Is this part of the Audit Committee?	(100%)
2. Review of internal auditor's evaluation of internal controls. Is this part of the Audit Committee?	(100%)
3. Evaluation of internal control issues raised by external auditors. Is this part of the Audit Committee?	(100%)
4. Assessment of control environment including IT systems and functions. Is this part of the Audit Committee?	(100%)
5. Setting a framework for fraud prevention and detection including whistle-blower program. Is this part of the Audit Committee?	(100%)
6. Deliberation on findings of weaknesses in controls and reporting process. Is this part of the Audit Committee?	(100%)



<b>IV. OVERSIGHT ON MANAGEMENT AND INTERNAL AUDIT</b>	
1. Evaluation of compliance with the Code of Conduct for management. Is this part of the Audit Committee's Charter?	(100%)
2. Communication with management and internal auditor. Is this part of the Audit Committee?	(100%)
3. Review and approval of scope of work and fees of external auditor. Is this part of the Audit Committee?	(100%)
4. Assessment of non-audit services. Is this part of the Audit Committee?	(100%)
5. Understanding disagreements between the auditor and management. Is this part of the Audit Committee?	(100%)
6. Actions on the findings of an external auditor. Is this part of the Audit Committee?	(100%)
7. Management's competence regarding financial reporting responsibilities including aggressiveness and reasonableness of decisions. Is this part of the Audit Committee?	(100%)
8. Evaluation of performance of external audit-reappointment and resignation. Is this part of the Audit Committee?	(100%)
9. Compliance of external auditor with auditing standards. Is this part of the Audit Committee?	(100%)
10. Completeness and timeliness of communication with external auditor as to critical policies, alternative treatments, observations on internal controls, audit adjustments, independence, limitations on the audit work set by the management, and other material issues that affect the audit and financial reporting. Is this part of the Audit Committee?	(100%)





<b>ANNEX C.2 (Nominations Committee Self-Assessment)</b>	<b>RATINGS</b>
<b>I. SETTING OF COMMITTEE STRUCTURE AND OPERATION</b>	
1) The nomination committee has at least three (3) voting Directors. Is this part of the Audit Committee's Charter?	(100%)
2) At least one of the Committee members is an Independent Director. Is this part of the Audit Committee's Charter?*	(100%)
3) Meetings (frequency, etc.). Is this part of the Audit Committee's Charter?	(100%)
4) Evaluations. Is this part of the Audit Committee's Charter?	(100%)
<b>II. COMMITTEE RESPONSIBILITIES</b>	
1.) It recommends to the Board qualified nominees for election as Directors and Committee members. Is this part of the Audit Committee's Charter?	(100%)
2.) It prepares the final list of candidates for the Board of Directors to be elected by the stockholders during the annual membership meeting. Is this part of the Audit Committee's Charter?	(100%)
3.) There is a schedule of all planned meetings for the year, which maps how the committee's responsibilities are addressed over the year. Is this part of the Audit Committee's Charter?	(100%)



<b>Annex C.3 (Remuneration/ Compensation Committee Self-Assessment)</b>	<b>RATINGS</b>
<b>I. Setting of Committee Structure and Operation</b>	
1) The Compensation committee has at least three (3) voting Directors. Is this part of the Audit Committee Charter?	(66.7%)
2) At least one of the Committee members is an Independent Director. Is this part of the Audit Committee Charter?	(66.7%)
3) Meetings (frequency, etc.). Is this part of the Audit Committee Charter?	(66.7%)
4) Evaluations. Is this part of the Audit Committee Charter?	(66.7%)
<b>II. Committee Responsibilities</b>	
1.) It oversees the development and administration of Remuneration Programs aligned with overall philosophy and strategy. Is this part of the Audit Committee Charter?	(66.7%)
2.) It evaluates the appropriate compensation for the Board of Directors. Is this part of the Audit Committee Charter?	(66.7%)
3.) There is a schedule of all planned meetings for the year, which maps how the committee's responsibilities are addressed over the year. Is this part of the Audit Committee Charter?	(66.7%)



<b>ANNEX C.4 (Corporate Governance Committee)</b>	<b>RATINGS</b>
<b>I. SETTING OF COMMITTEE STRUCTURE AND OPERATION</b>	
1) The Corporate Governance committee has at least three (3) voting Directors. Is this part of the Audit Committee Charter?	(80%)
2) Majority of the Committee members are Independent Directors. Is this part of the Audit Committee Charter?	(100%)
3) Meetings (frequency, etc.). Is this part of the Audit Committee Charter?	(80%)
4) Evaluations. Is this part of the Audit Committee Charter?	(100%)
<b>II. COMMITTEE RESPONSIBILITIES</b>	
1.) It reviews and recommends, for Board approval, recommendations to improve the company's compliance to the Revised Corporate Governance Code, the company's Revised Manual of Corporate Governance and other corporate governance rules and applicable laws. Is this part of the Audit Committee's Charter?	(100%)
2.) It reviews annually the Charters of all Board Committees and recommends appropriate changes or improvements to the Board. Is this part of the Audit Committee's Charter?	(100%)
3.) It oversees the development of corporate governance principles, structure, best practices and rules for adoption by the Company, and assists the Board in the implementation thereof. Is this part of the Audit Committee's Charter?	(100%)





<b>ANNEX D (Board of Directors' Performance Evaluation of the President/CEO)</b>	<b>RATINGS</b>
<b>I. Leadership</b>	
1) Leads in the formulation of the rules and procedures on financial reporting and internal control.	(92.9%)
2) Supervises, directs, controls and manages the business operations, affairs and properties of the Company in a sound and prudent manner.	(85.7%)
3) Consistently makes decisions that enable the Company achieve its goals better.	(78.6%)
4) Commits to the fundamental principles of good corporate governance and supports the Board in its governance duties.	(78.6%)
<b>II. Working with the Board</b>	
1.) Helps the Board establish the Company vision, mission, strategic objectives, policies and procedures, including mechanisms for effective monitoring of Management performance.	(78.6%)
2.) Maintains an effective working relationship with the Chairman and members of the Board of Directors.	(78.6%)
3) Provides the Board complete, adequate and timely information on plans, performance, issues, developments and opportunities which would enable it to make appropriate decisions or directions.	(85.7%)
4) Ensures that all resolutions and directions of the Board are carried into effect.	(85.7%)
<b>III. Management</b>	



1.) Participates in the formulation and implementation of sound strategic policies and guidelines on major capital expenditures, business strategies, plans and policies.	(92.9%)
2.) Effectively monitors the key risks areas and performance indicators to enable the Company to anticipate and prepare for the possible threats to its operational and financial viability.	(92.9%)
3.) Regularly monitors the adequacy and effectiveness of the Company's financial reporting, governance, operations, and information systems, including the reliability and integrity of the financial and operational information.	(85.7%)
4.) Ensures the implementation of the compensation and succession plans and professional development programs for employees.	(78.6%)
5.) Ensures that the Company is supported by effective process for planning, communicating, measuring, governing, delivering quality, and providing for a safe work environment.	(78.6%)
6.) Delegates effectively to members of the senior management team and other officers	(85.7%)
<b>IV. Communication/Relationship</b>	
1.) Maintains good interpersonal relationships with the chairman, other board members, executives, other employees, and key stakeholders.	(71.4%)
2.) Communicates effectively with the stakeholders the Company's goals, objectives, strategies, standards, policies, rules and procedures.	(85.7%)
3.) Ensures open communication links with its customers, suppliers, contractors, regulators and other agencies of the government and solicits feedback from the Company's stakeholders including employees at all levels as input to the direction and operation of the Company.	(78.6%)
4.) Exercises oversight responsibility over the investor relations program that keep the stakeholders informed of the important developments in the Company.	(85.7%)



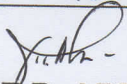
**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

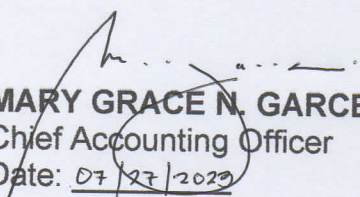
(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

**BOARD COMPENSATION REPORT  
( January to December 2022)**

The Board's remuneration is supposed to be set at an optimum level to attract and retain competent directors who continuously and effectively deliver services as such. However, the Asia Pacific Medical Center (APMC) –Aklan Inc. (hereinafter the "Company) is not yet operational. Nonetheless, the Board including Executive Directors, Non-Executive Directors, and Independent Directors spend so much time and effort ensuring that the Company is able to commence operations soon. Directors are compensated for missed income opportunities in attending to the affairs of the Corporation. Considering the current financial condition of the Hospital, only Executive Directors and By-laws Officers receive salaries as officers while all Directors are afforded reasonable per diems per meeting.

Name of Director	Year	Reasonable Per Diem Received for the Year
FERJENEL G. BIRON	2022	120,000.00
SIMEON A. ARCE, JR.	2022	120,000.00
EILEEN MAY B. DEBUQUE	2022	120,000.00
MERIDE DAULO-LAVILLA	2022	120,000.00
MARSHA LOURDES CONANAN-MORATO	2022	120,000.00
NIKKI JAMES FRANCISCO	2022	120,000.00
CLAIRE B. PEREZ	2022	120,000.00
JOANNE B. ABRIL	2022	120,000.00
GREGORY RYAN A. ARDEÑA	2022	120,000.00
REGINA R. BUENAFLOR	2022	120,000.00
RAYMUNDO R. QUIMPO	2022	120,000.00
DANILO C. REGOZO	2022	120,000.00
DELPHINE JOANNE C. QUINTANA BARTOLOME	2022	120,000.00
MARY KAREN VERONICA R. ICAMINA	2022	120,000.00
DARCY A. QUINDOR	2022	120,000.00

  
**JOANNE B. ABRIL, MD**  
Treasurer  
Date: July 27, 2023

  
**MARY GRACE N. GARCÉS, CPA**  
Chief Accounting Officer  
Date: 07/27/2023





**ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.**

(Formerly: Allied Care Experts (ACE) Medical Center-Aklan Inc.)

**BOARD COMPENSATION REPORT  
(January to July 31, 2023)**

The Board's remuneration is supposed to be set at an optimum level to attract and retain competent directors who continuously and effectively deliver services as such. However, the Asia Pacific Medical Center (APMC) -Aklan Inc. (hereinafter the "Company") is not yet operational. Nonetheless, the Board including Executive Directors, Non-Executive Directors, and Independent Directors spend so much time and effort ensuring that the Company is able to commence operations soon. Directors are compensated for missed income opportunities in attending to the affairs of the Corporation. Considering the current financial condition of the Hospital, only Executive Directors/Officers receive salaries as officers while all Directors are afforded reasonable per diems per meeting.

Name of Director	Year	Reasonable Per Diem Received for the Year
FERJENEL G. BIRON	2023	70,000.00
SIMEON A. ARCE, JR.	2023	70,000.00
EILEEN MAY B. DEBUQUE	2023	70,000.00
MARSHA LOURDES CONANAN-MORATO	2023	70,000.00
JOANNE B. ABRIL	2023	70,000.00
CLAIRE B. PEREZ	2023	70,000.00
NIKKI JAMES FRANCISCO	2023	70,000.00
MERIDE DAULO-LAVILLA	2023	70,000.00
GREGORY RYAN A. ARDEÑA	2023	70,000.00
REGINA R. BUENAFLOR	2023	70,000.00
RAYMUNDO R. QUIMPO	2023	70,000.00
DANILO C. REGOZO	2023	70,000.00
DELPHINE JOANNE C. QUINTANA BARTOLOME	2023	70,000.00
MARY KAREN VERONICA R. ICAMINA	2023	70,000.00
DARCY A. QUINDOR	2023	70,000.00

*J. Abril*  
**JOANNE B. ABRIL, MD**

Treasurer

Date: July 27, 2023

*Mary Grace N. Garcés*  
**MARY GRACE N. GARCÉS, CPA**

Chief Accounting Officer

Date: 07/27/2023





**Annex M**

**DISCLOSURE ON SELF DEALING AND RELATED PARTY TRANSACTIONS**

This is to certify that all of the current Directors together with the other holders of the founder shares have related party transactions for 2022 in the form of advances from shareholders given to the corporation.

Further during the delayed release of the loan from the Development Bank of the Philippines which was finalized and signed last March 2021 and was only released last November 2021 due to amendments in pre-release requirements, the Corporation had obtained bridge financing/ loan to prevent the stoppage of construction from Phil Pharmawealth Inc. which major stockholders, Hernan D. Biron Sr. and Dianna G. Biron are the parents of our Chairman, Ferjenel G. Biron.

Signed this 27<sup>th</sup> day of July 2023

**Joanne B. Abril**  
Corporate Treasurer

**From:** "ICTD Submission" <[ictdsubmission+canned.response@sec.gov.ph](mailto:ictdsubmission+canned.response@sec.gov.ph)>

**Subject:** Re: Asia Pacific Medical Center -Akian Inc. (formerly: Allied Care Experts (ACE) Medical Center - Akian Inc.)\_SEC FORM 17Q\_May 12, 2023

**Date:** May 12, 2023 at 2:31:26 PM GMT+8

**To:** [apmcaklaninc@icloud.com](mailto:apmcaklaninc@icloud.com)

Thank you for reaching out to [ictdsubmission@sec.gov.ph](mailto:ictdsubmission@sec.gov.ph). Your submission is subject for Verification and Review of the Quality of the Attached Document only for **Secondary Reports**. Official copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order from receipt through the SEC Express System at <https://secexpress.ph/>. Or you may call 8737-8888 for further clarifications.

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## NOTICE

Please be informed that selected reports should be filed through **ELECTRONIC FILING AND SUBMISSION TOOL (EFAST)**. <https://cifss-ost.sec.gov.ph/user/login>

such as: AFS, GIS, GFFS, LCFS, LCIF, FCFS, FCIF, IHFS, BDFS, PHFS etc. ANO, ANHAM, FS-PARENT, FS-CONSOLIDATED, OPC\_AO, AFS WITH NSPO FORM 1,2,3 AND 4,5,6, AFS WITH NSPO FORM 1,2,3 (FOUNDATIONS)

Further, pursuant to SEC Memorandum Circular No. 3, series of 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in **PORTABLE DOCUMENT FORMAT (PDF)** Secondary Reports such as:

17-A, 17-C, 17-L, 17-Q, ICASR, ICA-QR, ICA-AR, 23-A, 23-B, I-ACGR, ACGR, Monthly Reports, Quarterly Reports, Letters, OPC(ALTERNATE NOMINEE),GIS-G, 52-AR, IHAR,AMLA-CF,NPM,NPAM, BP-FCLC, CHINESEWALL, 39-AR,36-AR, PNFS, MCG, S10/SEC-NTCE-EXEMPT, through email at

**[ictdsubmission@sec.gov.ph](mailto:ictdsubmission@sec.gov.ph)**

FOR **MC28**, please go to SEC website:

<https://apps010.sec.gov.ph>

For your information and guidance.

Thank you and keep safe.



REPUBLIC OF THE PHILIPPINES)  
Kalibo, Aklan ) S.S.

CERTIFICATION

I, **SIMEON A. ARCE, JR.**, President of **Asia Pacific Medical Center (APMC) - Aklan Inc.** formerly **Allied Care Experts (ACE) Medical Center-Aklan Inc.**, with SEC registration number **CS201739437** with principal business office at **Judge Martelino Road, Brgy. Andagao, Kalibo, Aklan**, on oath state:

- 1) That on behalf of **Asia Pacific Medical Center (APMC)- Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center-Aklan Inc.)**, I have caused this **17 - Q** dated May 12, 2023 to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
- 3) That the company **Asia Pacific Medical Center (APMC) - Aklan Inc. (formerly Allied Care Experts (ACE) Medical Center-Aklan Inc.)**, will comply with the requirements set forth in SEC Notice dated June 24, 2020 and January 11, 2022 for a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this 12 day of May 2023 at Kalibo, Aklan.

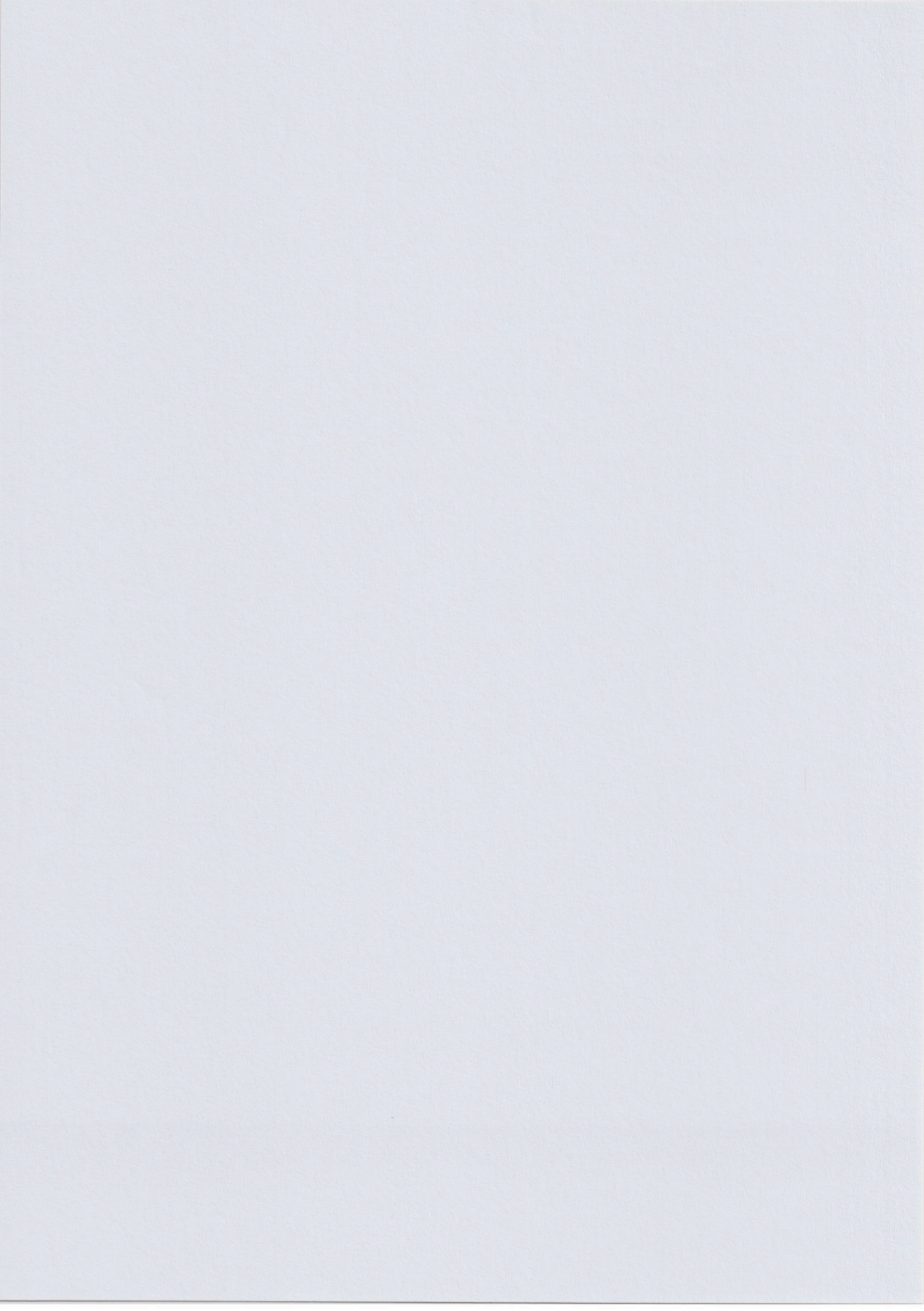
**SIMEON A. ARCE, JR.**  
President

**SUBSCRIBED AND SWORN** to before me this 12 day of May 2023 at Kalibo, Aklan Philippines, affiant personally appeared and exhibited to me his PRC ID No. 0068829 issued on 03/06/1990, at Manila and valid until 05/12/2023.

Doc. No. 378  
Page No. 37  
Book No. 24  
Series of 2023.

**ROMEO P. NOTARY PUBLIC**  
Notary Public for the Province of Aklan  
Appointment No. 1 (2023-2024)  
Until December 31 2024  
Roll No. 35274  
XIX Martyrs St., Kalibo, Aklan  
IBP No. 297464/02/02/2023/ Pasig City  
PTR No. 8213400/01-03-23/ Kalibo Aklan  
MCLE Compliance No. VII-0001782  
Issued on December 02, 2019





# COVER SHEET

SEC Number **CS201739437**

File Number \_\_\_\_\_

**ASIA PACIFIC MEDICAL CENTER (APMC) – AKLAN INC.**  
**(Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)**  
(Company's Full Name)

**Judge Martelino Road, Barangay Andagao, Kalibo, Aklan**  
(Company's Address)

**(036) 268 2320**  
(Company's Telephone Number)

**2023 December 31**  
(Fiscal Year Ending-Month and Day)

**SEC FORM 17-Q**  
(FORM TYPE)

**31 March 2023**  
Period Ended Date

\_\_\_\_\_  
(Amendment Designation, if applicable)

\_\_\_\_\_  
(Secondary License Type, if any)



SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended 31 March 2023
2. SEC Identification Number CS201739437      3. BIR Tax Identification No. 009-900-845-000.
4. ASIA PACIFIC MEDICAL CENTER (APMC) – AKLAN INC. (Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)  
Exact name of issuer as specified in its charter
5. Aklan, Philippines.  
Province, country or other jurisdiction of incorporation or organization
6. Industry Classification Code:  (SEC Use Only).
7. Judge Martelino Road, Barangay Andagao, Kalibo, Aklan      5600  
Address of issuer's principal office      Postal Code
8. 0917-8146042  
Issuer's telephone number, including area code
9. Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan  
Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founders' share	600
Common share	214,460

The total outstanding debt of the company as of March 31, 2023 is **P941,627,631**.

11. Are any or all of these securities listed on a Stock Exchange.

Yes [ ]    No [x]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

N/A

12. Indicate by check whether the registrant:

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

Yes [x]      No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [x]      No [ ]

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**PART I – FINANCIAL INFORMATION**

**Item 1. Financial Statements**

The unaudited financial statements of Asia Pacific Medical Center (APMC) – Aklan Inc. (Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.) (the Company) as at and for the period ended March 31, 2023 (with comparative figures as at March 31, 2022) are filed as part of this Form 17-Q as Annex “A”.

**Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations**

The information required by Part III, Paragraph (A)(2)(b) of “Annex C, as amended” is attached hereto as Annex “B”.


**PART II – OTHER INFORMATION**

There are no disclosures not made under SEC Form 17-C.

**SIGNATURES**

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

Issuer **ASIA PACIFIC MEDICAL CENTER (APMC) – AKLAN INC.  
(Formerly Allied Care Experts (ACE) Medical Center – Aklan Inc.)**

Signature and Title   
**DR. SIMEON A. ARCE, JR.**  
President

Date **MAY 12, 2023**

Signature and Title   
**BONNIE VEE S. DELA TORRE**  
Chief Accounting Officer

Date **MAY 12, 2023**



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF FINANCIAL POSITION****MARCH 31, 2023 AND MARCH 31, 2022***(Amounts in Philippine Peso)*

	Mar 31, 2023 (Unaudited)	Mar 31, 2022 (Unaudited)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash (Notes 2, 3, 4 and 5)	P66,725,435	P8,826,883
Receivables (Notes 2, 3, 4 and 6)	210,204,140	30,429,120
Prepaid tax (Note 2)	-	-
Total Current Assets	276,929,575	39,256,003
<b>Noncurrent Asset</b>		
Property and equipment – net (Notes 2, 3 and 7)	1,006,750,769	583,299,793
Other assets	2,480,354	
Total Noncurrent Assets	1,009,231,123	583,299,793
<b>TOTAL ASSETS</b>	<b>P1,286,160,698</b>	<b>P622,555,797</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Liabilities</b>		
Accounts and other payables (Notes 2, 4 and 8)	P62,905,785	P48,478,992
Advances from shareholders (Notes 2, 4, 12 and 13)	79,003,674	29,434,408
Loan payable (Notes 2, 4, 9, 12 and 16)	799,718,172	217,000,000
Total Liabilities	941,627,631	294,913,400
<b>Equity</b>		
Share capital (Notes 2, 4 and 10)	215,060,000	214,130,000
Additional paid-in capital (Notes 2 and 4)	212,309,500	169,234,900
Deficit (Notes 2 and 4)	(82,836,433)	(55,722,503)
Total Equity	344,533,067	327,642,397
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>P1,286,160,698</b>	<b>P622,555,797</b>

*See accompanying Notes to Financial Statements.*

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF COMPREHENSIVE INCOME****FOR THE THREE MONTHS ENDED MARCH 31, 2023 AND 2022***(Amounts in Philippine Peso)*

	<b>Mar 31, 2023</b> <b>(Unaudited)</b>	<b>Mar 31, 2022</b> <b>(Unaudited)</b>
<b>INTEREST INCOME</b> (Notes 2 and 5)	<b>P17,976</b>	<b>P5,679</b>
<b>EXPENSES</b> (Notes 2 and 11)	<b>(11,986,577)</b>	<b>(2,279,661)</b>
<b>NET LOSS</b>	<b>(P11,968,602)</b>	<b>(P2,273,983)</b>
<b>LOSS PER SHARE</b> (Notes 2 and 15)	<b>(P55.65)</b>	<b>(P10.62)</b>

*There was no other comprehensive income during the three months ended March 31, 2023 and 2022.*

*See accompanying Notes to Financial Statements.*

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF CHANGES IN EQUITY****MARCH 31, 2023 AND 2022***(Amounts in Philippine Peso)*

	<b>Mar 31, 2022</b> <b>(Unaudited)</b>	<b>Mar 31, 2022</b> <b>(Unaudited)</b>
<b>SHARE CAPITAL</b> (Notes 2, 4 and 9)	<b>P215,060,000</b>	<b>P214,150,000</b>
<b>ADDITIONAL PAID-IN CAPITAL</b> (Notes 2 and 4)	<b>212,309,500</b>	<b>169,214,919</b>
<b>DEFICIT</b> (Notes 2 and 4)		
Balance at beginning of period	<b>(55,722,503)</b>	<b>(28,830,560)</b>
Net loss	<b>(27,113,930)</b>	<b>(26,891,943)</b>
Balance at end of period	<b>(82,836,433)</b>	<b>(55,722,503)</b>
	<b>P344,533,067</b>	<b>P327,642,417</b>

*See accompanying Notes to Financial Statements.*



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.***(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)***STATEMENTS OF CASH FLOWS**

FOR THE THREE MONTHS ENDED MARCH 31, 2023 AND 2022

*(Amounts in Philippine Peso)*

	Mar 31, 2023 (Unaudited)	Mar 31, 2022 (Unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	(P11,968,602)	(P2,273,983)
Adjustments for:		
Interest income (Note 5)	(17,976)	(5,679)
Depreciation (Note 7)	75,163	40,822
Loss before working capital changes	(11,909,415)	(2,238,840)
Decrease (increase)		
in:		
Receivables (Note 6)	(179,912,935)	1,853,531
Prepaid Tax	-	-
Increase in accounts and other payables (Note 8)	14,426,793	5,886,905
Net cash used in operations	(177,395,557)	5,501,596
Interest received	17,976	5,679
Net cash used in operating activities	(177,379,581)	5,507,275
<b>CASH FLOW FROM INVESTING ACTIVITY</b>		
Security Deposit	(2,480,354)	
Additions to property and equipment (Note 7)	(423,526,139)	(79,279,049)
Net cash provided by (used in) investing activities	(426,006,493)	(79,279,049)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds (payments) from loans payable (Notes 12 and 16)	582,718,172	(28,000,000)
Proceeds (payments) from advances from stockholders (Notes 12 and 13)	49,569,266	(23,576,958)
Proceeds from subscription of share capital (Note 10)	930,000	20,293,000
Additional paid-in capital	43,074,600	28,262,900
Deficit	(15,007,412)	
Net cash provided by financing activities	661,284,626	(3,021,058)
<b>NET DECREASE IN CASH</b>	<b>57,898,552</b>	<b>(76,792,832)</b>
<b>CASH AT BEGINNING OF PERIOD</b>	<b>8,826,883</b>	<b>85,619,715</b>
<b>CASH AT END OF PERIOD</b>	<b>P66,725,435</b>	<b>P8,826,883</b>
<b>CASH AT END OF PERIOD CONSISTS OF:</b>		
Cash on hand	P-	P-
Cash in banks	66,725,435	8,826,883
	<b>P66,725,435</b>	<b>P8,826,883</b>

*See accompanying Notes to Financial Statements.*

## **ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

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### **NOTES TO FINANCIAL STATEMENTS**

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#### **1. General Information**

Allied Care Experts (ACE) Medical Center - Aklan Inc. (the Company) was registered with the Philippine Securities and Exchange Commission (SEC) on December 6, 2017 with limited life of fifty (50) years from the date of registration primarily to establish, maintain, operate, own and manage hospitals, medical and related healthcare facilities and businesses such as but without restriction to clinical, laboratories, diagnostic centers, ambulatory clinics, scientific research and educational institutions and other allied undertaking and services which shall provide medical, surgical, nursing, therapeutic, paramedic or similar care, provided that purely professional, medical or surgical services shall be performed by duly qualified and licensed physicians or surgeons who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

The Company's office address is located at Aklan Polyclinic and Drugstore, Goding Ramos Street, Kalibo, Aklan. The hospital address is located at Judge Martelino Road, Andagao, Kalibo, Aklan.

On January 26, 2021, the Company applied with the SEC for a license to sell its securities to the general public pursuant to Sections 8 and 12 of the Securities Regulation Code (SRC). The application was approved on June 24, 2021 (see Note 9).

The Company has one hundred ninety-eight (198) employees as at March 31, 2023.

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#### **2. Summary of Significant Accounting Policies and Disclosures**

##### Basis of Preparation

The accompanying financial statements of the Company have been prepared on a historical cost basis, except as otherwise stated. The financial statements are presented in Philippine peso, which is the functional and presentation currency under the Philippine Financial Reporting Standards (PFRS). All values are rounded to the nearest peso except as otherwise indicated.

##### Statement of Compliance

The accompanying financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). The term PFRS, in general, includes all applicable PFRS, Philippine Accounting Standards (PAS) and Interpretations issued by former Standing Interpretations Committee, the Philippine Interpretations Committee and the International Financial Reporting Interpretations Committee (IFRIC), which have been approved by the Philippine Financial Reporting Standards Council and adopted by the Philippine SEC.



### Changes in Accounting Policies

The Company consistently adopted and applied all accounting policies under PFRS which have been issued and becomes effective except for the adoption of the following amendmentseffective beginning January 1, 2021. Adoption of these amendments to PFRS, PAS and Philippine Interpretations did not have any significant impact on the Company's financial position or performance unless otherwise indicated.

- Amendments to PFRS 16, "*Leases*"

COVID-19-Related Rent Concessions (effective June 1, 2020). The amendments permit lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications.

These amendments have no impact on the financial statements.

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

The amendments are not applicable to the Company since the Company does not have activities that are predominantly connected with insurance or issue insurance contracts.

The adoption of the foregoing new and revised PFRS and PAS will not have any material impact on the financial statements. Additional disclosures have been included in the notes to financial statements, as applicable.



New Accounting Standards, Amendments to Existing Standards and Interpretations  
Effective Subsequent to September 30, 2021

The standards, amendments and interpretations which have been issued but not yet effective as at September 30, 2021 are disclosed below. Except as otherwise indicated, the Company does not expect the adoption of the applicable new and amended PFRS to have a significant impact on the financial position or performance.

*Effective beginning on or after January 1, 2022*

- Amendments to PFRS 3, "*Reference to the Conceptual Framework*"

The amendments updated the reference to the "*Conceptual Framework*" and an exception to its requirement for an entity to refer to the "*Conceptual Framework*" to determine what constitutes an asset or a liability. The exception specifies that, for some types of liabilities and contingent liabilities, an entity applying PFRS 3 should instead refer to PAS 37, "*Provisions, Contingent Liabilities and Contingent Assets*". This exception is to avoid an unintended consequence of updating the reference. Without the exception, an entity would have recognized some liabilities on the acquisition of a business that it would not recognize in other circumstances. Immediately after the acquisition, the entity would have had to derecognize such liabilities and recognize a gain that did not depict an economic gain.

The amendments will apply on future business combinations of the Company, if any.

- Amendments to PAS 16, "*Property, Plant and Equipment - Proceeds before Intended Use*"

The amendments prohibit from deducting the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 37, "*Onerous Contracts - Cost of Fulfilling a Contract*"

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*Annual Improvements to PFRSs 2018-2020 Cycle*

The Annual Improvements to PFRSs (2018-2020 cycle) are effective for annual periods beginning 2022 and are not expected to have a material impact on the Company.

- Amendments to PFRS 1, "*Subsidiary as a First-time Adopter*"

The amendment permits a subsidiary that measures the assets and liabilities at the carrying amounts that would be included in the parent's consolidated financial statements, based on the parent's date of transition to PFRSs, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary, to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PFRS 9, "*Fees in the '10 per cent' Test for Derecognition of Financial Liabilities*"

The improvements clarify the fees a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PFRS 16, "*Lease Incentives*"

The amendment removes reimbursement relating to leasehold improvements. PFRS 16 does not contain explicit guidance on how to account for leasehold improvements made by the lessee or when reimbursements made by the lessor in respect of those leasehold improvements can be regarded as lease incentives. Thus, created some confusion on how a lessee should account for such reimbursement by stating that the lessee should apply the appropriate standard and should not account for the reimbursement as a lease incentive. The standard had not clearly explained the conclusion as to whether the reimbursement would meet the definition of a lease incentive in PFRS 16.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

- Amendments to PAS 41, "*Taxation in Fair Value Measurements*"

The amendment removes the requirement for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. This will ensure consistency with the requirements in PFRS 13.

The adoption of this amendment is not expected to have any significant impact on the financial statements.



*Effective beginning on or after January 1, 2023*

- Amendments to PFRS 17, "*Insurance Contracts*"

The amendments, which respond to feedback from stakeholders, are designed to:

- Reduce costs by simplifying some requirements in the Standard;
- Make financial performance easier to explain; and
- Ease transition by deferring the effective date of the Standard to 2023 and by providing additional relief to reduce the effort required when applying PFRS 17 for the first time.

The deferral of the effective date by two years, to annual reporting periods beginning on or after January 1, 2023, is intended to allow time for an orderly adoption of the amended PFRS 17 by jurisdictions. This should enable more insurers to implement the new Standard at the same time.

The amendments are not applicable to the Company since it does not have activities that are predominantly connected with insurance or issue insurance contracts.

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

The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

The adoption of this amendment is not expected to have any significant impact on the financial statements.

*Deferred Effectivity*

- Amendments to PFRS 10 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, "*Business Combinations*". 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 FSRC deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (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.

These amendments may apply to future transactions of the Company.



- Deferment of Implementation of International Financial Reporting Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, "Borrowing Cost") for the Real Estate Industry

In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue is/will be recognized over time under par. 35 (c) of PFRS 15. IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under PAS 23 considering that these inventories are ready for their intended sale in their current condition.

On February 21, 2020, the Philippine SEC issued MC No. 4, Series of 2020, providing relief to the Real Estate Industry by deferring the mandatory implementation of the above IFRIC Agenda Decision until December 31, 2020. Effective January 2021, the Real Estate Industry will adopt the IFRIC agenda decision and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. A real estate company may opt not to avail of the deferral and instead comply in full with the requirements of the IFRIC agenda decision.

The adoption of this amendment is not expected to have any significant impact on the financial statements since the Company is not in a real estate industry.

#### *No Mandatory Effective Date*

- PFRS 9, "Financial Instruments (Hedge Accounting and Amendments to PFRS 9, PFRS 7 and PAS 39)"

The amendments require the inclusion of general hedge accounting model in the notes disclosure to the financial statements. The amendments allow early adoption of the requirement to present fair value changes due to own credit on liabilities designated as at fair value through profit or loss (FVPL) to be presented in the other comprehensive income.

These amendments are not applicable to the Company and expected not to have an impact on the financial statements.

#### Significant Accounting Policies

##### Current versus Noncurrent Classification

The Company presents assets and liabilities in the statements of financial position based on current or noncurrent classification. An asset is current if:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as noncurrent.

Deferred income tax assets and liabilities, if any, are classified as noncurrent assets and liabilities.

#### Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the assets or liabilities and the level of the fair value hierarchy.

#### Financial Instruments

Financial instruments are any contract that gives rise to a financial asset of one entity or a financial liability or equity instrument of another entity.



### *Date of Recognition*

The Company recognizes a financial asset or a financial liability in the statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

### *"Day 1" Difference*

Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Company recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Company deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the "Day 1" difference.

### *Financial Assets*

#### *Initial Recognition*

Financial assets are recognized initially at fair value, which is the fair value of the consideration given. The initial measurement of financial assets, except for those designated at fair value through profit or loss (FVPL), includes transaction cost.

#### *Classification*

The Company classifies its financial assets at initial recognition under the following categories: (a) financial assets at amortized cost, (b) financial assets at fair value through other comprehensive income (FVOCI) and (c) financial assets at FVPL. The classification of a financial asset at initial recognition largely depends on the Company's business model for managing the asset and its contractual cash flow characteristics.

#### *Financial Assets at Amortized Cost*

Financial assets are measured at amortized cost if both of the following are met:

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

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less any allowance for impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

As at March 31, 2023 and March 31, 2022, the Company's cash and receivables are classified under this category.



#### Debt Instruments at FVOCI

For debt instruments that are not designated at FVPL under the fair value option, the financial assets are measured at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- The contractual terms of the financial assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, interest income (calculated using the effective interest rate method), foreign currency gains or losses and impairment gains or losses of debt instruments measured at FVOCI are recognized directly in profit or loss. When the financial asset is derecognized, the cumulative gains or losses previously recognized in OCI are classified from equity to profit or loss as a reclassification adjustment.

As at March 31, 2023 and March 31, 2022, the Company does not have debt instruments at FVOCI.

#### Equity Instruments at FVOCI

For equity instruments that are not held for trading, the Company may irrevocably designate, at initial recognition, a financial asset to be measured at FVOCI when it meets the definition of equity instrument under PAS 32, "*Financial Instruments: Presentation*". This option is available and made on an instrument by instrument basis.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. All other gains or losses from equity instruments are recognized in OCI and presented in the equity section of the statements of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent periods, instead, these are transferred directly to retained earnings.

As at March 31, 2023 and March 31, 2022, the Company does not have equity instruments at FVOCI.

#### Financial Assets at FVPL

Financial assets that do not meet the criteria for being measured at amortized cost or FVOCI are classified under this category. Specifically, financial assets at FVPL include financial assets that are (a) held for trading, (b) designated upon initial recognition at FVPL, or (c) 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.

This category includes debt instruments whose cash flows, based on the assessment at initial recognition of the assets, are not "solely for payment of principal and interest", and which are not held within a business model whose objective is either to collect contractual cash flows or to both collect contractual cash flows and sell.

This category also includes equity instruments which the Company had not irrevocably elected to classify at FVOCI at initial recognition.

After initial recognition, financial assets at FVPL are subsequently measured at fair value. Gains or losses arising from the fair valuation of financial assets at FVPL are recognized in profit or loss.

As at March 31, 2023 and March 31, 2022, the Company has no financial assets at FVPL.

#### Reclassification

The Company reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in OCI.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at amortized cost, its fair value at the reclassification date becomes its new gross carrying amount.

For a financial asset reclassified out of the financial assets at FVOCI category to financial assets at amortized cost, any gain or loss previously recognized in OCI, and any difference between the new amortized cost and maturity amount, are amortized to profit or loss over the remaining life of the investment using the effective interest method. If the financial asset is subsequently impaired, any gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

In the case of a financial asset that does not have a fixed maturity, the gain or loss shall be recognized in profit or loss when the financial asset is sold or disposed. If the financial asset is subsequently impaired, any previous gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at FVOCI, its fair value at the reclassification date becomes its new gross carrying amount. Meanwhile, for a financial asset reclassified out of the financial assets at FVOCI category to financial assets at FVPL, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

#### Impairment of Financial Assets at Amortized Cost and FVOCI

The Company recognizes an allowance for ECL for all debt instruments not held at FVPL. ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation to the asset's 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.



For other debt instruments measured at amortized cost and FVOCI, the ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECLs that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. The Company also considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

The Company considers a financial asset in default when contractual payments are 30 days past due unless it is demonstrated that the nonpayment was an administrative oversight rather than resulting from financial difficulty of the borrower. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Derecognition

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 right to receive cash flows from the asset has expired;
- The Company retains the right to receive cash flows from the financial 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 Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has either transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Company's continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Company could be required to repay.

#### *Financial Liabilities*

##### Initial Measurement

Financial liabilities are recognized initially at fair value, which is the fair value of the consideration received. In case of financial liabilities at amortized costs, the initial measurement is net of any directly attributable transaction costs.

##### Classification and Subsequent Measurement

The Company classifies its financial liabilities at initial recognition as either financial liability at FVPL or financial liabilities at amortized cost.



#### Financial liabilities at FVPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

As at March 31, 2023 and March 31, 2022, the Company does not have financial liabilities at FVPL.

#### Financial liabilities at amortized cost

Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Company having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate.

As at March 31, 2023 and March 31, 2022, the Company's accounts and other payables (except government payables), advances from shareholders and loan payable are classified under this category.

#### Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired. When 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 the statements of comprehensive income.

#### Fair Value Option

The Company may, at initial recognition, irrevocably designate a financial asset or liability that would otherwise have to be measured at amortized cost or fair value through other comprehensive income to be measured at fair value through profit or loss if doing so would eliminate or significantly reduce an accounting mismatch or otherwise results in more relevant information.

#### Classification of Financial Instrument between Liability and Equity

A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;
- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or
- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Company does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

#### Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset and the net amount reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statements of financial position.

#### Prepayments

Prepayments include expenses already paid but not yet incurred. These are measured at cost less amortization.

#### Property and Equipment

Property and equipment, except land, are carried at cost less accumulated depreciation and amortization and accumulated provision for any impairment in value, if any.

The initial cost of property and equipment comprises its purchase price and other costs directly attributable in bringing the assets to its working condition and location for its intended use. Expenditures incurred after the property have been put into operation, such as repairs and maintenance, are normally charged to income in the year the costs are incurred. In situations when 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 and the cost of such item can be measured reliably, the expenditures are capitalized as an additional cost of the said property and equipment.

Land is stated at cost less impairment in value, if any.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

<u>Property and Equipment</u>	<u>No. of years</u>
Office equipment, furniture and fixtures	5
Leasehold improvements	5
Machineries, tools and equipment	10
Transportation vehicle	5
Linens and uniforms	5

The useful life and depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of property.

Construction in progress represents structures under constructions and is stated at cost (include cost of construction, machinery and equipment under installation and other related costs). Construction in progress is not depreciated until such time as the relevant assets are completed and ready for its intended use.

The carrying values of property and equipment are reviewed for impairment when events or changes in the circumstances indicate that the carrying values may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation and amortization are recognized in profit or loss.



An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit and loss in the period the asset is derecognized.

#### Impairment of Nonfinancial Assets

Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and where the carrying amount of an asset exceeds its recoverable amount, the asset or cash-generating unit (CGU) is written down to its recoverable amount. The estimated recoverable amount is the higher of an asset's fair value less cost to sell and value in use. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction less the costs of disposal while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Where the carrying amount of an asset or CGU 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 cost to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other fair value indicators. Impairment losses are recognized in the statements of comprehensive income.

Recovery of impairment loss recognized in prior years is recorded on nonfinancial asset when there is an indication that the impairment loss recognized for the asset no longer exists or has decreased. The recovery is recorded in the statements of comprehensive income. However, the increased carrying amount of an asset due to a recovery of an impairment loss is recognized to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for that asset in prior years.

#### Equity

##### *Share Capital*

Share capital is recognized as issued when the share is paid for or subscribed under a binding subscription agreement and is measured at par value.

The share capital is classified into founders' share and common share.

##### *Additional Paid-in Capital*

Proceeds and/or fair value considerations received in excess of par value.

##### *Deficit*

Deficit includes all current and prior period results of operations as disclosed in the statements of comprehensive income.



### Revenue Recognition

Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Company performs its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

The Company also assesses its revenue arrangements to determine if it is acting as a principal or as an agent.

### *Interest Income*

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

### Cost and Expenses

Costs and expenses are recognized in the statements of comprehensive income upon utilization of the service or at the date they are incurred.

### Short-term Employee Benefits

Short-term employee benefits are employee benefits which fall due within twelve months after the end of the period in which the employees render the related service. The Company recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. Short-term benefits given by the Company include salaries and wages, social security contributions, short-term compensated absences, profit sharing and bonuses, and nonmonetary benefits. Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the statements of financial position date. These are included in salaries and wages account at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

### Borrowing Costs

Borrowing costs are generally recognized as expense in the year in which these costs are incurred. However, borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized. Capitalization of borrowing costs commences when the activities necessary to prepare the asset for intended use are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the asset is available for their intended use. It includes interest expense, finance charges in respect of finance leases and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

### Leases

The Company assesses whether the contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Company assesses whether, throughout the period of use, it has the following:

- the contract involves an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

- the Company has the right to direct the use of the asset. The Company when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Company has the right to direct the use of the asset of either:
  - a. the Company has the right to operate the asset; or
  - b. the Company designed the asset in a way that predetermines how and for what purpose it will be used.

#### *Short-term Leases and Leases of Low-Value Assets*

The Company applies the short-term lease recognition exemption to its short-term leases of office space (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). 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.

### Taxes

#### *Current Income Tax*

Current income tax assets and liabilities for the current and prior years 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 amount are those that are enacted or substantively enacted at the reporting period.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the profit or loss.

#### *Deferred Income Tax*

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

Deferred tax liabilities are recognized for all taxable temporary differences except: (1) when the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carryforward benefits of unused net operating loss carry-over (NOLCO) to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward benefit of unused tax credits and unused tax losses can be utilized except: (1) when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.



The carrying amount of deferred tax assets is reviewed at each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit 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 period and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in 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 at the reporting period.

Deferred income 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 OCI or directly in equity.

Deferred tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to offset current income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

#### Related Parties

A party is considered to be related to the Company if it has the ability, directly or indirectly through one or more intermediaries, to control, is controlled by, or is under common control with, the Company; or exercises significant influence over the Company in making financial and operating decisions; or has a joint control over the Company. It is also related to the Company if a party is an associate, a joint venture in which the Company is a venturer, a member of the key management personnel of the Company or its parent, a close member of the family of Company's related party, an entity controlled, jointly controlled or significantly influenced by a key management personnel of the Company or close member of the family of Company's related party, and a post-employment benefit plan for the benefit of employees of the Company or its related party. Related parties may be individuals or corporate entities. Transactions between related parties are based on terms similar to those offered to nonrelated parties.

#### Provisions

Provisions are recognized when the Company has present obligations, legal or constructive, as a result of past events, when 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 Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statements of comprehensive income, net of any reimbursements. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to passage of time is recognized as interest expense.

#### Contingencies

Contingent liabilities are not recognized in the financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but are disclosed in the notes to financial statements when an inflow of economic benefits is probable.



#### Loss Per Share

Basic loss per share is calculated by dividing the net loss (less preferred dividends net of tax, if any) for the year attributable to common stockholders by the weighted average number of common shares outstanding during the year, with retroactive adjustment for any stock dividends or stock splits declared during the year.

#### Events After the Reporting Period

Post year-end events that provide additional information about the Company's financial position at the end of the reporting period (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to financial statements when material.

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### **3. Significant Judgements, Accounting Estimates and Assumptions**

The preparation of the financial statements in conformity with PFRS requires management to make judgments and estimates that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the reporting date. The uncertainties inherent in these judgments and estimates could result in outcomes that could require a material adjustment to the carrying amount of the assets or liabilities affected in future years.

#### Judgements

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

##### *Business Model Assessment*

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

##### *Significant Increase of Credit Risk*

Where the fair values of financial assets and financial liabilities recorded on the statements of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The input to these models is taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility and correlation.

#### *Classification of Financial Instruments*

The Company classifies its financial assets and financial liabilities in the following measurement categories: i) those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss) and ii) those to be measured at amortized cost. The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows. Financial liabilities are classified as those to be measured at amortized cost unless they are designated as those to be measured subsequently at fair value through profit or loss (irrevocable election at the time of recognition). For assets and liabilities measured at fair value, gains and losses are either recorded in profit or loss or other comprehensive income.

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified.

#### *Determining whether an Agreement Contains a Lease*

The Company uses its judgment in determining whether an arrangement contains a lease, based on the substance of the arrangement at inception date and makes assessment whether the arrangement is dependent on the use of a specific asset or assets, the arrangement conveys a right to use the asset and the arrangement transfers substantially all the risks and rewards incidental to ownership to the Company.

#### *Operating Lease*

The Company has entered into lease arrangements either as a lessor or as a lessee. In determining whether all significant risks and rewards of ownership remain with the lessor or transferred to the lessee, the following factors are considered:

- a. the ownership of the asset does not transfer at the end of the lease term;
- b. there is no option to purchase the asset at a price that is expected to be sufficiently lower than the fair value at the date the option becomes exercisable such that, at the inception of the lease, it is reasonably certain that the option will be exercised;
- c. the lease term is not for the major part of the economic life of the asset even if title is not transferred;
- d. the leased assets are not of such specialized nature that only lessee can use them without major modifications.

The Company accounted for its lease arrangements as operating lease (see Note 11).

#### *Determining the Fair Values of Financial Instruments*

Where the fair values of financial assets and financial liabilities recorded on the statements of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to this model are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

#### Estimates and Assumptions

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



#### *Assessment for ECL on Other Financial Assets at Amortized Cost*

The Company determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12-months unless there has been a significant increase in credit risk since initial recognition in which case ECL is provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

The Company has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks and companies with good credit standing and relatively low risk of defaults. Accordingly, no provision for ECL on other financial assets at amortized cost was recognized in 2023 and 2022. The carrying amounts of other financial assets at amortized cost are as follows:

	<b>Mar 31, 2023</b> <b>(Unaudited)</b>	Mar 31, 2022 (Unaudited)
Cash in banks	<b>P66,725,435</b>	P8,826,883
Receivables	<b>210,204,140</b>	30,429,120
	<b>P276,929,575</b>	P39,256,003

#### *Assessment for Impairment of Nonfinancial Assets*

The Company assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of the assets or group of assets may not be recoverable. The relevant factors that the Company considers in deciding whether to perform an asset impairment review include, among others, the following:

- Significant underperformance of a business in relation to expectations;
- Significant negative industry or economic trends; and
- Significant changes or planned changes in the use of the assets.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

The recoverable amount of the asset is the greater of the fair value less cost of disposal or 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. 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.



No impairment loss on nonfinancial assets was recognized for the three months ended March 31, 2023 and March 31, 2022. The carrying amount of nonfinancial assets is as follows:

	<b>Mar 31, 2023</b> <b>(Unaudited)</b>	Mar 31, 2022 (Unaudited)
Property and equipment	<b>P1,006,750,769</b>	P583,299,793
Prepaid tax	-	-
	<b>P1,006,750,769</b>	P583,299,793

*Estimating Useful Lives of Property and Equipment, Except Land*

The estimated useful lives used as basis for depreciating the Company's property and equipment, excluding land, were determined on the basis of management's assessment of the period within which the benefits of these asset items are expected to be realized taking into account actual historical information on the use of such assets.

The carrying amount of property and equipment, except land, amounted to P1,006,750,769.22 and P583,299,793 as at March 31, 2023 and March 31, 2022, respectively (see Note 6).

*Recognition of Deferred Tax Assets*

The Company reviews the carrying amounts of deferred tax assets at each reporting date and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus no deferred tax asset was recognized as at March 31, 2023 and March 31, 2022.

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#### **4. Financial Risk Management Objectives and Capital Management**

Financial Risk Management Objectives and Policies

The main purpose of the Company's financial instruments is to fund its operations. The Company's principal financial instruments arising from operations consist of cash and cash equivalents, receivables, accounts and other payables and advances from shareholders. The main risks from the use of financial instruments are credit and liquidity risk.

The Company does not have foreign currency risk because the Company has no monetary assets and liabilities denominated in foreign currency both for 2023 and 2022.

The Company's BOD reviews and approves the policies for managing each of these risks and these are summarized below:

Credit Risk

The Company's exposure to credit risk arises from the failure on the part of its counterparty in fulfilling its financial commitments to the Company under the prevailing contractual terms. Financial instruments that potentially subject the Company to credit risk consist primarily of other financial assets at amortized cost.

The carrying amounts of financial assets at amortized costs represent its maximum credit exposure.

#### *Other Financial Assets at Amortized Cost*

The Company's other financial assets at amortized cost are composed of cash in banks. The Company limits its exposure to credit risk by investing its cash only with banks that have good credit standing and reputation in the local and international banking industry. These instruments are graded in the top category by an acceptable credit rating agency and, therefore, are considered to be low credit risk investments.

It is the Company's policy to measure ECL on the above instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent significant credit risk such as when non-payment arising from administrative oversight rather than resulting from financial difficulty of the borrower.

The table below presents the summary of the Company's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL. Assets that are credit-impaired are separately presented.

March 31, 2023				
(Unaudited) Financial asset at amortized cost				
	12-month ECL	Lifetime ECL		Total
		– not credit impaired	Lifetime ECL – credit impaired	
Cash in banks	P66,725,435	P–	P–	P66,725,435
Receivables	210,204,140	–	–	210,204,140
	P276,925,575	P–	P–	P276,925,575

March 31, 2022 (Unaudited)				
Financial asset at amortized cost				
	12-month ECL	Lifetime ECL		Total
		– not credit impaired	Lifetime ECL – credit impaired	
Cash in banks	P8,826,883	P–	P–	P8,826,883
Receivables	30,429,120	–	–	30,429,120
	P39,256,003	P–	P–	P39,256,003

#### *Liquidity Risk*

In the management of liquidity, the Company monitors and maintains a level of cash deemed adequate by the management to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

To meet the Company's short-term obligations and funding for the construction of its building, the Company will call for payment of the subscription receivable from the stockholders. Also, the Company secured from Development Bank of the Philippines a credit line facility on August 19, 2020 as one of its sources in funding the construction of hospital building.

The table below summarizes the maturity profile of the Company's financial assets and liabilities as at March 31, 2023 and March 31, 2022 based on contractual and undiscounted payments.

**As at March 31, 2023 (Unaudited)**

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<b>Financial liabilities:</b>					
Accounts and other payables*	P61,629,316	P-	P-	P-	P61,629,316
Advances from shareholders	-	79,003,674	-	-	79,003,674
Loan payable	-	-	799,718,172	-	799,718,172
	<b>P61,629,316</b>	<b>P79,003,674</b>	<b>P799,718,172</b>	<b>P-</b>	<b>P940,351,161</b>

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<b>Financial assets:</b>					
Cash	P66,725,435	P-	P-	P-	P66,725,435
Receivables	210,204,140	-	-	-	210,204,140
	<b>P276,929,575</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P276,929,575</b>

\*Excluding government payables amounting to P1,276,470 as at March 31, 2023.

**As at March 31, 2022 (Unaudited)**

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
<b>Financial liabilities:</b>					
Accounts and other payables*	P48,085,242	P-	P-	P-	P48,085,242
Advances from shareholders	-	29,434,408	-	-	29,434,408
Loan payable	-	20,000,000	195,000,000	-	217,000,000
	<b>P48,085,242</b>	<b>P51,434,408</b>	<b>P195,000,000</b>	<b>P-</b>	<b>P294,519,660</b>
<b>Financial assets:</b>					
Cash	P8,826,883	P-	P-	P-	P8,826,883
Receivables	30,429,120	-	-	-	30,429,120
	<b>P39,256,003</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P39,256,003</b>

\*Excluding government payables amounting to P393,750 as at March 31, 2022.



### Fair Values of Financial Instruments

The historical cost carrying amounts of the Company's financial assets and financial liabilities are all subject to normal credit terms, and are short-term in nature, and approximate their fair values. Details are as follows:

	<b>Mar 31, 2023 (Unaudited)</b>	<b>Mar 31, 2022 (Unaudited)</b>
<i>Financial assets:</i>		
Cash	<b>P66,725,435</b>	P8,826,883
Receivables	<b>210,204,140</b>	30,429,120
	<b>P276,925,575</b>	<b>P39,256,003</b>
<i>Financial liabilities:</i>		
Accounts and other payables*	<b>P61,629,316</b>	P48,085,242
Advances from shareholders	<b>79,003,674</b>	29,434,408
Loan payable	<b>799,718,172</b>	217,000,000
	<b>P940,351,161</b>	<b>P294,519,650</b>

\* Excluding government payables amounting to P1,276,470 and P393,750 as at March 31, 2023 and March 31, 2022.

### Capital Management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business, pay existing obligations and maximize shareholder value.

The Company manages capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust capital, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the three months ended March 31, 2023 and March 31, 2023.

The following table pertains to the account balances the Company considers as its core economic capital:

	<b>Mar 31, 2023 (Unaudited)</b>	<b>Mar 31, 2022 (Unaudited)</b>
Share capital	<b>P215,060,000</b>	P214,130,000
Additional paid in capital	<b>212,309,500</b>	169,234,900
Deficit	<b>(82,836,433)</b>	(55,722,503)
	<b>P344,533,067</b>	<b>P327,642,397</b>

The Company is not subject to externally-imposed capital requirements.

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## **5. Cash**

This account consists of:

	<b>Mar 31, 2023 (Unaudited)</b>	<b>Mar 31, 2022 (Unaudited)</b>
Cash on hand	<b>P-</b>	P
Cash in banks	<b>66,725,435</b>	8,826,883
	<b>P66,725,435</b>	<b>P8,826,883</b>

Cash in banks earn interest at the respective bank deposit rates. Interest income earned from cash in banks amounted to P16,976 and P5,679 for the three months ended March 31, 2023 and March 31 2022, respectively.

## 6. Receivables

This account consists of:

	Mar 31, 2023 (Unaudited)	Mar 31, 2022 (Unaudited)
Advances to contractors	P106,416,886	P30,381,120
Receivable from suppliers	103,787,253	48,000
	<b>P210,204,140</b>	<b>P30,429,120</b>

Advances to contractor represents advances for awarded project activity and is liquidated via deduction, on a pro-rate basis from the contractor's periodic progress billings.

There were no assets impaired nor used as collateral for any payables or advances as at March 31, 2023 and March 31, 2022.

## 7. Property and Equipment

This account consists of:

	Mar 31, 2022 (Unaudited)	Additions	Disposal	Mar 31, 2023 (Unaudited)
<b>Cost:</b>				
Land	P94,096,485	P-	P-	P94,096,485
Construction in progress	488,867,059	359,431,627	-	848,298,485
Office equipment, furniture and fixtures	774,935	727,862	-	1,502,797
Machineries, tools and equipment		58,740,325	-	58,740,325
Transportation Vehicles		3,566,526	-	3,566,526
Linens and uniforms		1,060,000	-	1,060,000
Leasehold improvements	58,107	-	-	58,107
	<b>583,796,586</b>	<b>423,526,139</b>	<b>-</b>	<b>1,007,322,725</b>
<b>Accumulated depreciation:</b>				
Office equipment, furniture and fixtures	448,371	65,478	-	513,849
Leasehold improvements	48,422	9,685	-	58,107
	<b>496,793</b>	<b>75,163</b>	<b>-</b>	<b>571,956</b>
<b>Net book value</b>	<b>P583,299,793</b>			<b>P1,006,750,769</b>

	Mar 31, 2021 (Audited)	Additions	Disposal	Mar 31, 2022 (Unaudited)
<b>Cost:</b>				
Land	P94,096,485	P-	P-	P94,096,485
Construction in progress	174,253,432	314,613,627	-	488,867,059
Office equipment, furniture and fixtures	722,235	52,700	-	774,935
Leasehold improvements	58,107	-	-	58,107
	<b>233,197,654</b>	<b>314,666,327</b>	<b>-</b>	<b>583,796,586</b>

Forward

	March 31, 2021	Additions	Disposal	March 31, 2022
<b>Accumulated depreciation:</b>				
Office equipment, furniture and fixtures	302,058	146,313	–	<b>448,371</b>
Leasehold improvements	36,801	11,621	–	<b>48,422</b>
	<u>338,859</u>	<u>157,935</u>	<u>–</u>	<u><b>496,793</b></u>
<b>Net book value</b>	<b>P268,791,400</b>			<b>P583,299,793</b>

Land pertains to properties located in Kalibo, Aklan with a total area of 9,500 square meters, where its hospital building is being constructed.

Construction in progress pertains to building under construction to be used as hospital upon completion.

Beginning 2019, the Company entered into contracts with various contractors and suppliers for the construction of its hospital building.

Borrowing costs amounting to P12,357,192 for the twelve-month ended March 31, 2023, were capitalized as cost of the hospital building (see Note 12).

As at March 31, 2023, total estimated cost to complete the hospital building amounted to P1.4 Billion, and construction is estimated to be completed by the second quarter of 2023.

As certified by construction managers, the estimated percentage of completion as at March 31, 2023 of the construction on structural works is at 100%, architectural works and Interior Fit out is at 13.69%, plumbing works is at 70.55%, fire protection work is at 55.19%, electrical works is at 19.52%, electronics works at 69.83%, perimeter fence and road networks at 100% and mechanical works is at 35.96%. Overall percentage completion of the construction of the hospital building as at March 31, 2023 is at 46.32%.

On November 15, 2021, the Company entered into a Mortgage Agreement with Development Bank of the Philippines (DBP) for loan and credit accommodations to finance the construction of the hospital building and acquisition of medical instruments, furniture and appliances. The Mortgage Agreement is secured by the land together with the building and other permanent improvements.

There were no assets impaired nor used as collateral for any payables or advances as at March 31, 2023 and March 31, 2022.

The carrying values of the property and equipment approximate their fair values.

## **8. Accounts and Other Payables**

This account consists of:

	<b>Mar 31, 2023 (Unaudited)</b>	Mar 31, 2022 (Unaudited)
Retention payable	<b>P44,372,226</b>	P46,310,159
Accounts payable	<b>12,876,841</b>	
Withholding tax payable	<b>1,276,470</b>	393,750
Other payables	<b>4,380,249</b>	1,775,083
	<u><b>P62,905,786</b></u>	<u>P48,478,992</u>



Retention payable refers to the amount withheld by the Company from the contractors' periodic progress billings as provided for in their respective contract. The amount will be released to the contractors, net of deductions, if any, upon full completion and final acceptance by the Company.

Other payables pertain to unpaid professional fees and other expenses incurred but not yet paid as at March 31, 2023 and March 31, 2022.

## 9 Loans Payable

		March 31, 2023	March 31, 2022
DBP	The Company availed long-term loans in tranches from DBP. First tranche availed on November 29, 2021. The principal amount is payable quarterly beginning February 28, 2025 until November 29, 2033. The effective interest rate is 4.50% per annum and payable quarterly. All loans are secured by the Company's real properties (see Note 6). The loan proceeds were used to finance the construction of the hospital building.	P195,000,000	-
DBP	The Company availed long-term loans in tranches from DBP. Second tranche availed on June 21, 2022. The principal amount is payable quarterly beginning February 28, 2025 until November 29, 2033. The effective interest rate is 5.00% per annum and payable quarterly. All loans are secured by the Company's real properties (see Note 6). The loan proceeds were used to finance the construction of the hospital building.	390,000,000	-
DBP	The Company availed long-term loans in tranches from DBP. Third tranche availed on February 10, 2023.	214,718,172	-
Phil Pharmawealth Inc.	Short-term loan availed in December 2021 amounting to P50,000,000 from Phil Pharmawealth Inc. payable after one month from execution of the loan agreement and bearing an interest of 4.5% per annum. The loan proceed was used to finance the construction of the hospital building and pay-off advances used as bridge financing to construction.	-	25,000,000
Total		799,718,172	25,000,000
Less current portion		-	25,000,000
		<b>P799,718,172</b>	<b>0</b>

Borrowing costs amounted to P12,357,192 and P1,603,699 as at March 31, 2023 and March 31, 2022, respectively, and were capitalized as cost of the hospital building.

## 10. Share Capital

This account consists of:

	Mar 31, 2023 (Unaudited)	Mar 31, 2022 (Unaudited)
Authorized share capital		
600 founders' share at P1,000 par value	P600,000	P600,000
239,400 common share at P1,000 par value	239,400,000	239,400,000
	<b>P240,000,000</b>	<b>P240,000,000</b>
Subscribed		
600 founders' share at P1,000 par value	P600,000	P600,000
Less subscription receivable	-	-
	<b>600,000</b>	<b>600,000</b>
214,460 common shares at P1,000 par value	214,460,000	213,530,000
Less subscription receivable	-	-
	<b>214,460,000</b>	<b>213,530,000</b>
	<b>P215,060,000</b>	<b>P214,130,000</b>

The founders' share has the exclusive right to vote and be voted upon in the election of directors for a limited period not to exceed five (5) years.

In December 2017, the BOD and Stockholders approved the additional issuance of 84,000 shares to existing stockholders, a Notice of Exemption of which was granted by the SEC on May 21, 2019. The BOD and Stockholders also approved the subscriptions and issuance of 580 common shares to 19 new shareholders in 2019, a Notice of Exemption of which was granted by the SEC on March 5, 2020.

On January 26, 2021, the Company applied with the SEC for the registration of its 35,420 common shares to be sold at 10 shares per block which is equivalent to 3,542 blocks. The application was approved on June 24, 2021.

Below are the details of registered common shares:

Date of Registration	Number of Blocks Licensed*	Issue/Offer Price Per Block
June 24, 2021	1,942	P250,000
June 24, 2021	1,200	300,000
June 24, 2021	400	350,000

\*10 shares per block

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## 11. Expenses

This account consists of:

	<b>Mar 31, 2023</b>	Mar 31, 2022
	<b>(Unaudited)</b>	(Unaudited)
Salaries and wages	<b>P5,069,438</b>	P1,451,550
Taxes and licenses	<b>2,385,318</b>	101,104
Honorarium	<b>240,000</b>	487,000
Professional fees	<b>92,300</b>	61,000
Miscellaneous	<b>161,676</b>	30,780
Depreciation	<b>66,447</b>	40,882
Rent	<b>36,000</b>	36,000
Office supplies	<b>69,158</b>	32,228
Utilities	<b>644,996</b>	16,686
Trainings and seminars	<b>57,500</b>	-
SSS/PhilHealth/HDMF	<b>523,118</b>	7,935
Outside services	<b>383,400</b>	8,400
Advertising	<b>453,982</b>	5,000
Transportation and travel	<b>8,758</b>	1,096
Meetings and conferences	<b>98,850</b>	-
Permits and licenses	<b>71,823</b>	-
Signing bonus	<b>1,500,000</b>	-
Per Diem	<b>120,000</b>	-
Bank charges	<b>2,828.61</b>	-
Employee benefits	<b>986</b>	-
	<b>P11,986,577</b>	P2,279,661

## 12. Lease Agreement

The Company entered into a contract of lease with a stockholder, where its office space is located. The office space is a temporary office leased to the Company, commencing on February 28, 2018. The Company pays monthly rent of P12,000.

Rent expense charged to operations amounted P36,000 for the three months ended March 31, 2023 and 2022(see Note 12).

As at March 31, 2023 and March 31, 2022, the Company has no outstanding commitments under non-cancellable operating leases.

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## 13. Related Party Disclosure

Related party relationships exist when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities, which are under common control with the reporting enterprises and its key management personnel, directors, or its shareholders.

In considering each related party relationship, attention is directed to the substance of the relationship, and not merely the legal form. Related parties may be individuals or corporate entities.



The following are the details of related party transactions:

	Year	Classification	Terms and conditions	Amount of the Transaction	Outstanding Balance
Shareholders	Mar 31, 2023	Advances from shareholders	Unsecured, unguaranteed, noninterest-bearing to 5%	P49,569,287	P79,003,674
	March 31, 2022		interest per annum, without definite call dates, and payable in cash or thru debt-equity conversion	(23,576,977)	29,434,387
Shareholders	Mar 31, 2023	Finance cost	or future availment of stock rights or option arrangement	984,260	-
ACEMC - Bacolod (Other related party)	Mar 31, 2023	Loans payable	Unsecured, unguaranteed, 5% per annum, payable in cash.	-	-
ACEMC - Bacolod (Other related party)	Mar 31, 2023	Finance cost		-	-
Phil Pharmawealth Inc. (Other related party)	Mar 31, 2023	Loans payable	Unsecured, unguaranteed, 5% per annum, payable in cash.	(25,000,000)	-
Phil Pharmawealth Inc. (Other related party)	Mar 31, 2023	Finance cost		552,466	-
Shareholder	Mar 31, 2023	Rent (Notes 10 and 11)	Unsecured, noninterest-bearing, payable monthly	66,000	-

Borrowing costs incurred related to the advances from shareholders and loans payable amounted to P546,781 for the three months ended March 31, 2023, which were capitalized as cost of the hospital building (see Note 7).

The following are other relevant related party disclosures:

Identification	Relationship	Business Purpose of Arrangement	Commitments
Shareholders	Shareholder	Advances from shareholders in support for the Company's hospital building construction requirements.	Acknowledgement Receipt / Loan Agreement
ACEMC – Bacolod	Other related party	Loans from other related party as a support for the construction of Company's hospital building.	Loan Agreement
Phil Pharmawealth Inc.	Other related party	Loans from other related party as a support for the construction of Company's hospital building and pay-off advances used as bridge financing to construction	Loan Agreement
Shareholder	Shareholder	The shareholder leased a temporary office space to the Company.	Lease Contract (Note 11)

*Compensation of Key Management Personnel*

The summary of compensation of key management personnel of the Company are as follows:

	<b>Mar 31, 2023</b> <b>(Unaudited)</b>	Mar 31, 2022 (Unaudited)
Honorarium	<b>P5,916,000</b>	P315,000
Salaries and wages	<b>4,840,000</b>	858,700
	<b>P10,756,000</b>	P1,173,700

**14. Income Tax**

There is no provision for income tax for 2022 and 2021 because the Company has not yet started commercial operation.

As at March 31, 2023, the Company has NOLCO in taxable years 2022, 2021 and 2020 which can be carried forward as a deduction for the next five consecutive taxable years immediately following the year of such loss, pursuant to the Bayanihan to Recover As One Act. Details are as follows:

Date Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Date
December 31, 2022	P17,507,127	P-	P17,507,127	2027
December 31, 2021	24,642,317	-	24,642,317	2026
December 31, 2020	10,637,799	-	10,637,799	2025
	<b>P52,787,243</b>	<b>P-</b>	<b>P52,787,243</b>	

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus no deferred tax asset was set up.

The following are the computations of regular corporate income tax:

	<b>Dec 31, 2022</b> <b>(Audited)</b>	Dec 31, 2021 (Audited)	Dec 31, 2020 (Audited)
Loss before income tax	<b>(P17,432,363)</b>	(P24,617,960)	(P10,506,926)
Add (deduct) permanent differences:			
Nondeductible interest expense	-	-	-
Interest income subjected to final tax	<b>(74,764)</b>	(24,357)	(130,873)
<b>Taxable loss</b>	<b>(P17,507,127)</b>	<b>(P24,642,317)</b>	<b>(P10,637,799)</b>
<b>Tax due at 25%/30%</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus no deferred tax asset was set up.

The following are the computations of regular corporate income tax:

	March 31, 2023	March 31,, 2022
	Loss before income tax (P11,984,103.88)	(P5,452,841)
Deduct permanent differences on		
Penalties		15,000
—		
Interest income		(13,811)
Taxable loss	(P11,984,103.88)	(P5,451,652)
Tax due at 25%	P—	P—

The reconciliation of the tax computed at statutory tax rate to benefit from income tax follow:

	Mar 31, 2023 (Unaudited)	Mar 31, 2022 (Unaudited)
Tax at applicable statutory income tax rate	(P3,435,676)	(P1,840,577)
Adjustments for:		
Penalties	-	3,750
Interest income	-	(3,856)
Unrecognized deferred tax asset	3,435,676	1,840,683
	P—	P—

On March 26, 2021, the President signed into law Republic Act No. 11534 otherwise known as the Corporate Recovery and Tax Incentives for Enterprises Act or CREATE with certain provisions vetoed. Except for the provisions with retroactive effect, CREATE shall take effect fifteen (15) days after its publication in the Official Gazette or in a newspaper of general circulation.

The following are the key provisions of the CREATE Act that are relative to the Company:

#### *Corporate Income Tax (CIT)*

- Starting July 1, 2020, CIT rate for corporations is reduced as follows:

Reduced CIT rate of 20% is applicable to domestic corporations with net taxable income not exceeding P5 million and with total assets not exceeding P100 million (excluding land on which the business entity's office, plant and equipment are situated).

Reduced CIT rate of 25% is applicable to all other domestic and resident foreign corporations.

- For the period beginning July 1, 2020 until June 30, 2023, MCIT rate is 1%, instead of 2%.

#### *Deductions from Gross Income*

- Due to the reduction in CIT rate, interest arbitrage is reduced to 20% of interest income subjected to final tax, and will be further adjusted in case final tax on interest income will be adjusted in the future.

The Company has no taxable income and did not recognize deferred tax asset on its benefit from NOLCO, thus changes in tax rates has no financial impact on the Company's financial statements.



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**15. Loss Per Share**

Basic loss per share is computed as follows:

	<b>Mar 31, 2023</b>	<b>Mar 31, 2022</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
Net loss	<b>(P11,968,602)</b>	<b>(P2,273,983)</b>
Weighted average number of	<b>215,060</b>	<b>214,150</b>
Basic loss per share	<b>(P55.65)</b>	<b>(P10.62)</b>

There were no common stock equivalents outstanding that would require calculation of diluted earnings per share.

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**16. Changes in Liabilities Arising from Financing Activities**

The following table summarizes the changes in liabilities arising from financing activities:

	<b>Mar 31, 2022</b>	<b>Cash flows</b>	<b>Others</b>	<b>Mar 31, 2023</b>
	<b>(Unaudited)</b>			<b>(Unaudited)</b>
Advances from shareholders	P29,434,408	P49,569,266	P-	<b>P79,003,674</b>
Loans payable	217,000,000	582,718,172	-	<b>799,718,172</b>
	<b>P246,434,408</b>	<b>P632,287,438</b>	<b>P-</b>	<b>P878,721,846</b>

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**17. Impact of Coronavirus of 2019 (COVID-19) Update**

The Company has been exposed to the risks brought about by COVID-19, a novel strain of coronavirus, which has rapidly spread worldwide and reached a pandemic magnitude as it continues to affect more and more countries and territories.

On March 16, 2020, the President of the Philippines issued Proclamation No. 929 declaring a state of calamity throughout the Philippines due to COVID-19 which resulted to the imposition of an Enhanced Community Quarantine throughout Luzon starting midnight of March 16, 2020 until May 15, 2020 and this was extended to other Provinces including the Province of Aklan. The whole Metro Manila was also placed under a General Community Quarantine (GCQ) until June 15, 2021, after that, there were series of COVID-19 waves or surges of new cases because of several emerging variants and sub variants of concern circulating. For instance, there was a large spike of cases between June to September 2021 as the contagious delta variant began to circulate and become dominant, and another spike in cases last January 2022 because of omicron variant. Due to this, the Company were hit by lockdown orders, operational restrictions, shortages of labor, supply chain disruptions and financing strains.

A combination of national, regional and local measures contributes to an effective response to COVID 19 public health and economic crisis. As COVID-19 pandemic enters 3rd year, the Province of Aklan is on Alert level 1 status. This time, the Company turn their focus to sustainable and inclusive growth as the Company look forward to finish the construction of the hospital building to provide world class facilities and services to its client and stakeholders.

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**18. Events After the End of the Reporting Period**

No events occurred between the statements of financial position date and the date on which these financial statements were approved by the Company's Board of Directors that would require adjustments to or disclosure in the financial statements.

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**19. Other Matters**

- There were no significant events or transactions for the quarter that had a major impact on the Company's financial condition and performance that were not disclosed in the financial statements.
- There were no significant changes in estimates.
- There were no material events subsequent to the interim period, which have not been reflected in the interim financial statements.
- There were no changes in the composition of the Company for this quarter.
- There were no changes in contingent liabilities or contingent assets.
- There are no material contingencies and any events or transactions that are material to the Company.
- The Company has no revenue and income from any segments.

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

**Aging of Loans and Other Receivables**  
**AS AT MARCH 31, 2023**

*(Amounts in Philippine Peso)*

	TOTAL	1 Month	2-3 Mos.	4-6 Mos.	7mos. to 1 Year	1 - 5 Years	5 Years and Above	Nature/ Description	Collection Period
Advances to contractors	P106,416,886	P-	P-	-	P106,416,886	P-	P-	downpayment to contractors liquidated via deduction every progress billing other receivables	One year On demand
Advances to suppliers	103,787,253	-	-	-	103,787,253	-	-	subject for collection	On demand
<b>Total</b>	<b>P210,204,140</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P210,204,139</b>	<b>P-</b>	<b>P-</b>		



**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**  
*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*  
**Schedule of Financial Soundness Indicators**  
**MARCH 31, 2023**

	<u>Mar 31, 2023</u>	<u>Mar 31, 2022</u>
<b>A. Liquidity</b>		
a. Current ratio		
<u>Current asset</u>	<u>276,929,575</u>	<u>39,256,003</u>
Current liabilities	141,909,459	294,913,400
	<u>1.95</u>	<u>0.13</u>
b. Quick ratio		
<u>Current assets less inventory and prepayments</u>	<u>276,929,575</u>	<u>39,256,003</u>
Current liabilities	141,909,459	294,913,400
	<u>1.95</u>	<u>0.13</u>
<b>B. Debt-to-equity ratios</b>		
<u>Total liabilities</u>	<u>941,627,631</u>	<u>294,913,400</u>
Total equity	344,533,067	327,642,397
	<u>273.3%</u>	<u>90.0%</u>
<b>C. Asset to equity ratio</b>		
<u>Total assets</u>	<u>1,286,160,698</u>	<u>622,555,797</u>
Total equity (including non-controlling interest)	344,533,067	327,642,397
	<u>373.3%</u>	<u>190.0%</u>
<b>D. Interest rate coverage ratio</b>		
<u>Earnings before interest expense and taxes</u>	<u>-</u>	<u>-</u>
Interest expense	-	-
<b>E. Profitability ratios</b>		
1. Gross profit ratios		
<u>Gross profit</u>	<u>-</u>	<u>-</u>
Gross revenues	-	-
2. Net income from operations to profit margin ratios		
<u>Income from operations</u>	<u>-</u>	<u>-</u>
Gross profit	-	-
3. Return on assets ratios		
<u>Net income</u>	<u>(11,968,602)</u>	<u>(7,361,124)</u>
Total average assets	344,517,565	245,072,317
	<u>(0.03)</u>	<u>(0.03)</u>
<b>F. Other relevant ratio</b>		
	<u>none</u>	<u>none</u>

**ASIA PACIFIC MEDICAL CENTER (APMC) - AKLAN INC.**

*(Formerly Allied Care Experts (ACE) Medical Center - Aklan Inc.)*

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**RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR  
DIVIDEND DECLARATION**

**MARCH 31, 2023**

Deficit, beginning	(P70,867,832)
Net loss during the period	(11,968,602)
<b>DEFICIT, END</b>	<b>(P82,836,433)</b>

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**Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations for the First Quarter ended March 31, 2023.**

**Discussion of Financial Condition and Results of Operation**

**Statements of Financial Position  
March 31, 2023 and March 31, 2022**

1. The increase in cash was due to the proceeds from additional loans availed and shares subscribed net of capital expenditures paid and operating expenses.
2. The increase in receivables was due to downpayment to various contractors and suppliers in connection with the construction of hospital building subject for liquidation every progress billing of contractors and purchase of medical and office equipment.
3. The increase in property and equipment was primarily due to additional capital expenditures on the construction of the Company's hospital building.
4. The increase in accounts and other payables was due to amount retained from contractors. Retention payable refers to the amount withheld by the Company from the contractor's periodic progress billings. The amount will be released to the contractor, net of deductions, if any, upon full completion and final acceptance by the Company.
5. The increase in loans payable pertains to the additional funds availed from banks to finance the construction of hospital building.
6. The increase in advances from shareholders pertains to the amount released by stockholders.
7. The increase of share capital was due to proceeds and conversion from subscription of shares and advances from shareholders, respectively.
8. The increase in deficit was due to net loss incurred by the Company since it has not yet started its commercial operation. The increase of basic/diluted loss per share was due to increase in operating expenses.

**Statements of Comprehensive Income  
For the Twelve Months Ended March 31, 2023 and 2022**

1. As disclosed in the financial statements, the Company was incorporated on December 6, 2017 and has not yet started its commercial operations.
2. The increase in interest income earned from cash in banks was due to higher cash in bank balances throughout March 2022 to March 2023. Increase in cash balance was due to release of proceeds from bank loan last June 21, 2022. The Company immediately used the proceeds for the construction of its hospital building and payment of operating expenses.
3. Operating expenses decreased mainly due to the honorarium given to the officers of the Company and professional fees.
4. The Company's net loss decreased to P11.6 million in 2023 from the P2.2 million in 2022. The company is still not yet operating.



## **Discussion of Top Five (5) Key Performance Indicators**

Discussed below are the key performance indicators of the Company:

i) Current/Liquidity Ratios

To meet the Company's short-term obligations and funding for the construction of its building, the Company will call for payment of the subscription receivable from the stockholders. Also, the Company secured from Development Bank of the Philippines a credit line facility on August 19, 2020 as one of its sources in funding the construction of hospital building. The Company's current ratios were 1.95 and 0.13 as at March 31, 2023 and March 31, 2022, respectively. Meanwhile, the Company's quick ratios were 1.95 and 0.13 as at March 31, 2023 and March 31, 2022, respectively.

The Company's liquid assets consist of cash and receivables.

ii) Solvency/Debt-to-equity ratios

The Company showed debt-to-equity ratios of 273.3% and 90.0% as at March 31, 2023 and March 31, 2022, respectively. The higher ratio in 2023 reflects that the Company opted to debt financing for its capital expenditures.

iii) Net debt-to-equity ratio

The Company showed net debt-to-equity ratios of 253.9% and 87.3% as at March 31, 2023 and March 31, 2022, respectively. The higher ratio in 2023 reflects that the Company opted to debt financing for its capital expenditures.

iv) Gross profit ratios

Not applicable

The Company has not yet started its commercial operation, thus, no revenue earned.

Net income from operations to profit margin ratios

Not applicable

The Company has no profit and net income from operations.

vi) Asset to equity ratio

The Company has 373.3% asset to equity ratio as at March 31, 2023 compared to 190.0% as at March 31, 2022.

vii) Profitability ratios

*Return on assets ratio*

Not applicable

The Company incurred net losses on its pre-operating activities.

*Return on equity ratio*

Not applicable

The Company incurred net losses on its pre-operating activities.

The manner by which the Company calculates the key performance indicators is as follows:

	<u>Mar 31, 2023</u>	<u>Mar 31, 2022</u>
A. Current/liquidity ratio		
a. Current ratio		
<u>Current asset</u>	<u>276,293,695</u>	<u>39,256,003</u>
Current liabilities	141,909,459	294,913,400
	<u>1.95</u>	<u>0.13</u>
b. Quick ratio		
<u>Current assets less inventory and repayments</u>	<u>276,293,695</u>	<u>39,256,003</u>
Current liabilities	141,909,459	294,913,400
	<u>1.95</u>	<u>0.13</u>
B. Solvency/debt-to-equity ratio		
<u>Total liabilities</u>	<u>941,627,631</u>	<u>294,913,400</u>
Total equity	344,533,067	327,642,397
	<u>273.3%</u>	<u>90.0%</u>
C. Net debt-to-equity ratio		
<u>Total liabilities less cash</u>	<u>874,902,196</u>	<u>286,086,517</u>
Total equity	344,533,067	327,642,397
	<u>253.9%</u>	<u>87.3%</u>
D. Gross profit ratio		
<u>Gross profit</u>	<u>-</u>	<u>-</u>
Gross revenues	-	-
E. Net income from operations to profit margin ratio		
<u>Income from operations</u>	<u>-</u>	<u>-</u>
Gross profit	-	-

	<u>Mar 31, 2023</u>	<u>Mar 31, 2022</u>
F. Asset to equity ratio		
<u>Total assets</u>	<u>1,286,160,698</u>	<u>622,555,797</u>
Total equity	344,533,067	327,642,397
	<u>373.3%</u>	<u>190.0%</u>
G. Profitability ratios		
a. Return on assets		
<u>Net income</u>	<u>-</u>	<u>-</u>
Total average assets	-	-
	<u>-</u>	<u>-</u>
b. Return on equity		
<u>Net income</u>	<u>-</u>	<u>-</u>
Total average equity	-	-
	<u>-</u>	<u>-</u>

### **Discussion and Analysis of Material Events and Uncertainties**

1. There are no known trends, demands, commitments, events or uncertainties that will have a material impact on the Company's liquidity. The Company has not yet started its operation. The Company's pre-operating and investing activities were financed thru loans and capital infusion from shareholders. Management believes that the completion and fully operational of its hospital building will provide the Company a steady source of income and cash flow in the foreseeable future.
2. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
3. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
4. There are no known trends, events or uncertainties that have had, or that are reasonably expected to cause a material favorable or unfavorable impact on income from continuing pre-operations.
5. There were material commitments for capital expenditures during the quarter as disclosed in Note 7 of the financial statements.
6. There were no significant elements of income or loss that did not arise from the Company's continuing pre-operations.
7. There were no seasonal aspects that had any material effect on the financial condition or results of operations of the Company.