

# COVER SHEET

for  
UNAUDITED FINANCIAL STATEMENTS

SEC Registration Number

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Company Name

C	I	R	T	E	K		H	O	L	D	I	N	G	S		P	H	I	L	I	P	P	I	N	E	S				
C	O	R	P	O	R	A	T	I	O	N		A	N	D		S	U	B	S	I	D	I	A	R	I	E	S			

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

1	1	6		E	A	S	T		M	A	I	N		A	V	E	N	U	E	,		P	H	A	S	E		V	
S	E	Z	,		L	A	G	U	N	A		T	E	C	H	N	O	P	A	R	K	,		B	I	Ñ	A	N	
L	A	G	U	N	A																								

Form Type

1	7	-	Q
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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

S	T	O	C	K		I	S	S	U	E	R	
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## COMPANY INFORMATION

Company's Email Address

N/A
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Company's Telephone Number/s

(632) 7729-6205
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Mobile Number

N/A
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No. of Stockholders

29
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Annual Meeting  
Month/Day

31-May
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Fiscal Year  
Month/Day

31-Dec
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## CONTACT PERSON INFORMATION

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

Name of Contact Person

Brian Gregory Liu
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Email Address

brian.liu@cirtek.ph
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Telephone Number/s

(632) 7729-6205
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Mobile Number

N/A
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Contact Person's Address

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

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

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended September 30, 2024
2. Commission identification number CS2011102137 3. BIR Tax Identification No 007-979-726

4. Exact name of issuer as specified in its charter **Cirtek Holdings Philippines Corporation**

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

6. Industry Classification Code:  (SEC Use Only)

**116 East Main Avenue, Phase V-SEZ Laguna Technopark, Binan Laguna 4024**  
7. Address of issuer's principal office Postal Code

8. Issuer's telephone number, including area code +63 2 7729 6205 +63 49 541 2310

9. Former name, former address and former fiscal year, if changed since last report: **n/a**

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class

Number of shares of common  
stock outstanding and amount  
of debt outstanding

**Common Shares**

**668,505,825/ n/a**

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

Yes [ ☒ ] No [ ☐ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

**Philippine Stock Exchange – Common Shares and Preferred B2 Shares**

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 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 [☒] No [☐]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [☒] No [☐]

## PART I--FINANCIAL INFORMATION

### Item 1. Financial Statements.

Please see attached

### Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.


Please see attached

## 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.:

Signature and Title

  
**Emelita Cruzada**  
Chief Compliance Officer and Asst. Corporate Secretary

Date: November 19, 2024

Principal Financial/Accounting Officer/Controller:

Signature and Title.

  
**Brian Gregory Liu**  
EVP & Chief Financial Officer

Date: November 19, 2024

# **CIRTEK HOLDINGS PHILIPPINES CORPORATION**

## **TABLE OF CONTENTS**

### **PART I – FINANCIAL STATEMENTS**

1	Consolidated Balance Sheet	Schedule 1
2	Consolidated Statement of Comprehensive Income	Schedule 2
3	Consolidated Statement of Changes in Equity	Schedule 3
4	Consolidated Statement of Cash Flow	Schedule 4
5	Notes to Financial Statements	1

### **PART II – MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS**

6	Management’s Discussion and Analysis of Financial Conditions	77
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**CIRTEKHOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(In US Dollars)

	NOTES	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
<b>A S S E T S</b>			
<b>Current Assets</b>			
Cash	7	15,089,896	36,702,876
Trade and other receivables – net	8	42,880,651	33,356,802
Due from related parties	20	193,216	194,346
Inventories – net	9	57,731,011	59,438,300
Prepayment and other current assets	10	4,972,485	5,200,314
		<b>120,867,258</b>	<b>134,892,638</b>
<b>Non-current Assets</b>			
Other financial asset at amortized cost – ne	12	479,608	479,468
Property, plant and equipment – net	13	44,004,922	48,284,405
Intangible assets – net	14	94,239,930	94,899,363
Right-of-use asset – net	15	122,465	208,853
Deferred tax assets	28	296,573	296,474
Other non-current assets	16	5,838,034	5,697,299
		<b>144,981,531</b>	<b>149,865,862</b>
<b>TOTAL ASSETS</b>		<b>265,848,789</b>	<b>284,758,500</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
<b>LI A B I L I T I E S</b>			
<b>Current Liabilities</b>			
Trade and other payables	17	17,311,398	20,688,019
Short-term loan	18	8,333,794	13,550,797
Long-term debt – current portion	18	2,121,457	8,644,426
Due to related parties	20	669,362	666,142
Lease liabilities – current portion	19	50,795	123,527
Income tax payable		87,734	282,998
		<b>28,574,539</b>	<b>43,955,909</b>
<b>Non-current Liabilities</b>			
Long-term debt – net of current portion	18	21,122,508	21,137,785
Lease liabilities – net of current portion	18	96,304	96,304
Retirement benefit obligation	25	1,970,328	2,166,512
Deferred tax liabilities	28	2,920,366	2,920,366
		<b>26,109,505</b>	<b>26,320,967</b>
<b>TOTAL LIABILITIES</b>		<b>54,684,044</b>	<b>70,276,876</b>
<b>S T O C K H O L D E R S ' E Q U I T Y</b>			
Common Stock	31	14,562,067	14,562,067
Preferred Stock	31	3,925,528	3,925,528
Additional Paid-in Capital	31	186,184,391	179,726,321
Stock Warrants	31	-	6,458,070
Equity Reserve	31	4,030,214	4,030,214
Remeasurement	31	266,343	266,343
Retained Earnings	31	2,209,626	5,526,506
Parent Company shares held by a subsidiary	31	(13,425)	(13,425)
<b>TOTAL STOCKHOLDERS' EQUITY</b>		<b>211,164,744</b>	<b>214,481,624</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>		<b>265,848,789</b>	<b>284,758,500</b>

See accompanying Notes to Interim Consolidated Financial Statements.

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
(In US Dollars)

		For the Nine Months Ended September 30		For the Three Months Ended September 30	
	Notes	2024 (Unaudited)	2023 (Unaudited)	2024 (Unaudited)	2023 (Unaudited)
<b>REVENUE FROM CONTRACTS WITH</b>					
CUSTOMERS	21	48,510,776	61,225,466	19,105,179	22,744,904
COST OF SALES	22	34,296,091	44,058,708	12,836,326	16,108,862
		14,214,685	17,166,758	6,268,853	6,636,042
OPERATING EXPENSES	23	7,071,122	7,236,905	2,495,262	2,073,259
FINANCE COSTS	18-19	1,850,490	2,416,558	671,867	1,127,557
FINANCE INCOME	7, 12	(67,475)	(67,219)	(18,044)	(26,244)
OTHER INCOME (EXPENSE) – net	26	(144,496)	393,358	(174,444)	182,398
PROFIT BEFORE TAX		5,216,053	7,973,872	2,945,325	3,643,868
INCOME TAX EXPENSE (BENEFIT)	27	253,477	330,766	(11,196)	30,440
PROFIT		4,962,575	7,643,106	2,956,521	3,613,428
<b>OTHER COMPREHENSIVE INCOME</b>					
TOTAL COMPREHENSIVE INCOME		4,962,575	7,643,106	2,956,521	3,613,428
Basic Earnings per Share	28	(0.0050)	(0.0007)	0.0003	0.0012

*See accompanying Notes to Interim Consolidated Financial Statements.*

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
(In US Dollars)

For the Nine Months Ended September 30, 2024 (Unaudited)

		Common Stock	Preferred Stock	Stock Warrants	Additional Paid- in Capital	Equity Reserve	Comprehensive Income Remeasurement- net	Retained Earnings	Parent Company shares held by a subsidiary	Total
Balance, December 31, 2023		14,562,067	3,925,528	6,458,070	179,726,321	4,030,214	266,343	5,526,506	(13,425)	214,481,624
Profit								4,962,575		4,962,575
Cash dividends declared	32							(8,279,455)		(8,279,455)
<b>Balance, September 30, 2024</b>		<b>14,562,067</b>	<b>3,925,528</b>	<b>6,458,070</b>	<b>179,726,321</b>	<b>4,030,214</b>	<b>266,343</b>	<b>2,209,626</b>	<b>(13,425)</b>	<b>211,164,744</b>
Balance, December 31, 2022		14,562,067	3,925,528	6,458,070	179,726,321	4,030,214	1,175,507	7,916,778	(13,097)	217,781,388
Profit								7,643,106		7,643,106
Cash dividends declared	32							(8,139,652)		(8,139,652)
<b>Balance, September 30, 2023</b>		<b>14,562,067</b>	<b>3,925,528</b>	<b>6,458,070</b>	<b>179,726,321</b>	<b>4,030,214</b>	<b>1,175,507</b>	<b>7,420,232</b>	<b>(13,097)</b>	<b>217,284,842</b>

*See accompanying Notes to Interim Consolidated Financial Statements.*

# CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES

## INTERIM CONSOLIDATED STATEMENTS OF CASHFLOWS

(In US Dollars)

For The Nine Months Ended September 30

	NOTES	2024 (Unaudited)	2023 (Unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		5,216,053	7,973,872
Adjustments for:			
Depreciation and amortization	22-24	5,597,089	6,335,530
Finance costs from loans	19	1,850,490	2,414,881
Finance costs on lease liabilities	20	-	1,678
Finance income	7, 12	(67,475)	(67,219)
Retirement benefit costs	26	250,707	111,991
Net unrealized foreign exchange losses (gains)	27	250,579	(391,145)
Operating cash flows before changes in working capital		13,097,443	16,379,587
Decrease (Increase) in operating assets:			
Trade and other receivables		(9,523,849)	(1,448,587)
Inventories		1,707,289	(140,936)
Prepayments and Other current assets		287,797	2,876,346
Other non current assets		140,735	(159,715)
Increase (Decrease) in trade and other payables		(3,376,621)	(8,326,906)
Cash generated from (used in) operations		2,332,794	9,179,790
Interest received	7, 12	67,475	67,219
Income taxes paid		(253,576)	(710,822)
Net cash from (used in) operating activities		2,146,693	8,536,187
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Redemption of assets at amortized cost	12		(147)
Acquisitions of:			
Product development costs	14	(780,628)	(913,384)
Property, plant and equipment	13	(109,678)	(838,499)
Net cash from (used in) investing activities		(890,306)	(1,752,030)
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds from:			
Availment of short-term loan	18	-	19,128,320
Payments of:			
Finance cost on lease liabilities	20	-	
Lease liabilities	20	(40,325)	(133,940)
Cash dividends	32	(8,279,455)	(8,139,652)
Finance costs on loans	19	(1,850,490)	(2,344,499)
Long-term loan	19	(6,522,969)	(1,011,032)
Short-term loan	19	(5,217,003)	(23,659,259)
Dividends Payable		-	(126,955)
Net movement in amounts owed by and owed to related parties	20	(563,269)	149,214
Refund of deposit for future stock subscription	33	-	-
Net cash from financing activities		(22,473,511)	(16,137,802)
<b>EFFECTS OF FOREIGN EXCHANGE RATE IN CASH</b>		(395,856)	(111,953)
<b>NET INCREASE (DECREASE) IN CASH</b>		(21,612,980)	(9,465,598)
<b>CASH AT BEGINNING OF YEAR</b>		36,702,876	44,297,405
<b>CASH AT END OF YEAR</b>		15,089,896	34,831,807

See accompanying Notes to Interim Consolidated Financial Statements.



# **CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**

## **NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**As of Nine-Month Period Ended September 30, 2024**

***(With Comparative Audited Figures as of December 31, 2023 and Unaudited for the Nine Months Periods Ended September 30, 2023)***

### **1. CORPORATE INFORMATION AND STATUS OF OPERATION**

Cirtek Holdings Philippines Corporation (TECH or the “Parent Company”) was incorporated under the laws of the Republic of the Philippines on February 10, 2011. The principal activities of the Parent Company are to invest in, purchase or acquire personal property of every kind, including shares of stocks, bonds, debentures, notes, evidences of indebtedness, and other securities.

The Parent Company was listed in the Philippine Stock Exchange (PSE) on November 18, 2011.

Prior to the listing, the Parent Company had undergone a corporate re-organization on March 1, 2011 which includes an acquisition from Cirtek Holdings, Inc. (CHI) of 155,511,952 common shares of Cirtek Electronics Corporation (CEC), and 50,000 shares of Cirtek Electronics International Corporation (CEIC), representing 100% of the outstanding capital stock of both companies. The above transaction was treated as a business combination of entities under common control and was accounted for similar to pooling-of-interests method.

Camerton, Inc. is the immediate parent of TECH, while Carmetheus Holdings, Inc. is the ultimate parent of TECH and its subsidiaries (the “Group”).

TECH, through its subsidiaries CEC and CEIC, is primarily engaged in two major activities: (1) the manufacture and sales of semiconductor packages as an independent subcontractor for outsourced semiconductor assembly, test and packaging services, and (2) the manufacture of value-added, highly integrated technology products. CEC provides turnkey solutions that include package design and development, wafer probing, wafer back grinding, assembly and packaging, final testing of semiconductor devices, and delivery and shipment to its customers’ end users. CEIC sells integrated circuits principally in the United States of America, and assigns the production of the same to CEC. In 2014, CEIC acquired Remec Broadband Wireless Inc. (RBWI or REMEC), renamed as Cirtek Advanced Technologies and Solutions, Inc. (CATS), a manufacturer of valued-added, highly integrated technology products. CATS offers complete “box build” turnkey manufacturing solutions to radio frequency, microwave and millimeterwave products used in the wireless industry such as telecommunication, satellite, aerospace and defense, and automotive wireless devices.

#### **Incorporation of Cirtek Corporation and Cirtek Cayman Ltd. (CCL, Merger Subsidiary)**

Cirtek Corporation was incorporated on July 7, 2017 under the laws of Delaware, USA, to engage in lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware. Cirtek Corporation is a wholly-owned subsidiary of CEIC.

In the same period, CCL was incorporated in the Cayman Islands. CCL is a wholly-owned subsidiary of Cirtek Corporation and was merged with Quintel Cayman

Ltd. (Quintel) in accordance with the Agreement and Plan of Merger ("Agreement") between the Parent Company and the previous stockholders of Quintel.

### **Acquisition of Quintel**

On July 28, 2017, the Parent Company's Board of Directors (BOD), approved the acquisition of Quintel and its subsidiaries for \$83.2 million. Quintel is a leading innovator of spectrum and space-efficient base station antennas for wireless networks.

In accordance with the Agreement, CCL was merged with and into Quintel, with the latter surviving corporation. All outstanding shares, warrants, and stock options of the previous stockholders of Quintel were converted to a right to receive the consideration from TECH and Cirtek Corporation. As a result of the merger, each of CCL's one hundred (100) issued and outstanding shares shall be converted into and exchanged for one (1) validly issued, fully paid and non-assessable share of the surviving company. On the other hand, each of Quintel's issued and outstanding shares before the merger shall be cancelled and extinguished, and be converted automatically into the right to receive a portion of the purchase price.

The Group believes that Quintel's cutting edge research and development and product capabilities significantly add to and complement the Group's growing portfolio in wireless communication, and is aligned with its business focus on high-growth market segments. Furthermore, being the strategic manufacturing partner of Quintel products places the Group in a unique situation to achieve significant synergies through value engineering, research and development collaboration as well as cost reduction, resulting in high-quality, reliable and cost-competitive products.

On August 4, 2017, the Assistant Registrar of Companies for the Cayman Islands issued a Certificate of Merger stating that the companies have merged effective on said date.

## **2. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS**

The Philippine Financial and Sustainability Reporting Standards Council (FSRSC) approved the issuance of new and revised Philippine Financial Reporting Standards (PFRS). The term "PFRS" in general includes all applicable PFRS, Philippine Accounting Standards (PAS), and Interpretations issued by the Philippine Interpretations Committee (PIC), Standing Interpretations Committee (SIC) and International Financial Reporting Interpretations Committee (IFRIC) which have been approved by the FSRSC and adopted by SEC.

These new and revised PFRS prescribe new accounting recognition, measurement and disclosure requirements applicable to the Group. When applicable, the adoption of the new standards was made in accordance with their transitional provisions, otherwise the adoption is accounted for as change in accounting policy under PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*.

### **2.01 New and Revised PFRSs Applied with No Material Effect on the Consolidated Financial Statements**

The following new and revised PFRSs have been adopted in these consolidated financial statements. The application of these new and revised PFRSs has not had any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

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

The definition of accounting estimates has been amended as follows: accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”.

The amendment also clarifies the following:

- Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.
- A change in accounting estimate that results from new information or new developments is not the correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors.
- A change in an accounting estimate may affect only the current period’s profit or loss, or the profit or loss of both the current period and future periods. The effect of the change relating to the current period is recognized as income or expense in the current period. The effect, if any, on future periods is recognized as income or expense in those future periods.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

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

The amendments to PAS 1 are the following:

- an entity is now required to disclose its material accounting policy information instead of its significant accounting policies;
- several paragraphs are added to explain how an entity can identify material accounting policy information and to give examples of when accounting policy information is likely to be material;

The amendments also clarify the following:

- accounting policy information may be material because of its nature, even if the related amounts are immaterial;
- accounting policy information is material if users of an entity’s financial statements would need it to understand other material information in the financial statements; and
- if an entity discloses immaterial accounting policy information, such information shall not obscure material accounting policy information.

In addition, PFRS Practice Statement 2 has been amended by adding guidance and examples to explain and demonstrate the application of the ‘four-step materiality process’ to accounting policy information in order to support the amendments to PAS 1.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023.

- Amendment to PAS 12, *Deferred Tax Related to Assets and Liabilities arising from a Single Transaction*

The amendments introduce an exception to the initial recognition exemption (IRE) in PAS 12. Additional exclusions have been added to the IRE, detailed in paragraphs 15(b) (iii) and 24(c) for deferred tax liabilities and assets respectively. The effects of these amendments essentially mean that the IRE is not available for transactions which involve the recognition of both an asset and liability – which in turn leads to equal and opposite temporary differences – such that deferred taxes are calculated and booked for both temporary differences, both at initial recognition and subsequently.

Applying this exception, an entity does not apply the initial recognition exemption for transactions that give rise to equal taxable and deductible temporary differences.

The initial recognition exemption was initially included within PAS 12 to prevent a lack of reporting transparency for transactions which are not business combinations and, at the time of the transaction, do not affect either accounting or taxable profits. Under this exemption, deferred tax assets/liabilities would neither be recognized at initial recognition of the underlying asset/liability, nor subsequently.

The amendments apply to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, the amendments also apply to taxable and deductible temporary differences associated with right-of-use assets and lease liabilities, and decommissioning obligations and corresponding amounts recognized as assets at the beginning of the earliest comparative period presented.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023.

- Amendments to PAS 12, *International Tax Reform – Pillar Two Model Rules*

The amendments introduce a mandatory temporary exception to the accounting for deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules, and disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023.

## **2.02 New and Revised PFRSs in Issue but Not Yet Effective**

The Group will adopt the following standards and interpretations enumerated below when they become effective. Except as otherwise indicated, the Group does not expect the adoption of these new and amended PFRS, to have significant impact on the consolidated financial statements.

### **2.02.01 Standard Adopted by FSRSC and Approved by the Board of Accountancy (BOA)**

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

The amendments to PAS 1 are the following:

- clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;
- clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and
- make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

The amendments defer the effective date of the January 2020 Classification of Liabilities as Current or Non-current (Amendments to PAS 1) to annual reporting periods beginning on or after January 1, 2024, with early application permitted.

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

The amendments introduce new disclosure requirements to enhance the transparency and, thus, the usefulness of the information provided by entities about supplier finance arrangements.

The amendments are effective to annual reporting periods beginning on or after January 1, 2024, with early application permitted.

- Amendments to PAS 1, *Non-current Liabilities with Covenants*

The amendments clarify that only covenants with which an entity must comply on or before the reporting date will affect a liability's classification as current or non-current. Additional disclosures are required for non-current liabilities arising from loan arrangements that are subject to covenants to be complied with within twelve months after the reporting period.

The amendments are effective to annual reporting periods beginning on or after January 1, 2024, with early application permitted.

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

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

The amendments are effective to annual reporting periods beginning on or after January 1, 2024, with early application permitted.

- PFRS 17, *Insurance Contracts*

PFRS 17 sets out the requirements that an entity should apply in reporting information about insurance contracts it issues and reinsurance contracts it holds. It requires an entity that issues insurance contracts to report them on the balance sheet as the total of the fulfilment cash flows and the contractual service margin. It requires an entity to provide information that distinguishes two ways insurers earn profits from insurance contracts: the insurance service result and the financial result. It requires an entity to report as insurance revenue the amount

charged for insurance coverage when it is earned, rather than when the entity receives premium. It requires that insurance revenue to exclude the deposits that represent the investment of the policyholder, rather than an amount charged for services. Similarly, it requires the entity to present deposit repayments as settlements of liabilities rather than as insurance expense.

PFRS 17 is effective for annual periods beginning on or after January 1, 2025. Early application is permitted for entities that apply PFRS 9, *Financial Instruments* and PFRS 15, *Revenue from Contracts with Customers* on or before the date of initial application of PFRS 17.

An entity shall apply PFRS 17 retrospectively unless impracticable, except that an entity is not required to present the quantitative information required by paragraph 28(f) of PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors* and an entity shall not apply the option in paragraph B115 for periods before the date of initial application of PFRS 17. If, and only if, it is impracticable, an entity shall apply either the modified retrospective approach or the fair value approach.

- Amendments to PFRS 17, *Insurance Contracts*

The amendments cover the following areas:

- Insurance acquisition cash flows for renewals outside the contract boundary;
- Reinsurance contracts held—onerous underlying insurance contracts;
- Reinsurance contracts held—underlying insurance contracts with direct participation features; and
- Recognition of the contractual service margin in profit or loss in the general model.

The amendments are effective to annual reporting periods beginning on or after January 1, 2025.

- 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 PFRS 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.

PFRS 17 incorporating the amendment is effective for annual reporting periods beginning on or after January 1, 2025.

#### 2.02.02 Deferred

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

The amendments clarify the treatment of the sale or contribution of assets between an investor and its associate and joint venture. This requires an investor in its consolidated financial statements to recognize in full the gains and losses arising from the sale or contribution of assets that constitute a business while

recognize partial gains and losses if the assets do not constitute a business (i.e. up to the extent only of unrelated investor share).

On January 13, 2016, the FSRSC decided to postpone the original effective date of January 1, 2016 of the said amendments until the IASB has completed 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.

### 3. BASIS FOR THE PREPARATION AND PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS

#### 3.01 Statement of Compliance

The consolidated financial statements have been prepared in conformity with PFRS and are under the historical cost convention, except for certain financial instruments that are carried either at fair value or amortized cost, inventories carried at lower of cost or net realizable value.

#### 3.02 Functional and Presentation Currency

Items included in the consolidated financial statements of the Group are measured using United States Dollar (\$), the currency of the primary economic environment in which the Group operates (the “functional currency”).

The Group chose to present its consolidated financial statements using its functional currency.

#### 3.03 Basis of Consolidation

The consolidated financial statements comprise of the financial statements of the Parent Company and its subsidiaries as of September 30, 2024 and December 31, 2023:

	Country of Incorporation	Functional Currency	Percentage of Ownership			
			September 30, 2024		December 31, 2023	
			Direct	Indirect	Direct	Indirect
CEC	Philippines	USD	100%		100%	
CEIC	BVI	USD	100%		100%	
CATS	BVI	USD		100%		100%
CATS – Philippine Branch	Philippines	USD		100%		100%
RBWRP	Philippines	USD		100%		100%
	United States					
Cirtek Corporation	of America	USD		100%		100%
Quintel	Cayman Islands	USD		100%		100%
	United States					
Quintel USA	of America	USD		100%		100%

The consolidated financial statements incorporate the financial statements of the Parent Company and the entities controlled by the Parent Company (its subsidiaries)

up to December 31 of each year. Control is achieved when the Parent Company has exposure or rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over an investee. In assessing control, potential voting rights that are presently exercisable or convertible are taken into account.

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

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

The Group re-assess whether or not it controls an investee if facts and circumstances indicate that there are changes to one (1) or more of the three (3) elements of control. Subsidiaries are consolidated from the date when control is transferred to the Parent Company and ceases to be consolidated from the date when control is transferred out of the Parent Company.

At acquisition, the assets and liabilities and the contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the assets acquired is recognized as goodwill. Any deficiency of the cost of acquisition below the fair values of the identifiable net assets acquired (i.e. discount on acquisition) is credited to the profit and loss in the period of acquisition.

Goodwill is initially measured at cost, being the excess of the aggregate of fair value of the consideration transferred and the amount recognized for non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units (CGU) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquire are assigned to those units.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Inter-group balances and transactions, including inter-group profits and unrealized profits and losses, are eliminated. When necessary, adjustments are made to the financial statements of the subsidiary to bring the accounting policies used in line with those used by the Group. All inter-group transactions, balances, income and expenses are eliminated during consolidation.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the portion of profit or loss and net assets not held by the Parent Company and are presented in the consolidated statements of comprehensive income and within equity in the consolidated statements of financial position, separately from the Group's equity attributable to equity holders of the Parent Company.



A change in the ownership interest of a subsidiary, without a loss of control is accounted for as an equity transaction.

Upon the loss of control, the Group derecognizes the assets and liabilities of the former subsidiary from the consolidated statement of financial position. The Group recognizes any investment retained in the former subsidiary at its fair value when control is lost and subsequently accounts for it and for any amounts owed by or to the former subsidiary in accordance with relevant PFRSs. That fair value shall be regarded as the fair value on initial recognition of a financial asset in accordance with PFRS 9 or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture. The Group recognizes the gain or loss associated with the loss of control attributable to the former controlling interest.

### **3.04 Current and Non-Current Presentation**

The Group classifies an asset as current when:

- It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- It holds the asset primarily for the purpose of trading;
- It expects to realize the asset within twelve (12) months after the reporting period; or
- The asset is cash or cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve (12) months after the reporting period.

The Group classifies all other assets as non-current.

The Group classifies a liability as current when:

- It expects to settle the liability in its normal operating cycle;
- It holds the liability primarily for the purpose of trading;
- The liability is due to be settled within twelve (12) months after the reporting period; or
- It does not have an unconditional right to defer settlement of the liability for at least twelve (12) months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities, respectively.

## **4. MATERIAL ACCOUNTING POLICIES**

Principal accounting and financial reporting policies applied by the Group in the preparation of its consolidated financial statements are enumerated below and are consistently applied to all the years presented, unless otherwise stated.

### **4.01 Business Combination**

Business combination is a transaction or event in which an acquirer obtains control of one or more businesses. The Group accounts for each business combination by applying the acquisition method in accordance with PFRS 3. The Group elects to

measure the non-controlling interest in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as of the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group as an acquirer shall report in its consolidated financial statements provisional amounts for the items for which the accounting is incomplete.

During the measurement period, the Group as an acquirer shall retrospectively adjust the provisional amounts recognized at the acquisition date to reflect new information obtained about the facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognized as of that date. During the measurement period, the Group as an acquirer shall also recognize additional assets or liabilities if new information is obtained about facts and circumstances that existed as of the acquisition date and, if known, would have resulted in the recognition of those assets and liabilities as of that date. The measurement period ends as soon as the Group as an acquirer receives information it was seeking about facts and circumstances that existed as of the acquisition date or learns that more information is not obtainable. However, the measurement period shall not exceed one year from the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration that is classified as an asset or liability that is a financial instrument and within the scope of PFRS 9 is measured at fair value with changes in fair value recognized either in profit or loss or other comprehensive income. If the contingent consideration is not within the scope of PFRS 9, it is measured in accordance with the appropriate PFRS. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

The Group recognizes goodwill as of the acquisition date as the excess of (a) and over (b) below:

- a) The aggregate of:
  - i. The consideration transferred, which is generally measured at acquisition-date fair value;
  - ii. The amount of any non-controlling interest in the acquiree; and
  - iii. In a business combination achieved in stages, the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree.
- b) The net of the acquisition-date amounts the identifiable assets acquired and the liabilities assumed.

If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group reassesses whether it has correctly identified all of the assets

acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units (CGUs) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a CGU and part of the operation within the unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

Common control combination is a business combination wherein the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. This means that the same party or parties have the ultimate control over the combining entities or businesses both before and after the business combination.

The Group applied pooling of interest method in accounting for common control business combinations. The assets and liabilities of the acquired entities and that of the Group are reflected at their carrying values at the stand-alone financial statements of the investee companies. The difference in the amount recognized and the fair value of the consideration given is accounted for as an equity transaction, i.e., as either a contribution or distribution of equity. Furthermore, when a subsidiary is disposed in a common control transaction without loss of control, the difference in the amount recognized and the fair value of consideration received is also accounted for as an equity transaction.

The Group records the difference as equity reserve and is presented as a separate component of equity in the consolidated statements of financial position. Comparatives shall be restated to include balances and transactions as if the entities have been acquired at the beginning of the earliest period presented in the consolidated financial statements, regardless of the actual date of the combination.

#### **4.02 Segment Information**

An operating segment is a component of the Group: (a) that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses relating to transactions with other components of the Group; (b) whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance; and (c) for which discrete financial information is available.

The Group reports separately, information about an operating segment that meets any of the following quantitative thresholds: (a) its reported revenue, including both sales to external customers and inter-segment sales or transfers, is 10% or more of the combined revenue, internal and external, of all operating segments, provided that; (b) the absolute amount of its reported profit or loss is 10% or more of the greater, in absolute amount, of the combined reported profit of all operating segments that did not report a loss and the combined reported loss of all operating segments that

reported a loss; and (c) its assets are 10% or more of the combined assets of all operating segments.

Operating segments that do not meet any of the quantitative thresholds may be considered reportable, and separately disclosed, if management believes that information about the segment would be useful to users of the consolidated financial statements.

For management purposes, the Group is currently organized into three (3) business segments: CEC, CATS- Philippine Branch and Quintel. These divisions are the basis on which the Group reports its primary segment information.

#### **4.03 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.

When measuring fair value, the Group takes into consideration the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

A fair value measurement assumes that the transaction to sell the asset or liability is exchanged in an orderly transaction between market participants to sell the asset or transfer the liability at the measurement date under current market conditions. In addition, it assumes that the transaction takes place either: (a) in the principal market; or (b) in the absence of a principal market, in the most advantageous market.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs.

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

#### **4.04 Financial Assets**

##### **4.04.01 Initial Recognition and Measurement**

The Group recognizes a financial asset in its consolidated statements of financial position when, and only when, the Group becomes a party to the contractual provisions of the instrument.

The Group measures a financial asset at its fair value plus, in the case of financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset.

At initial recognition, the Group measures receivables that do not have a significant financing component at their transaction price.

#### 4.04.02 Classification

##### ➤ Financial Asset at Amortized Cost

A financial asset shall be measured at amortized cost if both of the following conditions 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 asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group's financial assets measured at amortized costs include cash in banks, cash equivalents, trade and other receivables, due from related parties, loans to employees, security deposits presented under 'prepayment and other current assets', other financial assets at amortized cost, rental deposits, loans to employees and miscellaneous deposits presented under 'other non-current assets'.

##### a) Cash in Banks and Cash Equivalents

Cash in banks are deposits held at call with banks that are subject to insignificant risk of change in value. This shall be measured at the undiscounted amount of the cash or other consideration expected to be paid or received.

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with maturities of three (3) months or less from the date of acquisition and that are subject to insignificant risk of changes in value. This shall be measured at the undiscounted amount of the cash or other consideration expected to be paid or received.

##### b) Receivables

Receivables include trade and other receivables, due from related parties, rental deposits, loans to employees and security deposits. These are measured at amortized cost using the effective interest method, less any impairment. Finance income is recognized by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

##### ➤ Financial Asset at Fair Value through Profit or Loss

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income.

The Group's financial assets at fair value through profit or loss pertains to its Unit Investment Trust Fund (UITF).

#### 4.04.03 Effective Interest Method

Interest revenue is calculated by using the effective interest method. This is calculated by applying the effective interest rate to the gross carrying amount of a financial asset

except for: purchased or originated credit-impaired financial assets and financial assets that are not purchased or originated credit-impaired but subsequently have become credit-impaired.

#### 4.04.04 Impairment

The Group shall measure expected losses of a financial instrument in a way that reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable assumption that is available without undue cost or effort at the reporting date about past events, current conditions and forecast of future economic conditions.

The Group adopted the following approaches in accounting for impairment.

➤ **General Approach**

The Group applied the general approach to cash in banks, cash equivalents, other receivables, due from related parties, rental deposit, security deposits, other financial assets at amortized cost, loans to employees and miscellaneous deposit. At each reporting date, the Group measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial asset has increased significantly since initial recognition. However, if the credit risk has not increased significantly, the Group measures the loss allowance equal to 12-month expected credit losses.

The Group compares the risk of default occurring as at the reporting date with the risk of default occurring as at the date of initial recognition and consider the macro-economic factors such as GDP, interest, and inflation rates, the performance of the counterparties' industry, and the available financial information of each counterparty to determine whether there is a significant increase in credit risk or not since initial recognition.

The Group determines that there has been a significant increase in credit risk when there is a significant decline in the factors.

The Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition because the financial instrument is determined to have low credit risk at the reporting date.

The Group does not apply the 30 days past due rebuttable presumption because the Group determines that there have been no significant increases in credit risk even the amounts are past due for more than 30 days.

If the Group has measured the loss allowance at an amount equal to lifetime expected credit losses in the previous reporting period, but determines at the current reporting date, that the credit quality improves (i.e. there is no longer a significant increase in credit risk since initial recognition), then the Group shall measure the loss allowance at an amount equal to 12-month expected credit losses at the current reporting date.

The Group recognizes in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date.

The Group performs the assessment of significant increases in credit risk on an individual basis.

The Group does not apply the 90 days past due rebuttable presumption in determining whether a financial asset is credit-impaired or not since based on the Group's historical experience and aging schedules, past due amounts even over 90 days are still collectible.

The Group determines that a financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- Significant financial difficulty of the counterparty; and
- A breach of contract, such as a default or past due event.
- The lender(s) of the counterparty, for economic or contractual reasons relating to the counterparty's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider; and
- It is becoming probable that the counterparty will enter bankruptcy or other financial reorganization.

➤ **Simplified Approach**

The Group always measures the loss allowance at an amount equal to lifetime expected credit losses for trade receivables. The Group determines that a financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred.

Evidence that a financial asset is credit-impaired includes observable data about the following events:

- Significant financial difficulty of the counterparty;
- A breach of contract, such as a default or past due event;
- The lender(s) of the counterparty, for economic or contractual reasons relating to the counterparty's financial difficulty, having granted to the counterparty a concession(s) that the lender(s) would not otherwise consider; and
- It is becoming probable that the counterparty will enter bankruptcy or other financial reorganization.

**4.04.05 Derecognition**

The Group derecognizes a financial asset when, and only when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition. The difference between the carrying amount and the consideration received is recognized in profit or loss.

**4.04.06 Write-off**

The Group directly reduces the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

#### **4.05 Inventories**

Inventories includes raw materials, spare parts and other materials which are stated at the lower of cost or net realizable value. Costs, including an appropriate portion of fixed and variable overhead expenses, are determined using first-in, first-out (FIFO) method. For finished goods and work-in-process, costs are determined on a standard cost basis. Standard costs take into account normal levels of materials and supplies, labor, efficiency and capacity utilization. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

When the net realizable value of the inventories is lower than the cost, the Group provides for an allowance for the decline in the value of the inventory and recognizes the write-down as an expense in the statements of comprehensive income. The amount of reversal of any write-down of inventories, arising from an increase in net realizable value, is recognized as a reduction in the amount of inventories recognized as an expense in the period in which the reversal occurs.

When inventories are used in operation or sold, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized.

#### **4.06 Advances to Suppliers**

Advances to suppliers represents down payments for production materials that are still to be delivered. These are initially recorded as asset and will be subsequently reclassified to appropriate account once delivery is made.

Advances to suppliers are classified in the statements of financial position as current assets when the expenses related to advances to suppliers are expected to be incurred within one (1) year or the Parent Company's normal operating cycle whichever is longer. Otherwise, advances to suppliers are classified as non-current asset.

#### **4.07 Property, Plant and Equipment**

Property, plant and equipment are initially measured at cost. The cost of an asset consists of its purchase price and costs directly attributable to bringing the asset to its working condition for its intended use. Subsequent to initial recognition, property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses.

Major spare parts and stand-by equipment qualify as property, plant and equipment when the Group expects to use them during more than one period. Similarly, if the spare parts and servicing equipment can be used only in connection with an item of property, plant and equipment, they are accounted for as property, plant and equipment.

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

Buildings and improvements	5 to 25 years
Machinery and equipment	10 to 15 years
Facility and production tools	5 to 8 years
Furniture, fixtures and equipment	2 to 5 years
Transportation equipment	5 to 7 years



Construction in progress is a property under construction and development which is initially measured at cost. Cost includes construction costs, professional fees, taxes and licenses and other expenses which are directly related with the construction of the project. Subsequently, upon completion, this will form part of property, plant and equipment and will be measured at cost less accumulated depreciation and accumulated impairment losses.

The residual value, useful lives and depreciation method of the Group's property, plant and equipment is reviewed, and adjusted prospectively if appropriate, if there is an indication of a change since the last reporting date.

An item of property, plant and equipment is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in profit or loss.

#### **4.08 Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is recognized in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite.

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

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash-generating unit (CGU) level. Such intangibles are not amortized. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the assessment can be supported. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

The Group recognizes an intangible asset acquired in a business combination if it is identifiable and distinguishable from goodwill. The Group considers an intangible asset is identifiable if:

- it is separable, i.e., there is evidence of exchange transactions for the asset or an asset of a similar type, even if those transactions are infrequent and regardless of whether the Group is involved in those transactions; or
- it arises from contractual or other legal rights, regardless of whether those rights are transferable or separable from the entity or from other rights and obligations ("contract legal" criterion).

The Group's intangible assets recognized from business combination pertain to customer relationships, trademark and technology costs. Trademark and customer relationships are estimated to have an indefinite useful life, and will be subject to yearly impairment testing. The Group estimates that technology costs will have an economic life of five (5) years.

#### 4.08.01 Research and Development Costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the Group can demonstrate:

- the technical feasibility of completing the intangible asset so that the asset will be available for use sale;
- its intention to complete and its ability to use or sell the asset;
- how the asset will generate future economic benefits;
- the availability of resources to complete the asset; and
- the ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit, which is estimated to be five (5) to ten (10) years. Amortization is recorded in cost of sales. During the period of development, the asset is tested for impairment annually.

#### **4.09 Impairment of Assets**

At each reporting date, the Group assesses whether there is any indication that any of its assets other than inventories, deferred tax assets, and financial assets that are within the scope of PFRS 9, *Financial Instruments*, may have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment loss is recognized as an expense.

When an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or

cash-generating unit in prior years. A reversal of an impairment loss is recognized as income.

#### **4.10 Borrowing Costs**

Borrowing costs are recognized in profit or loss in the period in which they are incurred.

#### **4.11 Financial Liabilities**

##### **4.11.01 Initial Recognition and Measurement**

The Group recognizes a financial liability in its consolidated statements of financial position when, and only when, the Group becomes party to the contractual provisions of the instrument.

At initial recognition, the Group measures a financial liability at its fair value minus, in the case of financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the liability.

##### **4.11.02 Classification**

The Group classifies all financial liabilities as subsequently measured at amortized, except for:

- financial liabilities at fair value through profit or loss;
- financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies;
- financial guarantee contracts;
- commitments to provide a loan at a below-market interest rate; and
- contingent consideration recognized by an acquirer in a business combination.

The Group's financial liabilities at amortized cost pertain to trade and other payables (excluding contract liabilities and others), short-term loans, long-term loans, dividend payable, lease liabilities and due to related parties.

The Group does not have financial liabilities at fair value through profit or loss in both years.

##### **4.11.03 Derecognition**

The Group removes a financial liability (or part of a financial liability) from its consolidated statements of financial position when, and only when, it is extinguished (i.e. when the obligation in the contract is discharged or cancelled or expired).

The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

#### **4.12 Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognized at the proceeds received, net of direct costs.

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax.

#### **4.13 Employee Benefits**

##### **4.13.01 Short-term Benefits**

The Group 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 Group to its employees include salaries and wages and other employee benefits.

##### **4.13.02 Defined Benefit Plans**

CEC and CATS are covered by a noncontributory defined benefit retirement plan. The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets, adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan. The cost of providing benefits under the defined benefit plans is actuarially determined using the Projected Unit Credit Method (PUCM).

Actuarial valuations are made with sufficient regularity so that the amounts recognized in the consolidated financial statements do not differ materially from the amounts that would be determined at the reporting date.

Defined benefit costs comprise the following:

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

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in profit or loss. Past service costs are recognized when plan amendment or curtailment occurs

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on high quality corporate bonds to the net defined benefit liability or asset net interest on the net defined benefit liability or asset is recognized as expense or income in profit or loss.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods. These are retained in other comprehensive income until full settlement of the obligation.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. The fair value of plan assets is based on market price information.

When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets

(or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

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

#### **4.13.03 Defined Contribution Plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognized as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

The Group has a defined contribution plan covering substantially all employees of Quintel USA and Quintel Technology, Inc.

### **4.14 Provisions**

Provisions are recognized when the Group has a present obligation, whether legal or constructive, as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

#### **4.14.01 Warranties**

Provisions for the expected cost for warranty obligations under local sale of goods legislation are recognized at the date of sale of the relevant products, at the directors' best estimate of the expenditure required to settle the Group's obligation.

### **4.15 Revenue Recognition**

The Group recognizes revenue when (or as) the Group satisfies a performance obligation by transferring a promised good or service (i.e. asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

#### **4.15.01 Performance Obligations Satisfied at a Point in Time**

Revenue from sale of goods is recognized at a point in time when the goods have been transferred to the customer (i.e. upon delivery). The Group's normal credit term

is 30 to 120 days upon delivery. Discounts, returns and other allowances are not significant to the Group. The Group considers indicators of the transfer of control, which include, but are not limited to, the following:

- The Group has a present right to payment for the asset.
- The Group has transferred physical possession of the asset.
- The customer has accepted the asset.

The Group's revenue encompasses sale of semiconductor packages and solid-state devices.

#### 4.15.02 Finance Income

Finance income is recognized when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Finance income is accrued on a time proportion basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### **4.16 Expense Recognition**

Expense encompasses losses as well as those expenses that arise in the course of the ordinary activities of the Group.

The Group recognizes expenses in the consolidated statements of comprehensive income when a decrease in future economic benefits related to a decrease in an asset or an increase of a liability has arisen that can be measured reliably.

#### **4.17 Foreign Currency Transactions**

In preparing the consolidated financial statements of the Group, transactions in currencies other than the Group's functional currency, i.e. foreign currencies, are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognized in profit or loss in the period in which they arise.

#### **4.18 Related Parties and Related Party Transactions**

A related party is a person or entity that is related to the Group that is preparing its consolidated financial statements. A person or a close member of that person's family is related to Group if that person has control or joint control over the Group, has significant influence over the Group, or is a member of the key management personnel of the Group.

An entity is related to the Group if any of the following conditions applies:

- The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

- Both entities are joint ventures of the same third party.
- One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group. If the Group is itself such a plan, the sponsoring employers are also related to the Group.
- The entity is controlled or jointly controlled by a person identified above.
- A person identified above has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
- Management entity providing key management personnel services to a reporting entity.

Close members of the family of a person are those family members, who may be expected to influence, or be influenced by, that person in their dealings with the Group and include that person's children and spouse or domestic partner; children of that person's spouse or domestic partner; and dependents of that person or that person's spouse or domestic partner.

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged.

#### **4.19 Taxation**

Income tax expense represents the sum of current and deferred taxes.

##### **4.19.01 Current Tax**

Current tax is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated statements of comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

##### **4.19.02 Deferred Tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences, carry forward of unused tax credits from excess Minimum Corporate Income Tax (MCIT) over Regular Corporate Income Tax (RCIT) and unused Net Operating Loss Carry-over (NOLCO), to the extent that it is probable that taxable profits will be available against which those deductible temporary differences and carry forward of unused MCIT and unused NOLCO can be utilized. Deferred income tax, however, is not recognized when it 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 that affects neither the accounting profit nor taxable profit or loss.

Deferred tax liabilities are recognized for taxable temporary differences. Deferred tax assets arising from deductible temporary differences are only recognized to the extent

that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

#### 4.19.03 Current and Deferred Taxes for the Period

Current and deferred taxes are recognized as an expense or income in profit or loss, except when they relate to items that are recognized outside profit or loss, whether in other comprehensive income or directly in equity, in which case the tax is also recognized outside profit or loss.

#### 4.19.04 Final Tax on Dividend

When an entity pays dividends to its shareholders, it may be required to pay a portion of the dividends to taxation authorities on behalf of shareholders. In many jurisdictions, this amount is referred to as a withholding tax. Such an amount paid or payable to taxation authorities is charged to equity as a part of the dividends.

### **4.20 Earnings per Share**

The Group computes its basic earnings per share by dividing net income or loss attributable to ordinary equity holders of the Group by the weighted average number of ordinary shares outstanding during the period.

### **4.21 Events after the Reporting Period**

The Group identifies subsequent events as events that occurred after the reporting period but before the date when the consolidated financial statements were authorized for issue. Any subsequent events that provide additional information about the Group's position at the reporting period, adjusting events, are reflected in the consolidated financial statements, while subsequent events that do not require adjustments, non-adjusting events, are disclosed in the notes to consolidated financial statements when material.

### **4.22 Changes in Accounting Policies**

The adoption of the new and revised standards and interpretations disclosed in Notes 2.01, was made in accordance with their transitional provisions, otherwise the



adoption is accounted for as change in accounting policy under PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*.

## **5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES**

In the application of the Group's accounting policies, which are described in Note 4, Management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

### **5.01 Critical Judgments in Applying Accounting Policies**

The following are the critical judgments, apart from those involving estimations that Management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognized in consolidated financial statements.

#### **5.01.01 Functional Currency**

The following factors are considered by the Parent Company in determining the functional currency of a foreign operation, and whether its functional currency is the same as that of the reporting entity:

- a. whether the activities of the foreign operation are carried out as an extension of the reporting entity, rather than being carried out with a significant degree of autonomy. An example of the former is when the foreign operation only sells goods imported from the reporting entity and remits the proceeds to it. An example of the latter is when the operation accumulates cash and other monetary items, incurs expenses, generates income and arranges borrowings, all substantially in its local currency.
- b. whether transactions with the reporting entity are a high or a low proportion of the foreign operation's activities.
- c. whether cash flows from the activities of the foreign operation directly affect the cash flows of the reporting entity and are readily available for remittance to it.
- d. whether cash flows from the activities of the foreign operation are sufficient to service existing and normally expected debt obligations without funds being made available by the reporting entity.

The Group determines its functional currency based on the economic substance of the underlying circumstances relevant to them. The US Dollar (\$) is the currency that most faithfully represent the primary economic environment in which the Group operates and it is the currency that mainly influences the underlying transactions, events and conditions relevant to the Group. Hence, Management believes that US Dollar (\$) is the Group's functional currency since it represents the economic substance relevant to the Group.

#### 5.01.02 Assessment of Contractual Terms of a Financial Asset

The Group determines whether the contractual terms of a financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. In making its judgments, the Group considers whether the cash flows before and after the changes in timing or in the amount of payments represent only payments of principal and interest on the principal amount outstanding.

Management assessed that the contractual terms of its financial assets (except for financial assets at fair value through other comprehensive income and fair value through profit or loss) are solely payments of principal and interest and consistent with the basic lending arrangement. As of September 30, 2024 and December 31, 2023, the aggregate amounts of the aforementioned assets amounted to \$60,509,945 and \$72,839,830, respectively, as disclosed in Note 30.01.

#### 5.01.03 Assessment on the Bifurcation of Embedded Derivative

The Group determines whether the embedded derivative component of the Group's Note Facility Agreement (NFA) should be modified in relation to changes in a variable, such as an interest rate, commodity price, credit rating, or foreign exchange rate.

The Group assessed that the embedded derivative in the NFA is closely related to the host contract, thus was not bifurcated from the host contract based on the provisions of PFRS 9. As of September 30, 2024 and December 31, 2023, carrying amounts of NFA long-term loans amounted to \$20,257,461 and \$25,657,461, respectively, as disclosed in Note 18.

#### 5.01.04 Assessment of 30 days Rebuttable Presumption

The Company determines when a significant increase in credit risk occurs on its financial assets based on the credit management practice of the Company.

Management believes that the 30 days rebuttable presumption on determining whether credit risk has increased significantly or not is not applicable since based on the Group's historical experience credit risk has not increased significantly even if collections are more than 30 days past due.

#### 5.01.05 Assessment of 90 days Rebuttable Presumption

The Group determines when a default occurs on its financial assets based on the credit management practice of the Group.

Management believes that the 90 days rebuttable presumption on determining whether financial assets are credit impaired or not is not applicable because based on the Group's historical experience and aging schedule, past due amounts even over 90 days are still collectible.

#### 5.01.06 Assessment of Timing of Satisfaction of Performance Obligations

An entity satisfies a performance obligation by transferring control of a promised good or service to the customer, which could occur over time or at a point in time.

Management assessed that the performance obligation is satisfied at point in time from the sale of its semiconductor and solid-state devices. This is when there is a present right to payments of goods, transfer of physical possession of goods and acceptance of the same by its customers.

In nine months ended September 30, 2024 and 2023, revenue recognized from such sale amounted to \$48,510,776 and \$61,225,466, respectively, as disclosed in Note 21.

*5.01.07 Assessment of the Allocation of Transaction Price to Performance Obligations*

A performance obligation is a vendor's promise to transfer a good or service that is 'distinct' from other goods and services identified in the contract.

Management assessed that allocation of transaction price is not applicable since the only obligation identified is the sale of semiconductor and solid-state devices.

*5.01.08 Determining Whether or not a Contract Contains a Lease*

Management assessed that its lease agreements as disclosed in Note 25 qualified as a lease since the contract contains an identified asset, the Group has the right to obtain substantially all of the economic benefits, and the Group has the right to direct the use of the identified asset throughout the period of use.

*5.01.09 Determining whether or not it is Reasonably Certain that an Extension Option will be Exercised and Termination Option will be Exercised*

Lease term is the non-cancellable period for which the Group has the right to use an underlying asset including optional periods when the Group is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Group considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term and the enforceability of the option. The option to extend the lease term should be included in the lease term if it is reasonably certain that the lessee will exercise the option and the option is enforceable. The Group is required to reassess the option when significant events or changes in circumstances occur that are within the control of the lessee.

In both years, Management assessed that the lease term should only include the non-cancellable period since the option to extend is not enforceable under the Philippine laws.

*5.01.10 Assessment of Classification of Spare Parts, Stand-by Equipment and Servicing Equipment as Property, Plant and Equipment or Inventory*

The Group determines whether spare parts, stand-by equipment and servicing equipment qualifies as property, plant and equipment or inventory. In making its judgments, the Group considers whether spare parts, stand-by equipment and servicing equipment are held for use in the production or supply of good and services, for rental to others or for administrative purposes and are expected to be used during more than one period or assets which are held for sale in the ordinary course of business, in the process of production of such sale or in the form of materials or supplies to be consumed in the production process or in the rendering of services. Spare parts, stand-by equipment and servicing equipment are classified as property, plant and equipment if they are held for use in the production or supply of good and services, for rental to others or for administrative purposes and are expected to be used during more than one period. Spare parts, stand-by equipment and servicing equipment are classified as inventory if they are held for sale in the ordinary course of business, in the process of production of such sale or in the form of materials or supplies to be consumed in the production process or in the rendering of services. Whether spare parts, stand-by equipment and servicing equipment are property, plant and equipment or inventory depend on the substance of the transaction rather than the form of the contract.

As of September 30, 2024 and December 31, 2023, Management assessed that the spare parts and others amounting to \$2,272,204 and \$395,121, respectively, qualify as inventories since these are being used in producing the Group's finished goods inventory, as disclosed in Note 9.

#### 5.01.11 Uniform Accounting Policies

Consolidated financial statements are prepared under line-by-line basis for consolidation. Full amount of subsidiaries' accounts, irrespective of the percentage of ownership, are combined with those of the Group on a line-by-line bases by adding together similar or like items of assets, liabilities, revenues and expenses. Application of line-by-line basis for consolidation requires judgment in determining that the Parent and its subsidiaries have uniform accounting policy for like transactions and events in similar circumstances between the Parent and the subsidiaries. While the Group regularly conducts review of the subsidiaries' accounting policy to ensure the uniformity in accounting policy, there would be instances that the policy over these transactions would be different from that of the Parent. In the event that significant differences in the accounting policy for a given transaction exist between the Parent and its subsidiaries, the Parent makes appropriate adjustment in the financial statements of the subsidiary to conform to the Group's policy for the purpose of consolidation.

The consolidated financial statements are prepared under PFRS. Management assessed that the accounting policies of the Parent and its subsidiaries are substantially similar for like transactions and events, thus, no adjustment has been made in the consolidated financial statements.

#### 5.01.12 Assessment of Control

The Group determines whether an entity qualifies as a subsidiary when it has control over an entity. The Group controls an entity when it has the three elements of control as disclosed in Note 4. In making its judgments, the Group considers all facts and circumstances when assessing control over an investee.

A reassessment of control is conducted when there are changes to one or more of the three (3) elements of control. Any changes from at least one of the elements would result to lose or gain of control over an entity.

The Group having one hundred percent (100%) ownership and voting interest, assessed that it has control over all of its subsidiaries since it has power over the subsidiaries, exposure or rights to variable returns from its involvement and ability to use its power to affect the component of its returns.

#### 5.01.13 Aggregation of Operating Segments

In accordance with the provisions of PFRS 8, *Operating Segments*, the Group's reporting segment is based on the management approach with regard to the segment identification, under which information regularly provided to the chief operating decision maker for decision-making purposes is considered as decisive. The segments are also evaluated under the management approach.

The Group reports its segment based on the operating entities. The Management identifies its operating segments as generally based on nature and location of its customers. The Group has three (3) reportable segments: CEC, CATS- Philippine Branch and Quintel. The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment profit represents the profit earned by

each segment without allocation of net trading gains (losses), other income, equity in net earnings, operating expenses and income tax.

#### 5.01.14 Assessment of the Capitalization of Product Development Cost

Product development cost pertain to the capitalized cost of developing certain packages or products for specific customers. Management believes that it is probable that future economic benefits that are attributable to product development cost will flow to the entity and the cost of the asset can be measured reliably, thus, met the requirements of PAS 38, *Intangible Assets*, for capitalization.

As of September 30, 2024 and December 2023, carrying amounts of product development cost amounted to \$7,489,474 and \$8,148,906, respectively, as disclosed in Note 14.

### **5.02 Key Sources of Estimation Uncertainties**

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

#### 5.02.01 Estimating Expected Credit Losses of Financial Assets

The Group evaluates the expected credit losses related to its financial assets based on an individual assessment and available facts and circumstances, including, but not limited to historical loss experience and current and forecast macro-economic information.

The Group uses credit ratings, performance of banking industry, macro-economic and bank's financial information to assess the expected credit losses on its bank deposits. In view of the foregoing factors, Management believes that the expected credit loss is nil.

The Group uses historical experience and current and forecast macro-economic information to assess the expected credit losses on its trade and other receivables. In view of the foregoing factors, Management believes that the allowance for expected credit loss on trade and other receivables is \$741,012 as of September 30, 2024 and December 31, 2023, as disclosed in Notes 8 and 30.

As of September 30, 2024 and December 31, 2023, the Group's financial assets measured at amortized cost amounted to \$60,509,945 and \$72,629,898, respectively, as disclosed in Note 30.

#### 5.02.02 Estimating Inventories at Net Realizable Values

Net realizable values of inventories are assessed regularly based on the prevailing selling prices of inventories less estimated costs to sell. The Group recognizes expense and provides allowance for decline in value of inventories whenever net realizable value of inventories becomes lower than cost due to damage, physical deterioration, obsolescence, changes on price levels or other causes. Inventory items identified to be obsolete and unusable is written off and charged against allowance account. Increase in the net realizable values will increase the carrying amount through reduction of allowance for decline but only to the extent of original acquisition cost.

In 2023 and 2022, Management assessed that net realizable values of certain inventories are lower than their cost, hence, provision for inventory obsolescence was recognized amounting to nil and \$400,000, respectively, as disclosed in Notes 9 and 23. In 2023 and 2022, the Group made a reversal amounting to \$58,778 and nil, respectively, since the related inventory was written off already. As of September 30, 2024 and December 31, 2023, carrying amount of the Group's inventories amounted to \$57,731,011 and \$59,438,300, respectively, as disclosed in Note 9.

*5.02.03 Reviewing Residual Values, Useful Lives and Depreciation Method of Property, Plant, Equipment*

The residual values, useful lives and depreciation method of the Group's property, plant and equipment are reviewed, and adjusted prospectively if appropriate, if there is an indication of a significant change in, how an asset is used; significant unexpected wear and tear; technological advancement; and changes in market prices since the most recent annual reporting date. The useful lives of the Group's assets are estimated based on the period over which the assets are expected to be available for use. In determining the useful life of an asset, the Group considers the expected usage, expected physical wear and tear, technical or commercial obsolescence arising from changes or improvements in production, or from a change in the market demand for the product or service output and legal or other limits on the use of the Group's assets. In addition, the estimation of the useful lives is based on Group's collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of property, plant and equipment would increase the recognized operating expenses and decrease non-current assets.

The Group uses a depreciation method that reflects the pattern in which it expects to consume the asset's future economic benefits. If there is an indication that there has been a significant change in the pattern used by which a Group expects to consume an asset's future economic benefits, the Group shall review its present depreciation method and, if current expectations differ, it shall change the depreciation method to reflect the new pattern.

In both years, Management assessed that there are no indications that there has been a significant change in the pattern used by the Group to consume assets' future economic benefits. As of June 30, 2024 and December 2023, the carrying amount of property, plant and equipment amounted to \$44,004,922 and \$48,284,405, respectively, as disclosed in Note 13.

*5.02.04 Reviewing Residual Values, Useful Lives and Amortization Method of Product Development Costs and Technology Costs*

The residual values, useful lives and amortization method of the Group's intangible assets are reviewed at least annually, and adjusted prospectively if appropriate, if there is an indication of a significant change in, how an asset is used; technological advancement; and changes in market prices since the most recent annual reporting date. Amortization begins when the intangible assets are available for use, i.e. when it is in the location and condition necessary for it to be usable in the manner intended by management. Amortization ceases when the asset is derecognized. The Group

uses a straight-line method of amortization since it cannot determine reliably the pattern in which it expects to consume the asset's future economic benefits.

In both years, Management assessed that there were no significant changes on the estimates since the most recent annual reporting period. As of September 30, 2024 and December 31, 2023, the carrying value of product development costs and technology costs amounted to \$7,489,474 and \$8,148,906, respectively, as disclosed in Note 14.

#### 5.02.05 Asset Impairment

The Group performs an impairment review when certain impairment indicators are present. Determining the fair value of prepayment and other current assets (except security deposits and loans to employees), property, plant and equipment, right-of-use asset, intangible assets, and advances to suppliers and others presented under 'other non-current assets', which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the Group to make estimates and assumptions that can materially affect the consolidated financial statements.

In assessing value in use, the estimated future cash flows shall be discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. Any resulting impairment loss could have a material adverse impact on the financial condition and results of operations.

The preparation of the estimated future cash flows involves significant judgment and estimations. While the Group believes that its assumptions are appropriate and reasonable, significant changes in the assumptions may materially affect the assessment of recoverable values and may lead to future additional impairment charges under PFRS.

Goodwill is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating unit (CGU) (or group of CGUs) to which the goodwill relates. Where the recoverable amount of the CGU (or group of CGUs) is less than the carrying amount of the CGU (or group of CGUs) to which goodwill has been allocated, an impairment loss is recognized immediately in the consolidated statements of comprehensive income. Impairment losses relating to goodwill cannot be reversed for subsequent increases in its recoverable amount in future periods. The Group performs its annual impairment test of goodwill at the reporting date.

The recoverable amounts of the CGUs have been determined based on value-in-use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The discount rates applied to cash flow projection is 10% in 2023, 2022 and 2021, and cash flows beyond the five (5) year-period was extrapolated using a steady growth rate of 3%-15%, 3%-15%, 10%-20% in 2023, 2022 and 2021, respectively.

Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the carrying amount of the CGU to exceed its recoverable amount.

No impairment losses were recognized for goodwill, customer relationships and trademark for nine months ended September 30, 2024 and year ended December 31, 2023.

In both years, Management believes that there is no indication of impairment in the value of prepayment and other current assets (except security deposits and loans to employees), property, plant and equipment, right-of-use asset, intangible assets, and advances to suppliers and others presented under 'other non-current assets. As of September 30, 2024 and December 31, 2023, the aggregate carrying amounts of the foregoing assets amounted to \$147,311,260 and \$152,394,307, respectively, as disclosed in Notes 10, 13, 14, 15 and 16.

#### 5.02.06 Post-employment Benefits

The determination of the retirement obligation and cost and other retirement benefits is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include among others, discount rates, mortality of plan members and rates of compensation increase. In accordance with PFRS, actual results that differ from the assumptions and the effects of changes in actuarial assumptions are recognized directly as remeasurements in other comprehensive income. While the Group believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the pension and other retirement obligations.

For the nine-months ended September 30, 2024, and December 31, 2023, retirement benefits expense amounted to \$250,707 and \$280,474, respectively, as disclosed in Note 25. Retirement benefit obligation amounted to \$1,970,328 and \$2,166,512 as of September 30, 2024 and December 31, 2023, respectively, as disclosed in Note 25. Remeasurement losses amounted to nil and \$909,164, in September 30, 2024 and December 31, 2023, respectively, as disclosed in Note 25.

#### 5.02.07 Deferred Tax Assets

The Group reviews the carrying amount at reporting date and reduces deferred tax asset 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 prior to its expiration.

The Group has recognized deferred tax assets which pertains to retirement benefit obligations amounting to \$296,573 and \$296,573 as of September 30, 2024 and December 31, 2023, respectively as disclosed in Note 27.

Further, as of December 31, 2023 and 2022, the Group has also recognized deferred tax assets on NOLCO and accrued expenses recognized in business combination amounting to \$4,284,056.

Moreover, as of September 30, 2024 and December 31, 2023, the Group's NOLCO and MCIT for which no deferred taxes have been recognized, as disclosed in Note 27, are as follows:

	2023	2022
NOLCO	\$ 54,671,038	\$ 51,750,153
MCIT	6,031	7,951

Management believes that it may not be probable that sufficient future taxable profit will be available against which the deferred tax assets can be utilized.



#### 5.02.08 Estimating the Appropriate Discount Rate to Use

The Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or if not, the Group uses the incremental borrowing rate.

Management used its incremental borrowing rate of 5.0% to 5.5% to measure the present value of its lease liabilities since the implicit rate was not readily available.

#### 5.02.09 Estimating Fair value of Financial Asset at Fair Value through Other Comprehensive Income

PFRS requires that certain financial assets and liabilities be carried at fair value, which requires the use of accounting judgment and estimates. While significant components of fair value measurement are determined using verifiable objective evidence

(e.g., foreign exchange rates, interest rates and volatility rates), the timing and amount of changes in fair value would differ with the valuation methodology used. Any change in the fair value of these financial assets and liabilities would directly affect the consolidated statements of comprehensive income and the consolidated statements of changes in equity.

The Company's financial asset at fair value through other comprehensive income pertains to unlisted shares that are not traded in an active market. The Management believes that the cost of the investment approximates its fair value.

In 2021, the Group wrote off the investment since the investee already ceased operations. Accordingly, the cumulative net changes in fair value amounting to \$1,667,000 was transferred to retained earnings, as disclosed in Note 11.

As of September 30, 2024 and December 31, 2023 the Group's financial asset through other comprehensive income amounted to nil, as disclosed in Note 11.

## 6. SEGMENT INFORMATION

Financial information on the Group's business segments as of September 30, 2024, and 2023 are presented below. The amounts disclosed were determined consistent with the measurement basis under PFRS.

Revenue from contracts with customers for the nine months ended September 30, 2024 are as follows:

	CIRTEK	CATS- Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
6 port antennas	\$ -	\$ 210,627	\$ 7,184,641	\$ -	\$ 7,395,268
Integrated circuits	5,538,900				5,538,900
Dual and quad flat no-leads	5,260,658				5,260,658
Discrete	5,166,593				5,166,593
New product			4,965,281		4,965,281
Hermetics	4,246,041				4,246,041
Multichips	3,454,083				3,454,083
Analog		3,104,522			3,104,522
16 port antennas		1,683,794			1,683,794
Microwave Network Inc		1,390,110			1,390,110
Brackets			1,332,427		1,332,427
Remec manufacturing services		1,235,200			1,235,200
8 port antennas			1,189,717		1,189,717
NRE+addtl charging costs/serv inc		312,544			312,544
Cougar		307,123			307,123
Indoor radio frequency unit		153,236			153,236
12 port antennas		69	57,949		58,018
Outdoor units		18,534			18,534
10 port antennas			8,688		8,688
Bridgewave		2,818			2,818
Others		598,585	1,088,637		1,687,221
Total	\$ 23,666,276	\$ 9,017,161	\$ 15,827,340	\$ -	\$ 48,510,776

	CIRTEK	CATS- Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
Segment depreciation and amortization	\$ 3,191,016	\$ 957,172	\$ 35,301	\$ -	\$ 4,183,488.43
Segment interest income	60,923	6,552	-	-	67,475
Segment interest expense	1,756,067	-	94,423	-	1,850,490
Segment profit(loss) before income tax	18,768,128	1,843,781	604,144	(16,000,000)	5,216,053
Segment provision for income tax	173,285	58,851	21,342		253,477
Segment profit (loss) after income tax	\$ 18,594,843	\$ 1,784,930	\$ 582,802	\$ (16,000,000)	\$ 4,962,575

Other financial information of the operating segments as of September 30, 2024 is as follows:

	CIRTEK	CATS- Philippine Branch	Quintel	Eliminations and Consolidation	Consolidated
<b>Assets</b>					
Current assets	\$ 338,478,187	\$ 48,744,302	\$ 12,786,506	\$ (279,141,738)	\$ 120,867,258
Non-current assets	130,645,929	21,493,054	4,246,370	(11,403,822)	144,981,531
	<b>\$ 469,124,117</b>	<b>\$ 70,237,356</b>	<b>\$ 17,032,876</b>	<b>\$ (290,545,560)</b>	<b>\$ 265,848,789</b>
<b>Liabilities</b>					
Current liabilities	\$ 141,489,912	\$ 57,172,814	\$ 25,867,969	\$ (195,956,156)	\$ 28,574,539
Non-current liabilities	23,064,030	-	-	3,045,476	26,109,505
	<b>\$ 164,553,942</b>	<b>\$ 57,172,814</b>	<b>\$ 25,867,969</b>	<b>\$ (192,910,681)</b>	<b>\$ 54,684,044</b>

Revenue from contracts with customers for the nine months ended September 30, 2023 are as follows:

	CEC	CATS- Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
Integrated circuits	\$ 7,960,055	\$ -	\$ -	\$ -	\$ 7,960,055
6 port antennas		1,720,985	5,976,555		7,697,540
Discrete	7,408,546				7,408,546
New product			7,380,461		7,380,461
Multichips	5,274,422				5,274,422
Dual and quad flat no-leads	5,157,084				5,157,084
16 port antennas		4,569,344			4,569,344
Analog		3,704,718			3,704,718
Hermetics	2,860,042				2,860,042
Microwave Network Inc		1,797,535			1,797,535
8 port antennas		385,106	859,956		1,245,062
12 port antennas		1,122,491	15,411		1,137,902
Brackets		336	1,115,449		1,115,785
Remec manufacturing services		799,704			799,704
Cougar		397,429			397,429
10 port antennas		225,875	54,979		280,854
NRE+addtl charging costs/serv inc		186,431			186,431
Indoor radio frequency unit		67,404			67,404
Outdoor units		35,312			35,312
Others		1,555,331	594,504		2,149,835
	\$ 28,660,150	\$ 16,568,000	\$ 15,997,316	\$ -	\$ 61,225,466

	CIRTEK	CATS- Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
Segment depreciation and amortization	\$ 3,315,533	\$ 1,063,661	\$ 40,462.00	\$ -	\$ 4,419,656
Segment interest income	60,311	6,908	-	-	67,219
Segment interest expense	2,212,511	-	204,048	-	2,416,559
Segment profit(loss) before income tax	15,076,056	3,782,802	1,515,014	(12,400,000)	7,973,872
Segment provision for (benefit from) income tax	232,292	76,882	21,592	-	330,766
Segment profit (loss) after income tax	\$ 14,843,764	\$ 3,705,920	\$ 1,493,422	\$ (12,400,000)	\$ 7,643,106

Other financial information of the operating segments as of December 31, 2023 is as follows:

	CEC	CATS- Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
<b>Assets</b>					
Current assets	\$ 357,787,305	\$ 54,561,437	\$ 6,223,873	\$ (283,679,977)	\$ 134,892,638
Non-current assets	133,578,171	20,122,848	4,806,826	(8,641,983)	149,865,862
	\$ 491,365,476	\$ 74,684,285	\$ 11,030,699	\$ (292,321,960)	\$ 284,758,500
<b>Liabilities</b>					
Current liabilities	\$ 160,720,212	\$ 63,080,882	\$ 20,448,594	\$ (200,293,780)	\$ 43,955,909
Non-current liabilities	23,390,498	-	-	2,930,469	26,320,967
	\$ 184,110,710	\$ 63,080,882	\$ 20,448,594	\$ (197,363,310)	\$ 70,276,876

## 7. CASH AND CASH EQUIVALENTS

For the purpose of the consolidated statements of cash flows, cash and cash equivalents include cash on hand, cash in banks and cash equivalents.

Cash and cash equivalents at the end of the reporting periods as shown in the consolidated statements of cash flows can be reconciled to the related items in the consolidated statements of financial position as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
Cash in banks	\$ 12,801,170	\$ 34,146,414
Cash on hand	239	240
Cash equivalents	2,288,486	2,556,222
	<b>\$ 15,089,896</b>	<b>\$ 36,702,876</b>

Cash in banks earn interest at prevailing deposit rates. Cash equivalents earn 3.50% in both years.

Aggregate finance income earned and received amounted to \$61,066, and \$67,219 in nine months ended September 30, 2024 and 2023, respectively.

## 8. TRADE AND OTHER RECEIVABLES – net

The Group's trade and other receivables are as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
Trade receivables	\$ 34,281,622	\$ 27,651,222
Less: Allowance for expected credit losses	(741,012)	(741,012)
	<b>\$ 33,540,609</b>	<b>\$ 26,910,209</b>
Others	9,340,042	6,446,592
	<b>\$ 42,880,651</b>	<b>\$ 33,356,802</b>

Trade receivables are non-interest bearing and are generally on 30 to 120 days' terms.

In 2023 and 2022, Quintel USA entered into an agreement whereby it could sell receivables due from a certain customer to a financial institution. In 2023 and 2022, the Group sold its receivables amounting to \$8.7 million and \$5.5 million, respectively. Sale of receivables under this arrangement convey all rights to the financial institution without recourse at a discount of LIBOR plus 1.05%. Quintel USA incurred discounting fees and charges amounting to \$131,452 and \$48,526, pertaining to this arrangement in 2023 and 2022, respectively.

In 2023, one of the customers of the Group filed for bankruptcy hence, trade receivable amounting to \$1,152,822 was written off, as disclosed in Note 23.

Others include nontrade receivable from suppliers which are expected to be collected within one (1) year.

Others also include the consideration amounting to nil and \$2,000 for the credit sale of certain assets in 2023 and 2022, respectively, as disclosed in Note 13.

## 9. INVENTORIES – net

Details of the Group's inventories are as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
Raw materials	\$ 44,436,074	\$ 47,619,471
Finished goods	8,177,947	7,894,071
Supplies and others	4,362,859	4,141,136
Spare parts and others	2,272,204	395,121
Work-in-process	183,501	183,501
	\$ 59,432,585	\$ 60,233,300
Allowance for inventory obsolescence	(1,701,574)	(795,000)
	\$ 57,731,011	\$ 59,438,300

The cost of inventories charged to expenses amounted to \$20,064,377 and \$29,662,234 in nine months ended September 30, 2024 and 2023, respectively, as disclosed in Note 22.

Inventories are expected to be recovered within one (1) year from the reporting dates.

## 10. PREPAYMENT AND OTHER CURRENT ASSETS

The details of the Group's prepayment and other current assets are shown below:

	September 2024 (Unaudited)	December 2023 (Audited)
Advances to suppliers and others	\$ 4,432,927	\$ 4,472,681
Loans to employees	363,693	561,233
Prepaid expenses	114,899	111,689
Security deposits	45,818	45,818
Others	15,148	8,894
	\$ 4,972,485	\$ 5,200,314

Advances to suppliers pertain mainly to down payments for production materials and services that are still to be delivered.

As of September 30, 2024 and December 31, 2023, loans to employees include loans extended to key management personnel amounting to nil and \$500,000, respectively, as disclosed in Note 20.

In 2021, others include investment classified as financial asset at FVTPL which amounted to \$568. In 2022, the Group wrote off the financial asset at FVTPL, as disclosed in Note 24. As of September 30, 2024 and December 31, 2023, financial asset at FVTPL amounted to nil.

## 11. FINANCIAL ASSET AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The Group's financial asset at FVOCI pertains to investment in an unquoted equity share acquired at a cost of \$1,667,000 in 2015. The financial asset is carried at cost amounting to \$1,667,000 as of December 31, 2017 but has been revalued as of January 1, 2018 amounting to nil. The fair value of the financial asset is obtained



through market comparable approach (Level 3). The price is indicative of actual and regularly occurring market transactions on an arm's length basis.

In 2018, the fair value of the investment in unquoted equity instrument was based on the adjusted net asset value (NAV) approach. Under NAV approach, the fair value was derived by determining the fair value of each identifiable assets and liabilities of the investee.

In 2021, the Parent Company wrote off the investment since the investee already ceased operations. Accordingly, the net changes in fair value amounting to \$1,667,000 was transferred to retained earnings. As of September 30, 2024 and December 31, 2023, the Group's financial asset through other comprehensive income amounted to nil.

## 12. OTHER FINANCIAL ASSETS AT AMORTIZED COST

Other financial assets at amortized cost pertains to government bonds amounting to \$479,608 and \$479,468 as of nine months ended September 30, 2024 and December 31, 2023, respectively.

On April 22, 2021, the Group acquired government bonds amounting to \$478,876 which will mature on February 24, 2028. The government bonds were purchased in compliance with the requirement for foreign corporations doing business in the Philippines to deposit with SEC securities worth at least \$8,909 or P500, 000 and additional securities with market values equivalent to a certain percentage of the amount of Branch's gross income exceeds \$178,190 or P10, 000,000. In 2023, 2022 and 2021, the bond amounting to nil, \$19,556 and \$456,055, respectively, was redeemed. Effective interest rates per annum amounts to 3.57% in both years.

The matured bond in 2021 pertains also to government bonds purchased in compliance with the requirement for foreign corporations doing business in the Philippines to deposit with SEC securities worth at least \$2,000 or P100,000 and additional securities with market values equivalent to a certain percentage of the amount of Branch's gross income exceeds \$100,000 or P5,000,000. The said bond bears an effective interest rate of 1.948% per annum.

Finance income earned and received from the government bonds amounted to 6,409, and \$6,538 in nine months ended September 30, 2024, and September 30, 2023, respectively.

## 13. PROPERTY, PLANT AND EQUIPMENT – net

The carrying amounts of the Group's property, plant and equipment are as follows:

		<b>September 2024 (Unaudited)</b>		<b>December 2023 (Audited)</b>
Property, Plant and Equipment	\$	<b>128,546,006</b>	\$	129,299,043
Less: Accumulated Depreciation		<b>(84,541,084)</b>		(81,014,638)
Property, Plant and Equipment - Net	\$	<b>44,004,922</b>	\$	48,284,405
Movements during the period:				
Balance, January 1	\$	<b>48,284,405</b>	\$	53,075,196
Cost:				
Additions		<b>109,678</b>		1,062,602
Disposal/Reclassification		<b>(778,020)</b>		(26,000)
Accumulated Depreciation				
Depreciation - Notes 20, 21		<b>(4,143,373)</b>		(5,808,705)
Disposal		<b>532,231</b>		(18,688)
	\$	<b>44,004,922</b>	\$	48,284,405



Additions in nine months ended September 30, 2024 and December 31, 2023 amounting to \$109,678 and \$1,062,602 were all paid in cash.

In 2022, disposals pertain to the credit sale of obsolete property and equipment with carrying amount of \$626 for a consideration of \$2,000, as disclosed in Note 8, which resulted to a gain of \$1,374, as disclosed in Note 26.

In nine months ended September 30, 2024 and September 30, 2023, depreciation amounted to \$4,143,373 and \$4,334,986 respectively, as disclosed in Notes 22 and 23.

Construction in progress pertains to the construction of Building 3 – Phase 2 which will cater additional capacity for the Group.

In both six-month and twelve-month periods, the Group determined that there is no indication that impairment occurred on it's of property, plant and equipment.

#### 14. INTANGIBLE ASSETS – net

The carrying amounts of the Group's intangible assets are as follows:

		September 2024 (Unaudited)		December 2023 (Audited)
Goodwill	\$	55,541,157	\$	55,541,157
Customer relationships		23,736,500		23,736,500
Trademark		7,472,800		7,472,800
Product development costs		7,489,474		8,148,906
	\$	94,239,930	\$	94,899,363

##### Goodwill

The goodwill acquired through business combination is only attributable to the Quintel business. As a result of the Quintel acquisition, the Group recognized goodwill amounting to \$55,541,157 as of September 30, 2024 and December 31, 2023.

##### Customer Relationships

Customer relationship represent Quintel's established relationships with two of the largest telecon companies in the United States. Such relationships are deemed valuable given the length of their relationships (from as far back as 2008) and the difficulty in establishing connections. Management strongly believes that the relationships with their current customers will drive Quintel's business in the long run.

The fair value of customer relationships is determined based on the discounted excess earnings, which is the difference between the post-tax cash flows attributable to the sales made to Quintel's current customers and the contributory asset charges used to generate the cash flows (i.e., multi-period excess earnings method). Customer relationships are estimated to have an indefinite useful life, and will be subject to yearly impairment testing.

### Technology Costs

Movements of technology costs are as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
<b>Carrying amount</b>		
Cost	\$ 5,874,600	\$ 5,874,600
Accumulated amortization	(5,874,600)	(5,874,600)
<b>Movements during the year</b>		
Balance, January 1	-	-
Amortization - Notes 23	-	-
<b>Balances</b>	\$ -	\$ -

The fair values of the Quintel's technology costs and trademark were determined based on discounted notional royalty savings after tax plus discounted tax amortization benefit resulting from the amortization of the required assets (i.e., relief from royalty method). The Group estimates that technology costs will have an economic life of five (5) years.

### Trademark

Trademark is estimated to have an indefinite useful life.

The Group has determined that there is no indication that an impairment loss has occurred on its technology and trademark.

### Product Development Cost

Movements of product development cost are as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
<b>Carrying amount</b>		
Cost	\$ 13,395,090	\$ 13,536,984
Accumulated amortization	(5,246,184)	(4,467,437)
	\$ 8,148,906	\$ 9,069,547
<b>Movements during the year</b>		
Balance, January 1	\$ 8,148,906	\$ 9,069,547
Additions	780,628	1,101,774
Amortization - Notes 20, 21	(1,440,060)	(2,022,415)
<b>Balances</b>	\$ 7,489,474	\$ 8,148,906
<b>Carrying Amount</b>		
Cost	\$ 14,175,718	\$ 14,638,758
Accumulated amortization	(6,686,244)	(6,489,852)
	\$ 7,489,474	\$ 8,148,906

Product development cost pertain to the capitalized cost of developing certain packages or products for the specific customers. The development cost met the requirements of PAS 38 for capitalization.

Additions in all years were paid in cash.

The Group has determined that there is no indication that an impairment loss has occurred on its product development cost.

### Software

As of September 30, 2024 and December 31, 2023, CEC has software with a net book value of \$23,739 and \$12,066 respectively.

## 15. RIGHT-OF-USE ASSETS – net

The details of the Group's right-of-use assets are as follows:

	September 2024 (Unaudited)	December 2023 (Audited)
<b>January 1</b>		
Cost	\$ 832,633	\$ 832,633
Accumulated depreciation	(623,780)	(483,371)
<b>Carrying amount</b>	<b>\$ 208,854</b>	<b>\$ 349,262</b>
<b>Movements during the year</b>		
Balance, January 1	\$ 208,853	\$ 349,262
Depreciation - (Notes 23 and 24)	(86,389)	(140,409)
	<b>\$ 122,465</b>	<b>\$ 208,853</b>
Cost	\$ 832,633	\$ 832,633
Accumulated depreciation	(710,169)	(623,780)
<b>Carrying amount</b>	<b>\$ 122,465</b>	<b>\$ 208,853</b>

As September 30, 2024 and December 2023, lease liabilities related to right-of-use asset amounted to \$147,099 and \$219,831, respectively, as disclosed in Note 19.

In both years, the Group determined that there is no indication that impairment occurred on its right-of-use assets.

## 16. OTHER NON-CURRENT ASSETS

Below is the composition of the Group's other non-current assets:

	September 2024 (Unaudited)	December 2023 (Audited)
Advances to suppliers	\$ 4,172,954	\$ 4,196,261
Rental deposit	1,127,439	1,134,033
Miscellaneous deposits	329,626	154,842
Others	208,015	212,163
	<b>\$ 5,838,034</b>	<b>\$ 5,697,299</b>

Advances to suppliers pertain to down payments for the acquisition of software and building expansion.

Miscellaneous deposits pertain to refundable deposits with MERALCO for the installation of CEC's electrical meters and bill deposit equivalent to one (1) month energy consumption.

## 17. TRADE AND OTHER PAYABLES

The components of trade and other payables account are as follows:

	<b>September 2024</b>		December 2023
	<b>(Unaudited)</b>		<b>(Audited)</b>
Trade	<b>\$ 12,460,284</b>	\$	16,060,818
Accruals	<b>3,824,702</b>		3,723,870
Provisions	<b>670,663</b>		626,248
Others	<b>355,750</b>		277,083
	<b>\$ 17,311,398</b>	\$	<b>20,688,019</b>

Trade payables are noninterest-bearing and are generally on sixty (60) to ninety (90) day's terms.

Accruals comprise mainly of amounts accrued for payroll, utilities, communication, security, shuttle services and professional services. Accruals also include amounts accrued for interest amounting to \$nil and 398,225 as of September 30, 2024 and December 31, 2023, respectively, as disclosed in Note 18.

Provisions pertain to the Group's estimate of the cost to repair or replace defective products in accordance with agreed specifications and potential liability for legal and other claims.

Others pertain to statutory liabilities.

The movements in the provisions are as follows:

	<b>September 2024</b>		December 2023
	<b>(Unaudited)</b>		<b>(Audited)</b>
Beginning at January 1	<b>\$ 626,248</b>	\$	535,571
Provision for warranty claims (Note 20)	<b>44,415</b>		90,677
	<b>\$ 670,663</b>	\$	<b>626,248</b>

## 18. LOANS PAYABLE

The Group's borrowings pertain to bank short-term and long-term loans.

		Current		Non-current		Total
<b>September 30, 2024 (Unaudited)</b>						
Short-term loans (Note 18.01)	\$	8,333,794	\$	-	\$	8,333,794
Long-term loans (Note 18.02)		2,121,457		21,122,508		23,243,964
	\$	10,455,250	\$	21,122,508	\$	31,577,758
<b>December 31, 2023 (Audited)</b>						
Short-term loans (Note 18.01)	\$	13,550,797	\$	-	\$	13,550,797
Long-term loans (Note 18.02)		8,644,426		21,137,786		29,782,212
	\$	22,195,222	\$	21,137,786	\$	43,333,008

### 18.01 Short-term Loans

Details of short-term loans are as follows:

		September 2024 (Unaudited)		December 2023 (Audited)
RCBC and BPI	\$	2,918,714	\$	6,741,890
Landbank of the Philippines (LBP)		4,115,079		4,139,147
Shinhan Bank - Manila Branch		1,300,000		1,500,000
	\$	8,333,794	\$	12,381,037
Direct Lending Fund (DLF)		-		1,169,760
	\$	8,333,794	\$	13,550,797

Movements of the short-term loans are as follows:

		September 2024 (Unaudited)		December 2023 (Audited)
Balance at January 1	\$	13,550,797	\$	28,472,196
Proceeds from availment of loan		-		14,739,352
Unrealized foreign exchange gain		(57,632)		78,122
Loan repayments		(5,159,372)		(29,738,873)
Balances	\$	8,333,794	\$	13,550,797

In September 30, 2024 and December 31, 2023 finance costs incurred and paid on short-term loans amounted to \$721,819 and \$1,528,593 respectively.

In both years, the Group is not required to maintain ratios to comply with the requirements of short-term loans.

The Group is in compliance with the debt covenants as of September 30, 2024 and December 31, 2023.

### 18.01.01 Bank Loans

Terms and conditions of short-term loans are as follows:

- Revolving loan facilities with RCBC, which have payment terms of 180 days, unsecured and charged interest of 4.75% in both years.
- Revolving loan facilities with UCPB have payment terms of 180 days. The facilities charged interest of 4.75% per annum in both years.
- Loan agreement with Shinhan Bank – Manila Branch is unsecured, payable in one (1) year and has a fixed rate of 4.8% per annum. In 2021, the term of loan was extended until August 30, 2022 with interest of 3.75% per annum. In 2022, the term of loan was extended until August 30, 2023 with interest rate of 4.50% per annum. In 2023, the loan term was extended until November 30, 2024 with interest rate of 7.82% per annum.

### **18.02 Long-term Loans**

Summary of long-term loans are as follows:

		Current		Non-current		Total
<b>September 30, 2024 (Unaudited)</b>						
2018 NFA (Note 18.02.01)	\$	1,747,134	\$	18,510,327	\$	20,257,461
DLF (KEB) (Note 18.02.02)		374,323		2,612,181		2,986,504
	\$	2,121,457	\$	21,122,508	\$	23,243,964
<hr/>						
December 31, 2023 (Audited)						
Principal						
2018 NFA (Note 18.02.01)	\$	7,147,134	\$	18,510,327	\$	25,657,461
DLF (KEB) (Note 18.02.02)		1,497,291		2,627,459		4,124,750
	\$	8,644,425	\$	21,137,786	\$	29,782,211

In September 30, 2024 and December 31, 2023, finance costs incurred on long-term loans amounted to \$1,475,310 and \$2,249,833, respectively.

As of September 30, 2024 and December 31, 2023, accrued interest payable amounted to nil and \$398,225, respectively, as disclosed in Note 17. In September 30, 2024 and December 31, 2023, finance cost paid amounted to \$nil and \$2,277,922, respectively.

In September 30, 2024 and December 31, 2023, availment of long-term loans amounted to nil, \$4,499,073 and nil, respectively, while payment of long-term loans amounted to \$nil and \$7,574,322, respectively.

On April 12, 2018, the Parent Company entered into a \$40,000,000 NFA with Bank of Philippine Islands and Rizal Commercial Banking Corporation (each a "Noteholder" and collectively, the "Noteholders"), RCBC Trust and Investments Group (Facility and Paying Agent) and RCBC Capital Corporation (Issue Manager). The NFA provided for the conversion of the outstanding balance of the Parent Company's short-term bridge loan facilities with the Noteholders amounting \$20,000,000 each Noteholder into long term credit facilities. The NFA provided for the issuance of 7-year fixed rate corporate note which bears interest of 6.25% per annum payable quarterly. The net proceeds from the issuance of the Notes shall be used to refinance the bridge loan facilities used to acquire the 100% ownership of Quintel Cayman.

Under the NFA, the Parent Company shall pay the 30% of the loan outstanding on issue date in 24 equal consecutive quarterly commencing at the end of the 1<sup>st</sup> year until the end of the 28<sup>th</sup> quarter from the issue date. The remaining 70% of the loan outstanding on issue date shall be paid in a single balloon payment at maturity date.

The NFA contained an embedded derivative arising from voluntary prepayment option where the Parent Company may redeem, in whole or in part, equivalent to an amount less than and in multiples of \$5,000,000 on any interest payment date beginning on the first anniversary of the issue date, by paying a prepayment penalty equivalent to 2% of the principal amount of the Notes being redeemed, together with any and all accrued interest up to the date of redemption at the applicable rate and any related breakage costs (calculated from such non-interest payment date to the immediately succeeding interest payment date) actually incurred by the relevant Noteholders, if the redemption was made on a non-interest payment date. The prepayment penalty shall not apply if the redemption is due to: (i) interest costs or (ii) illegality.

The Parent Company assessed that the embedded derivative in the NFA is closely related to the host contract, thus was not bifurcated from the host contract based on the provisions of PFRS 9.

In accordance with the NFA, the following financial ratios must be maintained:

- Debt to equity ratio shall not, at any time, exceed 70:30;
- Debt service coverage ratio shall not, as of relevant testing date, be less than 1.15; and
- Current ratio shall not, at any time, be less than 1.10.

Equity is defined in the agreement as the aggregate of outstanding capital stock, additional paid-in capital stock, equity reserve and retained earnings at any date and as shown in the latest consolidated balance sheet of the Parent Company. Debt, on the other hand, is defined in the agreement as the aggregate of all obligations (whether actual or contingent) of the Parent Company and its subsidiaries to pay or repay money.

Debt service ratio is defined in the agreement as the result obtained by dividing (i) earnings before deducting interest expense, income tax, depreciation and amortization (EBITDA) and (ii) the amount of debt service. Debt service, on the other hand, is defined in the agreement as the aggregate of all payments for: (a) interest and principal payments due under the Agreement in the next twelve (12) months; (b) the principal and interest payments due in the next twelve (12) months of all interest-bearing debt with tenor of more than twelve (12) months, and (c) netting obligations of the Issuer due in the next twelve (12) months under permitted hedging arrangements, if applicable.

The carrying amount of the loan from the 2018 NFA amounted to \$20,257,461 and \$25,657,461 as of September 30, 2024 and December 31, 2023, respectively.

The Parent Company is compliant with the terms and conditions of the aforementioned loan agreement.

#### 18.02.02 KEB Hana Bank

On August 7, 2023, the Parent Company entered into a loan agreement with KEB Hana Bank amounting to \$4,499,073 with a loan term of three (3) years with an interest rate of 8% per annum, payable quarterly. In 2023, the Parent Company made loan repayment amounting to ₱374,323. As of September 30, 2024 and December 31,



2023, current and non-current portion of loans from KEB Hana Bank amounted to \$2,612,181 and \$2,627,459, respectively.

#### 18.02.03 Quintel USA

On August 7, 2020, the Quintel USA, Inc. received a loan from the US Small Business Administration (SBA) under the Paycheck Protection Program (PPP). The loan amount is \$748,700 with five (5) year term and 1% interest rate with maturity date on August 7, 2025. On May 24, 2021, the Small Business Administration (SBA) has rendered a final decision regarding the approval of the forgiveness of Paycheck Protection Program (PPP) loan.

In 2021, the Group recognized a gain on condonation of a loan from related parties in the amount of \$748,700, as disclosed in Note 27.

The Group is in compliance with the debt covenants as of September 30, 2024 and December 31, 2023.

## **19. LEASE LIABILITIES**

The Group, as lessee, entered into leasing arrangements with its related parties as disclosed in Notes 20 and 24. The following are the amounts of lease liabilities:

Movement in the lease liabilities is as follows:

	Minimum Lease Payments		Present Value of Minimum Lease Payments	
	September 2024	December 2023	September 2024	December 2023
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Not later than one year	\$ 137,565	\$ 128,547	\$ 99,108	\$ 123,527
Later than one year but not later than five years	53,272	108,688	42,429	88,742
Later than five years	15,816	12,189	5,562	7,562
	\$ 206,653	\$ 249,424	\$ 147,099	\$ 219,831
Discount	(59,555)	(29,593)		-
Present value of minimum lease payments	147,099	219,831	147,099	219,831
Current lease liabilities	50,795	123,527	50,795	123,527
Non-current lease liabilities	\$ 96,304	\$ 96,304	\$ 96,304	\$ 96,304

Movement in the lease liabilities is as follows:

	September 2024	December 2023
	(Unaudited)	(Audited)
Balance, January 1	\$ 219,831	\$ 359,373
Finance incurred	5,021	5,021
Finance costs	(5,021)	(5,021)
Lease payments	(72,732)	(139,542)
<b>Balances</b>	<b>\$ 147,099</b>	<b>\$ 219,831</b>



The Group used its incremental borrowing rate of 5.0% to 5.5% to measure the present value of its lease liabilities since the implicit rate was not readily available.

The Group is compliant with the terms and conditions of the lease contracts.

## 20. RELATED PARTY TRANSACTIONS

Nature of relationship of the Parent Company and its related parties are disclosed below:

Related Party	Nature of Relationship
Carmetheus Holdings, Inc.	Ultimate Parent
Camerton Inc. (CI)	Immediate Parent
Cayon Holdings, Inc. (Cayon)	Under Common Control
Cirtek Land Corporation (CLC)	Under Common Control
Stockholders	Key Management Personnel

### 20.01 Due from Related Parties

Balances of due from related parties as shown in the consolidated statements of financial position are summarized per category as follows:

#### 20.01.01 Under Common Control

Transactions with under common control are detailed as follows:

September 2024 (Unaudited)					December 2023 (Audited)		
		Amount/	Volume	Outstanding Balance	Amount/ Volume		Outstanding Balance
Other related parties							
Cayon	Reimbursement						
Advances	of expenses	\$	-	\$ 193,216	-	\$	194,346
		\$	-	\$ 193,216	\$	-	\$ 194,346

The following are the nature, terms and conditions:

#### *a) Transactions with Cayon*

The Company granted advances to Cayon to finance its working capital requirements. The amounts are unsecured and non-interest bearing, due and demandable and will be settled in cash. No guarantees have been received.

#### 20.01.02 Key Management Personnel

Transactions with key management personnel pertains to granted loan amounting to nil and \$500,000 as of September 30, 2024 and December 31, 2023, respectively, as disclosed in Note 10. The amounts are unsecured and non-interest bearing, due and demandable and will be settled in cash. No guarantees have been received.

## 20.02 Due to Related Parties

Balances of due to related parties as shown in the consolidated statements of financial position are summarized per category as follows:

### 20.02.01 Under Common Control

Transactions with under common control are detailed as follows:

		September 2024 (Unaudited)		December 2023 (Audited)	
		Amount/ Volume	Outstanding Balance	Amount/ Volume	Outstanding Balance
<b>Other related parties</b>					
CLC	Rental	\$ 960	\$ 493,501	\$ 9,931	\$ 492,540
Cayon	Rental	2,259	139,933	5,420	137,674
		\$ 3,219	\$ 633,434	\$ 15,351	\$ 630,215

The following are the nature, terms and conditions:

#### *a) Transactions with CLC*

The Group had a lease agreement on the land where its manufacturing plant (Building 1) is located with CLC for a period of 16 years starting January 1, 2019. The lease agreement provided for an annual rental of \$0.01 Million subject to periodic adjustments upon mutual agreement of both parties. The total rent expense charged to operations amounted to \$0.01 million in both years.

#### *b) Transactions with Cayon*

The Group entered into an agreement with Cayon starting January 1, 2019 to lease the land where the Group's Building 2 is located. The agreement calls for a fixed annual rate of \$0.01 Million for a period of five (5) years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may then be mutually agreed upon. Total rent expense charged to operations amounted to \$0.01 Million in both years.

The amounts are unsecured, non-interest bearing and due and demandable and will be settled in cash. No guarantees have been given.

### 20.02.02 Key Management Personnel

Transaction with key management personnel pertains to advances granted to stockholders amounting to \$35,928 as of September 30, 2024 and December 31, 2023

The amounts are unsecured, non-interest bearing and due and demandable and will be settled in cash. No guarantees have been given.

## 20.03 Remuneration of Key Management Personnel

Remunerations of key management personnel of the Group are detailed as follows:

For the Nine Months ended September 30			
	2024		2023
	(Unaudited)		Unaudited)
Short-term benefits	\$ 1,218,173	\$	894,068
Post-employment benefits	65,055		83,854
	\$ 1,283,228	\$	977,922

## 21. REVENUE FROM CONTRACTS WITH CUSTOMERS

Below is the disaggregation of the Group's revenue from contracts with customers in in nine months ended September 30, 2024 and 2023:

For the Nine Months ended September 30			
	2024		2023
	(Unaudited)		Unaudited)
6 port antennas	\$ 7,395,268	\$	7,960,055
Integrated Circuits	5,538,900		1,797,535
Dual and quad flat no leads	5,260,658		1,115,785
Discrete	5,166,593		5,274,422
New product	4,965,281		3,704,718
Hermetics	4,246,041		1,245,062
Multichips	3,454,083		2,860,042
Analog	3,104,522		280,854
16 port antennas	1,683,794		5,157,084
Microwave Network Inc	1,390,110		35,312
Brackets	1,332,427		186,431
Remec, manufacturing services	1,235,200		799,704
8 port antennas	1,189,717		7,380,461
NRE+addtl charging costs/serv inc	312,544		
Cougar	307,123		67,404
Indoor radio frequency	153,236		397,429
12 port antennas	58,018		7,697,540
Outdoor units	18,534		1,137,902
10 port antennas	8,688		7,408,546
Bridgewave	2,818		4,569,344
Others	1,687,221		2,149,835
	\$ 48,510,776	\$	61,225,466

The Group has no contract assets as of September 30, 2024 and December 31, 2023.

The Group's contract liabilities pertain to advance payments from customers amounting to nil and nil as at September 30, 2024 and December 31, 2023, respectively, as disclosed in Note 17.

## 22. COST OF SALES

Components of cost of sales account are as follows:

For the Nine Months ended September 30			
		2024	2023
		(Unaudited)	Unaudited)
Raw materials, spare parts, supplies and other inventories used and changes in inventories	\$	20,064,377	\$ 29,662,234
Salaries, wages and employees' benefits - Note 26		5,274,453	5,644,575
Depreciation and amortization - Notes 14, 15 and 16		4,145,394	4,375,268
Inward freight and duties and others		2,274,893	1,246,903
Utilities		2,536,975	3,129,728
	\$	34,296,091	\$ 44,058,708

Provision for inventory obsolescence, as disclosed in Note 9, recognized as cost of sales.

## 23. OPERATING EXPENSES

The account is composed of the following expenses:

For the Nine Months ended September 30			
		2024	2023
		(Unaudited)	Unaudited)
Salaries, wages and employees' benefits - Note 23	\$	2,940,958	\$ 4,534,373
Commissions		594,142	728,086
Professional fees		421,582	661,977
Utilities		323,193	215,368
Transportation and travels		208,817	154,665
Office supplies		126,029	30,320
Taxes and licenses		111,569	228,528
Insurance premiums		92,864	86,238
Entertainment, amusement and recreation		51,033	89,353
Depreciation and amortization - Notes 10, 11, 12, 13		38,095	44,388
Others		2,162,841	463,610
	\$	7,071,122	\$ 7,236,905

Professional fees pertain to retainer's fee, legal fees and consultancy fees.

Other expenses pertain to repairs and maintenance and bank charges. In 2022, others include wrote off of financial asset at FVTPL amounting to \$568, as disclosed in Note 10. In 2023, others also include write-off of trade receivable amounting to \$1,152,822, as disclosed in Note 8.

## 24. LEASE AGREEMENTS

The Group has leases for its land. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the consolidated statements of financial position as a right-of-use assets and a lease liabilities. Variable lease

payments which do not depend on an index or a rate (such as lease payments based on a percentage of Group's sales) are excluded from the initial measurement of the right-of-use assets and lease liabilities.

## **24.01 The Group as a Lessee**

### **24.01.01 Cirtek Land Corporation**

The Group entered into a lease agreement with Cirtek Land Corporation (CLC), a related party, for piece of land located at 116 East Main Avenue, Phase V SEZ, Laguna Technopark, Binan Laguna consisting of 6,674 square meters, more or less. On January 1, 2019, the Group entered into an agreement with CLC to lease the land where Building 1 is erected. The agreement calls for a fixed annual rate of \$12,189 for a period of 16 years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may be mutually agreed upon. The Group is required to pay security deposit and advanced rental equivalent to one (1) month' rent amounting to \$1,016. These shall be applied to last one (1) month's rent and unpaid bills, or refunded upon termination of lease contract.

### **24.01.02 Cayon Holdings, Inc.**

The Group entered into a lease agreement with Cayon Holdings, Inc (Cayon), a related party, for piece of land located at 116 East Main Avenue, Phase V SEZ, Laguna Technopark, Binan Laguna consisting of 6,064 square meters, more or less. On January 1, 2019, the Group entered into an agreement with CHI to lease the land where Building 2 is erected. The agreement calls for a fixed annual rate of \$11,075 for a period of five (5) years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may be mutually agreed upon. The Group is required to pay security deposit and advanced rental equivalent to one (1) month' rent amounting to \$923. These shall be applied to last one (1) month's rent and unpaid bills, or refunded upon termination of lease contract.

Rental security deposits amounted to \$1,127,439 and \$1,134,033 as of September 30, 2024 and December 31, 2023, respectively, as disclosed in Notes 16.

### **24.01.03 Eastman Kodak Company**

On February 7, 2021, the Group entered into lease agreement with Eastman Kodak Company for a lease of manufacturing plant in Eastman Business Park, Rochester, Monroe County, New York. The agreement calls for a fixed annual rate of \$11,287 for a period of three (3) years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may be mutually agreed upon.

As of September 30, 2024 and December 31, 2023, the Group's ROU assets amounted to \$122,465 and \$208,853, respectively, as disclosed in Note 15.

## **25. EMPLOYEE BENEFITS**

Aggregate employee benefits expense comprised:

	For the Nine Months ended September 30	
	2024	2023
	(Unaudited)	Unaudited)
Short-term benefits ( Note 25.01)	7,964,704	\$ 9,927,418
Retirement benefits -( Note 25.02)	250,707	251,529
	\$ 8,215,410	\$ 10,178,947

## 25.01 Retirement Employee Benefits

### 25.02.01 Defined Benefit Plan

CEC has a funded, noncontributory defined benefit retirement plan administered by the Board of Directors while CATS – Philippine Branch has an unfunded and non-contributory defined benefit retirement plan, with both entities covering all regular employees. Retirement benefits costs are determined in accordance with an actuarial study and are based on the employees' years of service and monthly basic salary. CEIC has not established a retirement plan while the Parent Company and RBWRP have no employees.

Under the existing regulatory framework, R.A. 7641 requires provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided, however, that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

### 25.01.02 Retirement Benefit Costs

Below are the summarized components of retirement benefit costs recognized in consolidated statements of comprehensive income:

	September 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Current service cost	\$ 250,707	\$ 149,109
Net interest cost		131,365
	\$ 250,707	\$ 280,474

### 25.01.03 Retirement Benefit Obligation

Below are the summarized components of retirement benefit obligation recognized in consolidated statement of financial position:

	September 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Present value of defined benefit obligation	\$ 2,166,512	\$ 2,610,386
Fair value of plan assets	(196,185)	(443,874)
	1,970,328	2,166,512

## 26. OTHER INCOME (EXPENSES) – net

The account is composed of the following:

	For the Nine Months ended September 30	
	2024	2023
	(Unaudited)	Unaudited)
Foreign exchange gains (losses)- net	\$ 244,853	391,145
Gain/(loss) on sale of asset	91,543	
Others - net	(191,901)	2,212
	\$ 144,496	393,358

## 27. INCOME TAXES

### 27.01 CEC

On March 24, 1998, the Philippine Economic Zone Authority (PEZA) approved CEC's registration as an ecozone export enterprise at the Laguna Technopark for the manufacture of standard integrated circuits, discrete, hybrid and potential new packages.

Beginning October 30, 2002, the manufacture and export of integrated circuits, discrete and hybrid transferred to PEZA from Board of Investments (where originally registered) and became subject to the 5% gross income tax incentive, as defined under

R.A. No. 7916, the law creating the PEZA.

The PEZA granted the Company an income tax holiday for its manufacture of plastic and ceramic leadless chip carriers from January 1, 2023 to December 31, 2023.

### 27.02 CATS - Philippine Branch

CATS - Philippine Branch was registered with PEZA as an Ecozone Export Enterprise to engage in the manufacture, fabrication and design of millimeter wave components and subsystems in a special economic zone to be known as the Carmelray Industrial Park I -Special Economic Zone (CIP I-SEZ and Laguna Technopark in accordance with the project study, representations, commitments and proposals set forth in its application forming integral parts, subject to the terms and conditions provided in its registration.

As a PEZA-registered entities, CEC and CATS – Philippine Branch are entitled to tax incentives equivalent to 5% of the gross income earned on its registered activities after the income tax holiday (ITH) of four years.

The PEZA granted the Company an income tax holiday for its manufacture of ADI RF load boards and other analog device products from April 1, 2023 to December 31, 2023

Details of income tax expense (benefit) are as follows:

	For the Nine Months ended September 30	
	2024	2023
	(Unaudited)	Unaudited)
Current	\$ 253,477	\$ 330,766
Deferred	-	-
	\$ 253,477	\$ 330,766

The provision for current income tax in nine months ended September 30, 2024 and 2023 pertains to the special rate of 5% on taxable gross income of CEC and CATS - Philippine Branch.

Based on the National Internal Revenue Code Sec 27, MCIT of two percent (2%) of the gross income as of the end of taxable year is imposed on corporation beginning on the fourth taxable year immediately following the year in which such corporation started its commercial operation when the MCIT is greater than the regular corporate income computed for the taxable year. The Group is subject to MCIT beginning 2015.

## 28. EARNINGS (LOSS) PER SHARE

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings (loss) per share are as follows:

	For the Nine Months ended September 30	
	2024	2023
	(Unaudited)	Unaudited)
Net income to attributable to common shareholders of the Group	\$ (3,316,880)	\$ (496,546)
Weighted average number of ordinary shares for the purpose of basic earnings per share	668,505,825	668,505,825

The Group's earnings (loss) per share are \$(0.0050) and \$(0.0007) in 2024 and 2023, respectively.

As of September 30, 2024 and December 31, 2023, the Group has no potential dilutive common shares.

The weighted average number of common shares outstanding used in the calculation of EPS is based on the outstanding shares of the Group as adjusted with the effects of shares held by a subsidiary.

## 29. FAIR VALUE MEASUREMENTS

### 29.01 Fair Value of Financial Assets and Liabilities

As of September 30, 2024 and December 31, 2023, the carrying value of the Group's financial assets and liabilities, excluding financial assets at FVOCI because its fair value cannot be reliably measured, are equal to or approximate their respective fair value.

*Cash and cash equivalents, trade and other receivables, loans to employees presented under 'other current assets', trade and other payables (excluding contract liabilities and others), short-term loans, dividend payables and due to related parties*

The carrying amounts approximate fair value since these are mostly short-term in nature or due and demandable.

*Other financial assets at amortized cost*

The fair value of financial assets at amortized cost that are actively traded in organized financial markets is determined by reference to quoted market bid prices, at the close of business on the reporting date or last trading day as applicable (Level 1).



### *Miscellaneous deposits*

The miscellaneous deposits are carried at cost since the timing and related amounts of future cash flows cannot be reasonably and reliably estimated for purposes of establishing its fair value using an alternative valuation technique.

### *Lease liabilities*

The fair value of lease liabilities is based on the discounted value of future cash flows using the applicable rates for similar types of loans. Discount rate used was 5.0% to 5.5% in both years (Level 3).

### *Long-term Loans*

The fair value of long-term loans is based on the discounted value of future cash flows using the applicable rates for similar types of loans. Discount rate used was 7.5% in both years (Level 3).

September 30, 2024 (Unaudited)					
	Level 1	Level 2	Level 3	Total	
Financial assets measured at fair value:					
Other financial assets at amortized cost	\$ 479,608	\$ -	\$ -	\$	479,608
Long-term loans	-	-	23,243,964		23,243,964

December 31, 2023 (Audited)					
	Level 1	Level 2	Level 3	Total	
Financial assets measured at fair value:					
Other financial assets at amortized cost	\$ 479,468	\$ -	\$ -	\$	479,468
Long-term loans	-	-	29,782,212		29,782,212

## **30. FINANCIAL RISK MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES**

The Group's principal financial instruments comprise of cash, short term loans and long-term loans. The main purpose of these consolidated financial statements is to support the Group's operations. The Group has various other financial instruments such as trade and other receivables, due from related parties and loans to employees, security deposits (presented as part of prepayment and other current assets), rental deposits, loans to employees and miscellaneous deposits (presented under other noncurrent assets), trade and other payables, due to related parties which generally arise directly from its operations.

### **30.01 Credit Risk Management**

The BOD is mainly responsible for the overall risk management approach and for the approval of risk strategies and principles of the Group.

The main risks arising from the financial instruments of the Group are credit risk, liquidity risk and foreign currency risk. The Group's management reviews and approves policies for managing each of these risks and they are summarized below:

### *Credit Risk*

Credit risk is the risk that the Group will incur a loss because its customers or counterparties failed to discharge their contractual obligations.

The Group trades only with recognized, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit items are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

For cash in bank, other receivables, due from related parties, rental deposits, loans to employees and miscellaneous deposits, the Group applies the low credit risk simplification where the Group measures the ECL on a 12-month basis based on the probability of default and loss given default which are publicly available. The Group also evaluates the credit rating of the bank and other counterparties to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Group considers its cash in banks as high grade since these are placed in financial institutions of high credit standing. For other receivables, amounts owed by related parties various deposits, loans to employees, the Group considers this as high to medium grade as the counterparties are of high credit standing. Accordingly, ECLs relating to those debt instruments round to nil.

For trade receivables, an impairment analysis is performed at each reporting date using a provision matrix to measures ECLs. The provision rates are based on days past due for groupings of customers segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money, and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecast of future economic conditions.

In its ECL model, the Group relies on a broad range of forward-looking information as economic inputs, such as:

- Gross domestic products
- Inflation rates

The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the consolidated financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material. Based on the Group's credit risk experience, expected credit loss rate increases as the age of receivables increase.

On the other hand, the Group considers its amounts owed by related parties as medium grade due to assured collectability through information from the related parties' sources of funding. No ECLs relating to these debt instruments was recognized.

The aging per class of financial assets and expected credit loss as of September 30, 2024 and December 31, 2023 are follows:

**September 30, 2024 (Unaudited):**

	12-Month ECL	Lifetime ECL Not Credit Impaired	Lifetime ECL Not Credit Impaired	Simplified Approach	Total
<b>Amortized cost</b>					
Cash and cash equivalents	\$ 15,089,896	\$ -	\$ -	\$ -	\$ 15,089,896
Trade and other receivables	-		741,012	42,139,639	42,880,651
Amounts owed by related parti	193,216				193,216
Other current assets:					-
Loans to employees	363,693				363,693
Security deposits	45,818				45,818
Other financial assets at					-
amortized cost	479,608				479,608
Rental deposits	1,127,439				1,127,439
Miscellaneous deposits	329,626				329,626
	<b>\$ 17,629,294</b>	<b>\$ -</b>	<b>\$ 741,012</b>	<b>\$ 42,139,639</b>	<b>\$ 60,509,945</b>

Set out below is the information about the credit risk exposures of the Group's financial assets using a provision matrix as of September 30, 2024.

**Trade receivables and other receivables**

	Days past due					Impaired Financial Assets	Total
	Current	<30 days	30-60 days	61-90 days	>91 days		
Expected credit loss rate	0%	0%	0%	0%	0%	18.88%	
Estimated total gross							
carrying amount at default	\$ 32,037,053	\$ 1,262,033	\$ 1,490,128	\$ 1,014,797	\$ 2,411,757	\$ 3,923,872	\$ 42,139,639
Expected credit loss	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 741,012	\$ 741,012

**December 31, 2023 (Audited)**

	12-Month ECL	Lifetime ECL Not Credit Impaired	Lifetime ECL Not Credit Impaired	Simplified Approach	Total
<b>Amortized cost</b>					
Cash and cash equivalents	\$ 36,703,356				\$ 36,703,356
Trade and other receivables			741,012	32,615,790	33,356,802
Amounts owed by related parti	194,346				194,346
Other current assets:					-
Loans to employees	561,233				561,233
Security deposits	45,818				45,818
Other financial assets at					-
amortized cost	479,468				479,468
Other noncurrent assets:					-
Rental deposits	1,134,033				1,134,033
Miscellaneous deposits	154,842				154,842
	<b>\$ 39,273,096</b>	<b>\$ -</b>	<b>\$ 741,012</b>	<b>\$ 32,615,790</b>	<b>\$ 72,629,898</b>

Set out below is the information about the credit risk exposures of the Group's financial assets using a provision matrix as of December 31, 2023.

Trade receivables and other receivables

	Days past due					Impaired Financial Assets	Total
	Current	<30 days	30-60 days	61-90 days	>91 days		
Expected credit loss rate	0%	0%	0%	0%	0%	17.72%	
Estimated total gross carrying amount at default	\$ 23,535,956	\$ 418,767	\$ 203,889	\$ 370,765	\$ 4,645,242	\$ 4,182,183	\$ 33,356,802
Expected credit loss	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 741,012	\$ 741,012

September 30, 2024 (Unaudited)

	Days Past Due						Net of ECL
	Current	<30 days	30-60 days	61-90 days	>91 days	ECL	
Cash and cash equivalents	\$ 15,089,896	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 15,089,896
Trade and other receivables	32,037,053	1,262,033	1,490,128	1,014,797	6,335,629	(741,012)	41,398,627
Amounts owed by related party	193,216						193,216
Other current assets:							
Loans to employees	363,693						363,693
Security deposits	45,818						45,818
Other financial assets at amortized cost	479,608						479,608
Other noncurrent assets:							
Rental deposits	1,127,439						1,127,439
Miscellaneous deposits	329,626						329,626
	\$ 49,666,348	\$ 1,262,033	\$ 1,490,128	\$ 1,014,797	\$ 6,335,629	\$ (741,012)	\$ 59,027,921

December 31, 2023 (Audited)

	Days Past due						Net of ECL
	Current	<30 days	30-60 days	61-90 days	>90 days	ECL	
Cash in banks and cash equivalents	\$36,703,356	\$ -	\$ -	\$ -	\$ -	\$ -	\$36,703,356
Trade and other receivables	23,535,956	418,767	203,889	370,765	8,827,425	(741,012)	32,615,790
Due from parties	194,316	-	-	-	-	-	194,316
Other Current assets:							
Loans to employees	561,233	-	-	-	-	-	561,233
Security Deposit	45,818	-	-	-	-	-	45,818
Other financial asset at amortized cost	479,468	-	-	-	-	-	479,468
Other noncurrent assets							
Rental deposit	1,134,033	-	-	-	-	-	1,134,033
Miscellaneous deposits	154,842	-	-	-	-	-	154,842
	\$62,809,022	\$418,767	\$203,889	\$370,765	\$8,827,425	\$ (741,012)	\$71,888,856

The tables below summarize the credit quality per class of the Group's financial assets that are neither past due nor impaired:

**September 30, 2024 (Unaudited)**

	Neither Past due nor Impaired			
	High Grade	Medium Grade	Low Grade	Total
Cash and cash equivalents	\$ 15,089,896	\$ -	\$ -	\$ 15,089,896
Trade and other receivables	42,880,651	-	-	42,880,651
Due from related parties		193,216	-	193,216
Other current assets:				
Loans to employees	363,693	-	-	363,693
Security deposits	45,818	-	-	45,818
Other financial assets at amortized cost	479,608	-	-	479,608
Other noncurrent assets:				
Rental deposits	1,127,439	-	-	1,127,439
Miscellaneous deposits	329,626	-	-	329,626
	<b>\$ 60,646,356</b>	<b>\$ 193,216</b>	<b>\$ -</b>	<b>\$ 60,839,571</b>

**December 31, 2023 (Audited)**

	Neither Past due nor Impaired			
	High Grade	Medium Grade	Low Grade	Total
Cash and cash equivalents	\$ 36,703,356	\$ -	\$ -	\$ 36,703,356
Trade and other receivables	23,535,956	-	-	23,535,956
Due from parties		194,346	-	194,346
Other current assets:				
Loans to employees	561,233	-	-	561,233
Security deposits	45,818	-	-	45,818
Other financial assets at amortized cost	479,468	-	-	479,468
Other noncurrent assets:				
Miscellaneous deposits	154,842	-	-	154,842
Rental deposits	1,134,033	-	-	1,134,033
	<b>\$ 62,614,706</b>	<b>\$ 194,346</b>	<b>\$ -</b>	<b>\$ 62,809,052</b>

High grade – These are receivables which have a high probability of collection (the counterparty has the apparent ability to satisfy its obligation and the security on the receivables are readily enforceable).

Medium grade – These are receivables where collections are probable due to the reputation and the financial ability of the counterparty to pay and that have history of sliding beyond the credit terms but pay within 60 days.

Low grade – These are receivables where the counterparty's capability of honoring its financial obligation is doubtful.

***Liquidity Risk***

Liquidity risk is the risk that the Group may encounter difficulties in raising funds to meet commitments from financial instruments. Liquidity risk may result from a

counterparty's failure on repayment of a contractual obligation or inability to generate cash inflows as anticipated.

The Group maintains sufficient cash to finance its operations and major capital expenditures and satisfy its maturing obligations. It may also from time to time seek other sources of funding, which may include debt or equity financing, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

The table below summarize the maturity analysis of the Group's financial assets used for liquidity management and financial liabilities based on contractual undiscounted payments:

**September 30, 2024 (Unaudited)**

	On Demand	Less than one (1) year	One (1) to two (2) years	More than two (2) years	Total
Cash and cash equivalents	\$ 15,089,896	\$ -	\$ -	\$ -	\$ 15,089,896
Trade and other receivables		42,880,651	-	-	42,880,651
Due from related parties	193,216	-	-	-	193,216
Other current assets:	<b>\$ 15,283,111</b>	<b>\$ 42,880,651</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 58,163,762</b>
Trade and other payables					-
Trade payables	\$ -	\$ 17,311,398	\$ -	\$ -	\$ 17,311,398
Accrued expenses	-	3,824,702	-	-	3,824,702
Short term loans	-	8,333,794	-	-	8,333,794
Due to related parties	669,362	-	-	-	669,362
Long term debts	-	2,121,457	2,612,181	18,510,327	23,243,964
	<b>\$ 669,362</b>	<b>\$ 31,591,351</b>	<b>\$ 2,612,181</b>	<b>\$ 18,510,327</b>	<b>\$ 53,383,220</b>

**December 31, 2023 (Audited)**

	On Demand	Less than one (1) year	One (1) to two (2) years	More than two (2) years	Total
Financial Assets					
Cash and cash equivalents	\$ 36,703,356				\$ 36,703,356
Trade and other receivables		33,356,802			33,356,802
Due from related parties	194,346				194,346
Other current assets:	<b>\$ 36,897,701</b>	<b>\$ 33,356,802</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 70,254,504</b>
Trade and other payables:					
Trade payables	\$ -	\$ 16,060,818			\$ 16,060,818
Accrued expenses		3,723,870			3,723,870
Short term loans		13,550,797			13,550,797
Due to related parties	876,075				876,075
Long term debts		8,644,426	7,200,000	13,937,786	29,782,212
	<b>\$ 876,075</b>	<b>\$ 41,979,911</b>	<b>\$ 7,200,000</b>	<b>\$ 13,937,786</b>	<b>\$ 63,993,772</b>

The Group uses the US dollar as its functional currency and is therefore exposed to foreign exchange movements. The Group follows a policy to manage its currency risk by closely monitoring its cash flow position and by providing forecast on all other exposures in non-US dollar currencies.

### 31. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

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

The Group's manages its capital structure, which pertains to its equity as shown in the consolidated statement of financial position, and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made to the objectives, policies or processes in 2022.

The Group considers the following as capital:

	<b>September 2024</b>	<b>December 2023</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
Common stock	\$ 14,562,067	\$ 14,562,067
Preferred stock	3,925,528	3,925,528
Stock Warrants	-	6,458,070
Additional paid-in-capital	186,184,391	179,726,321
Equity reserve	4,030,214	4,030,214
Remeasurement	266,343	266,343
Retained Earnings	2,209,626	5,526,506
Parent company shares held by a subsidiary	(13,425)	(13,425)
	<b>\$ 211,164,744</b>	<b>214,481,624</b>

As of September 30, 2024 and December 31, 2023, the Group is subject to quantitative loan covenants and financial ratios on its long-term loans.

As of September 30, 2024 and December 31, 2023, the Group was able to meet its capital requirements and management objectives.

### 32. EQUITY

Components of issued capital are as follows:

	<b>September 2024</b>	<b>December 2023</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
Common shares (Note 33.01)	\$ 14,562,067	\$ 14,562,067
Preferred shares (Note 33.02)	3,925,528	3,925,528
Stock warrants	-	6,458,070
Additional Paid-in Capital	186,184,391	179,726,321
	<b>\$ 204,671,986</b>	<b>\$ 204,671,986</b>

### 32.01 Common Shares

Shown below are the details of common shares as September 30, 2024 and December 31 2023:

	September 2024 (Unaudited)		December 2023 (Audited)	
	Shares	Amount	Shares	Amount
Authorized				
Common shares, P1.00 par value	1,200,000,000	\$ 24,053,400	1,200,000,000	\$ 24,053,400
Issued and fully paid				
Balance, January 1	668,505,825	\$ 14,562,067	668,505,825	\$ 14,562,067
Issuances	-	-	-	-
Balance,	668,505,825	\$ 14,562,067	668,505,825	\$ 14,562,067

On November 18, 2011, the Group listed with the PSE its common stock, wherein it offered 42,163,000 shares to the public at issue price of P7 per share. The total proceeds with issuance of new shares amounted to P295.1 million (\$6.8 million). The Group incurred transaction costs incidental to the IPO amounting P47.3 million (\$1.1 million), which was charged against "Additional paid-in capital" in the 2011 statement of financial position. As of December 31, 2011, the Parent Company has 162,163,000 issued common shares.

In 2021, CEC sold the Parent Company shares amounting to \$810,281. Accordingly, transfer of cumulative net changes in fair value to retained earnings amounted to \$23,940,346.

As of September 30, 2024 and December 31, 2023, the carrying value of Group shares held by a subsidiary amounted to \$13,425 and \$13,425, respectively.



## Stock Rights Offering

The Board of Directors and stockholders of Parent Company, in their special meetings held on September 28, 2020 and November 27, 2020, respectively, approved the following:

1. The approval to offer to all eligible stockholders of record of the Parent Company, as of the date to be set by its management in accordance with existing law and regulations (the 'Record Date'), rights to subscribe (the "Rights Offer") to the common shares of the Parent Company (the 'Rights Shares') with a bonus detachable warrant for each Rights Share (the 'Detachable Warrant'), subject to: (i) the approval of the increase in the Corporation's authorized capital stock; (ii) the registration or exemption requirements, whichever may be applicable, of the Securities and Exchange Commission ('SEC'); and (iii) the listing requirements of the Philippine Stock Exchange ('PSE').
2. The approval of the authority of any one (1) of the Chairman of the Board, the President, the Chief Financial Officer, and/or other senior officers of the Parent Company to fix the terms and conditions of the Rights Offer, including, but not limited to, the final issue size which shall be up to 250,000,000 common shares, the entitlement ratio, the offer price, the payment terms, the terms of the detachable warrant including the exercise price, the procedure for lodging the application to subscribe, the details and procedures for the various rounds of offer including the treatment of rump shares, as applicable, the Record Date and other relevant dates, and other terms, without the necessity of obtaining further approval from the stockholders and Board of Directors (BOD).

On January 6, 2021, the BOD passed resolutions approving a new the conduct of a Stock Rights Offering with issuance of bonus detachable warrants, which approval was refreshed on February 5, 2021.

On June 23, 2021, the Board of Directors of the Philippine Stock Exchange, Inc. in its meeting approved, the application of the Company to list up to 250,000,000 common shares (the "Right Shares"), with a par value of ₱1.00 per share, to cover its Stock Rights Offering ("SRO") to all stockholders as of the proposed record date, at an Offer Price of ₱4.50 to ₱7.25 per Right Share, as well as its application to list up to 250,000,000 Bonus Detachable Warrants ("Detachable Warrants"), free of charge, with up to 250,000,000 underlying common shares at Exercise Price of ₱4.50 to ₱7.25.

The original offer period of the SRO is for the period of July 12 to 22, 2022. However, the Office of the President recently issued Proclamation No. 1189 declaring July 20, 2021 as a regular holiday in observance of Eid'l Adha. Thus, the Parent Company and the Joint Issue Managers and Lead Underwriters agreed to extend the offer period for the SRO until July 23, 2021 (originally set to end on July 22, 2021). The SEC-Markets and Securities Regulation Department confirmed to the Parent Company on July 16, 2021 that it has no objection to the extension of the offer period.

In 2021, proceeds from issuance of common stock amounted to \$20,864,536. As of December 31, 2023 and 2022, stock warrants amounted to \$6,458,070.

## 32.02 Preferred Shares

Details of Group's redeemable preferred shares are as follows:

	2024 (Unaudited)		2023 (Audited)	
	Shares	Amount	Shares	Amount
Authorized				
Preferred shares A, ₱0.10 par value	700,000,000	\$ 1,587,734	700,000,000	\$ 1,587,734
Preferred shares B-1, ₱1.00 par value	70,000,000	1,587,734	70,000,000	1,587,734
Preferred shares B-2, ₱1.00 par value	360,000,000	7,481,141	360,000,000	7,481,141
	<b>1,130,000,000</b>	<b>10,656,609</b>	<b>1,130,000,000</b>	<b>10,656,609</b>
Issued and fully paid				
Balance, January 1				
Preferred shares A	700,000,000	946,863	700,000,000	946,863
Preferred shares B-1	70,000,000	342,399	70,000,000	342,399
Preferred shares B-2	67,000,000	1,326,733	67,000,000	1,326,733
Preferred shares B-2B	20,000,000	416,145	20,000,000	416,145
Preferred shares B-2C	16,936,400	332,093	16,936,400	332,093
Preferred shares B-2D	28,625,500	561,295	28,625,500	561,295
Issuances				
Preferred shares B-2C	-	-	-	-
Preferred shares B-2D	-	-	-	-
Balance, December 31				
Preferred shares A	700,000,000	946,863	700,000,000	946,863
Preferred shares B-1	70,000,000	342,399	70,000,000	342,399
Preferred shares B-2	67,000,000	1,326,733	67,000,000	1,326,733
Preferred shares B-2B	20,000,000	416,145	20,000,000	416,145
Preferred shares B-2C	16,936,400	332,093	16,936,400	332,093
Preferred shares B-2D	28,625,500	561,295	28,625,500	561,295
Balance, December 31	<b>902,561,900</b>	<b>\$ 3,925,528</b>	<b>902,561,900</b>	<b>\$ 3,925,528</b>

In 2015, the 400,000,000 preferred shares at par value of ₱0.10 were subscribed by Camerton, a principal shareholder of the Parent Company.

On September 8, 2017, the Parent Company's BOD, by majority vote, approved the amendment in the Parent Company's articles of incorporation to increase the Parent Company's authorized capital stock by ₱300,000,000, or:

- a) From ₱560,000,000, consisting of:
  - i. ₱520,000,000 worth of common shares divided in to 520,000,000 common shares with par value of ₱1.00 per share; and
  - ii. ₱40,000,000 worth of preferred shares divided into 400,000,000 Preferred A shares with par value of ₱0.10 per share.
- b) To ₱860,000,000 consisting of:
  - i. ₱520,000,000 worth of common shares divided into 520,000,000 common shares with par value of ₱1.00 per share;
  - ii. ₱70,000,000 worth of Preferred A shares divided into 700,000,000 preferred A shares with par value of ₱0.10 per share; and
  - iii. ₱270,000,000 worth of preferred B shares with par value of ₱1.00 per share. The Preferred B shares are further classified into the following series: (a) ₱70,000,000 worth of preferred B-1 shares, and (b) ₱200,000,000 worth of preferred B-2 shares, both having a par value of ₱1.00 per share.

On the same date, the additional 300,000,000 preferred A shares and 70,000,000 preferred B-1 shares shall be issued to and subscribed by Camerton at their par value of ₱0.10 per share and ₱1.00 per share, respectively. The Parent Company recognized preferred stock and additional paid-in capital amounting to \$0.1 million and \$0.3 million, respectively, net of subscriptions receivable. Preferred B-1 shares are not listed in the PSE.

On September 29, 2017, the Philippine SEC approved the Parent Company's application for the increase in authorized capital stock.

The features of the preferred A shares are (i) full voting rights, one vote for each share; (ii) preferred non-cumulative cash dividends at the rate of 1% of their par value per year, with no participation in further cash dividends which may be declared and paid to the common shares or any other class or series of shares; and (iii) the same stock dividends which may be declared and paid to the common shares or any other class or series of shares.

On September 15, 2017 and November 9, 2017, the Parent Company's BOD approved the following features, rights and privileges of preferred B-2 shares:

- a. Non-voting;
- b. Preferred, cumulative cash dividends of up to 6.125% of the issue price per year, at the discretion of the Parent Company's BOD, with no participation in further cash dividends which may be declared and paid to the common shares, provided that, other than the basis being their respective issue prices, the cash dividend rate for preferred B-1 shares and preferred A shares;
- c. The same stock dividends which may be declared and paid to the common shares;
- d. As and if approved by the Parent Company's BOD, redeemable in whole and not in part, at the sole option of the Parent Company at a price and at such time that the Parent Company's BOD shall determine;

In 2017, aggregate amount received from the issuance of preferred shares amounted to \$67,489,141. Related stock issuance cost amounted to \$775,635.

In 2018, partial payment received from subscription receivable on preferred shares A amounting to \$578,882.

The Board of Directors, in its special meeting held on September 1, 2020, approved the following:

1. The designation of Subseries of Preferred B-2 Shares Consisting of 33 Million Unissued Existing Preferred B-2 Shares to be denominated as Preferred B2 Subseries B Shares and to denominate the Preferred B2 shares issued in 2017 consisting of 67 Million Preferred B-2 Shares as Preferred B-2 Subseries A Shares.
2. Approval of the Terms and Conditions of the Preferred B-2 Subseries B Shares and the filing of Enabling Resolutions/Directors' Certificate with the Securities and Exchange Commission for the Preferred B-2 Subseries B Shares.
3. The offer for sale or subscription of up to 33 Million of its Preferred B-2 Subseries B Shares by way of private placement and offer to qualified buyers for an offer price of up to One US Dollar (\$1.00) per share, and the listing of such shares with the Philippine Stock Exchange.

On September 1, 2020, the Corporation disclosed that in its Special Meeting, the Board of Directors approved the following:

1. The designation of Subseries of Preferred B-2 Shares Consisting of 33 Million Unissued Existing Preferred B-2 Shares to be denominated as Preferred B-2 Subseries B Shares and to denominate the Preferred B-2 shares issued in 2017 consisting of 67 Million Preferred B2 Shares as Preferred B-2 Subseries A Shares.
2. Approval of the Terms and Conditions of the Preferred B-2 Subseries B Shares and the filing of Enabling Resolutions/Directors' Certificate with the Securities and Exchange Commission for the Preferred B-2 Subseries B Shares.
3. The offer for sale or subscription of up to 33 Million of its Preferred B-2 Subseries B Shares by way of private placement and offer to qualified buyers for an offer price of up to One US Dollar (\$1.00) per share, and the listing of such shares with the Philippine Stock Exchange.

On October 7, 2020, the SEC issued the Certificate of Filing of Enabling Resolution approving the Corporation's Enabling Resolutions designating the subseries of Preferred B-2 Shares, namely: Preferred B2 Subseries A and Preferred B2 Subseries B, and to allocate the 200,000,000 Preferred B-2 Shares as follows: (i) 67,000,000 Preferred

B-2 Subseries A Shares, and (ii) 33,000,000 Preferred B-2 Subseries B Shares, and the balance of 100,000,000 Preferred B-2 Shares shall be designated by the Board in subseries at a future date.

The Board of Directors, in its special meeting held on November 10, 2020, approved the subscription by Camerton, Inc. of up to 33,000,000 Preferred B2 Subseries B Shares of the Company at the subscription price of One US Dollar (\$1.00) per share.

The Board of Directors of TECH, in its special meeting held on December 2, 2020, approved the setting of the Dividend Rate of the Preferred B-2 Subseries B Shares to 6% per annum.

On December 21, 2020, the execution of the Subscription Agreement between TECH and Camerton, Inc. for the issuance of a total of ₱20,000,000,000 Preferred B-2 Subseries B Shares.

## Preferred Shares Offering

The Board of Directors of Parent Company, in its special meeting held on November 5, 2021, approved the following:

1. Approval of the allocation of additional Preferred Class B-2 Subseries C and D Shares

In line with the approved offering by way of primary offer of up to 70,000,000 cumulative, non-participating, non-voting, non-convertible, perpetual and redeemable peso-denominated Preferred Class B-2 shares with par value of Php 1.00 per share at an offer price of P50.00 per share, the Board approved the further allocation of the authorized and unissued Preferred Class B-2 Shares of Parent Company as follows: (i) up to 10,000,000 Preferred Class B-2 Subseries B Shares as Preferred Class B-2 Subseries C Shares; and (ii) up to 30,000,000 Preferred Class B-2 Shares as Preferred Class B-2 Subseries D Shares, bringing the total number of unissued and outstanding Preferred Class B-2 Subseries C Shares is up to 60,000,000 and the total number of unissued and outstanding Preferred Class B-2 Subseries D Shares is up to 50,000,000.

The Parent Company also clarified that the allocation of the up to 60,000,000 Preferred Class B-2 Subseries C Shares is not only as part of the Base Offer of 50,000,000 Preferred Class B-2 Shares but also in the event of oversubscription and that the allocation of up to 50,000,000 Preferred Class B-2 Subseries D Shares is not only in the event of oversubscription but as part of the Base Offer.

2. Approval of the updated terms and conditions of the Preferred Class B-2 Subseries C and D Shares

The Board approved the updated terms and conditions of the Preferred Class B-2 Subseries C and D Shares as set forth in PNB Capital and Investment Corporation's latest Indicative Term Sheet as of November 3, 2021.

3. Approval and clarification of the offering and listing of the Preferred Class B-2 Subseries C and D Shares

The Board approved and clarified its authority to offer for sale or subscription up to P2,500,000,000 or \$50,000,000 in aggregate issue value, consisting of up to 50,000,000 Preferred Class B-2 Shares, composed of Preferred Class B-2 Subseries C and/or D Shares (the "Base Offer Shares"), by way of private placement, offer to qualified buyers and/or public offering at an offer price of P50.00 per share and that in the event of oversubscription, PNB Capital, the Sole Issue Manager, Lead Underwriter and Sole Bookrunner, in consultation with the Corporation, has the right (but not the obligation) to offer up to an additional 20,000,000 Preferred Class B-2 Shares, composed of Preferred Class B-2 Subseries C and/or D Shares (the "Oversubscription Shares"), equivalent to an additional aggregate issue value of up to P1,000,000,000 or \$20,000,000 at an offer price of P50.00 per share.

The Board also reiterated and clarified its authority to register the Base Offer Shares and/or Oversubscription Shares with the SEC and list the same in The Philippine Stock Exchange, Inc. ("PSE"), subject to compliance with SEC regulations and PSE listing rules.

On November 24, 2021, the SEC issued Order of Registration and Certificate of Permit to Sell in relation to the Company's registration of follow-on offering of 30,000,000 Preferred Class B-2 Shares (the "Base Offer Shares") with an over-subscription option of up to 20,000,000 Preferred Class B-2 Shares at an offer price of P50.00 per Preferred Class B-2 Shares and to be offered as either Subseries "C" or "D" (the "Offer").

The offer period will run from November 25, 2021 to December 3, 2021 with target issue date and listing date at the PSE on December 14, 2021.

In September 30, 2024 and December 31, 2023, proceeds from issuance of preferred stock amounted to nil, and nil, respectively.

### 32.03 Retained Earnings

The Group's BOD has declared the following dividends to its equity holders:

<b>Date of declaration</b>	<b>Date of record</b>	<b>Dividend per share</b>	<b>Shares outstanding</b>	<b>Total Dividends</b>
<b>2024</b>				
March 8, 2024				
Preferred B-2	March 8, 2024	\$ 0.0228125	67,000,000	\$ 1,528,434
Preferred B-2B	March 20, 2024	0.0250000	20,000,000	500,000
Preferred B-2C	March 14, 2024	0.8233000	16,936,400	247,752
Preferred B-2D	March 14, 2024	0.9688250	28,625,500	492,761
June 8, 2024				
Preferred B-2	June 10, 2024	\$ 0.0228125	67,000,000	1,528,434
Preferred B-2B	June 18, 2024	0.0250000	20,000,000	500,000
Preferred B-2C	June 14, 2024	0.8233000	16,936,400	236,864
Preferred B-2D	June 14, 2024	0.9688250	28,625,500	471,107
September 8, 2024				
Preferred B-2	September 10, 2024	\$ 0.0228125	67,000,000	1,528,434
Preferred B-2B	September 18, 2024	0.0250000	20,000,000	500,000
Preferred B-2C	September 14, 2024	0.8233000	16,936,400	249,476
Preferred B-2D	September 14, 2024	0.9688250	28,625,500	496,191
				<b>\$ 8,279,455</b>
<b>2023</b>				
March 8, 2023				
Preferred B-2	March 8, 2023	\$ 0.0228125	67,000,000	\$ 1,528,435
Preferred B-2B	March 20, 2023	0.0150000	20,000,000	300,000
Preferred B-2C	March 14, 2023	0.0182496	16,936,400	309,083
Preferred B-2D	March 14, 2023	0.0182496	28,625,500	522,405
June 8, 2023				
Preferred B-2	June 8, 2023	\$ 0.0228125	67,000,000	1,528,435
Preferred B-2B	June 19, 2023	0.0150000	20,000,000	300,000
Preferred B-2C	June 14, 2023	0.0180629	16,936,400	305,921
Preferred B-2D	June 14, 2023	0.0180629	28,625,500	517,060
September 8, 2023				
Preferred B-2	September 8, 2023	\$ 0.0228125	67,000,000	1,528,434
Preferred B-2B	September 18, 2023	0.0250000	20,000,000	500,000
Preferred B-2C	September 14, 2023	0.0175559	16,936,400	297,333
Preferred B-2D	September 14, 2023	0.0175559	28,625,500	502,546
December 8, 2023				
Preferred B-2	December 11, 2023	\$ 0.0228125	67,000,000	1,528,434
Preferred B-2B	December 18, 2023	0.0250000	20,000,000	500,000
Preferred B-2C	December 14, 2023	0.0179963	16,936,400	304,792
Preferred B-2D	December 14, 2023	0.0179963	28,625,500	515,152
				<b>\$ 10,988,032</b>

In September 2024 and December 2023, amounts of dividends declared were \$8,279,455 and \$10,988,032, respectively.

In September 2024 and December 2023, cash dividends paid amounted to \$8,279,455 and \$11,114,987, respectively. Accordingly, as of September 2024 and December 2023, dividends payable amounted to nil and nil, respectively.

Retained earnings are further restricted for the payment of dividends to the extent of unrealized foreign exchange gains except those attributable to cash, net fair value gain on investment properties, deferred income tax assets recognized that reduced the income tax expense and increased net income and retained earnings, and other unrealized gains or adjustments as of September 30, 2024 and December 31, 2023.

### 33. Dividends per share on common stock

	For the Nine Months ended September 30	
	2024 (Unaudited)	2023 Unaudited)
Dividends declared on Common shares	\$ -	\$ -
Weighted average number of common shares outstanding	668,505,825	668,505,825
Basic and diluted EPS	\$ -	\$ -

### 34. EVENTS AFTER THE REPORTING PERIOD

#### 34.01 Dividend Declaration

The Board of Directors of TECH, in its regular meeting held on January 19, 2024, approved the following:

Declaration of cash dividends of the following shares:

##### a. Preferred A Shares (Unlisted)

Declaration of cash dividend of USD 0.000012196 per share for each of the 700,000,000 issued and outstanding Preferred A Shares amounting to an aggregate sum of USD 8,537, for payment and distribution on March 8, 2024 to shareholders of record as of February 22, 2024. The cash dividend shall be paid in Philippine Pesos at the Bangko Sentral ng Pilipinas ("BSP") exchange rate one day prior to payment date.

##### b. Preferred B-1 Shares (Unlisted)

Declaration of cash dividend of ₱0.06125 per share for each of the 70,000,000 issued and outstanding Preferred B-1 Shares amounting to an aggregate sum of ₱4,287,500 for payment and distribution on March 8, 2024 to shareholders of record as of 22 February 22, 2024.

##### c. Preferred B-2 Subseries A Shares ("Preferred B-2A Shares")

Declaration of cash dividend of USD 0.0228125 per share for each of the 67,000,000 outstanding and issued Preferred B-2A Shares amounting to an aggregate sum of USD 1,528,438, for each Dividend Period.

The schedule of the payment and distribution of the cash dividends of Preferred B-2A Shares shall be made to the entitled shareholders on the following dates:

- i. March 8, 2024 to shareholders of record as of February 22, 2024;
- ii. June 8, 2024 to shareholders of record as of May 24, 2024;
- iii. September 8, 2024 to shareholders of record as of August 23, 2024;

d. Preferred B-2 Subseries B Shares ("Preferred B-2B Shares")

Declaration of cash dividend of USD 0.025 per share for each of the 20,000,000 outstanding and issued Preferred B-2B Shares amounting to an aggregate sum of USD 500,000, for each Dividend Period.

The schedule of the payment and distribution of the cash dividends of Preferred B-2B Shares shall be made to the entitled shareholders on the following dates:

- i. March 18, 2024 to shareholders of record as of March 1, 2024;
- ii. June 18, 2024 to shareholders of record as of June 3, 2024;
- iii. September 18, 2024 to shareholders of record as of September 3, 2024;

e. Preferred B-2 Subseries C Shares and Preferred B-2 Subseries D Shares ("Preferred B-2C and Preferred B-2D Shares")

Declaration of cash dividend of ₱0.8233 per share for each of 16,936,400 outstanding and issued Preferred B-2 Subseries C Shares amounting to an aggregate sum of ₱13,943,738, and declaration of cash dividend of ₱0.968825 per share for each of the 28,625,500 outstanding and issued Preferred B-2 Subseries D Shares amounting to an aggregate sum of ₱27,733,100, for each Dividend Period.

The schedule of the payment and distribution of the cash dividends for each of Preferred B-2C and Preferred B-2D Shares shall be made to the entitled shareholders on the following dates:

- i. March 14, 2024 to shareholders of record as of February 28, 2024;
- ii. June 14, 2024 to shareholders of record as of May 30, 2024;
- iii. September 16, 2024 to shareholders of record as of August 30, 2024;



## Results of Operations

The Company's Consolidated Net Sales, Gross Profit, Net Income, EBITDA and EPS are provided in the following table:

	<b>For the Nine Months Ended September 30</b>	
	<b>2024</b>	2023
<i>In US\$ Thousand except EPS</i>	<b>(Unaudited)</b>	(Unaudited)
<b>NET SALES</b>	<b>\$48,511</b>	\$61,225
<b>COST OF SALES</b>	<b>(34,296)</b>	(44,059)
<b>GROSS PROFIT</b>	<b>14,215</b>	17,167
<b>NET INCOME</b>	<b>4,963</b>	7,643
<b>Basic/Diluted EPS</b>	<b>(\$0.005)</b>	(\$0.001)
<b>EBITDA</b>	<b>\$12,690</b>	\$16,587

***For the nine-month period ending September 30, 2024 compared to the nine-month period ending September 30, 2023***

### *Revenue*

The Company recorded consolidated revenue of US\$48.5 million for the nine months ending September 30, 2024, a decrease of 21% from US\$61.2 million for the same period in 2023. The decrease accounted for were mainly due to 17% decrease in revenue contribution of CEC; 46% decrease in revenue contribution of CATSI and 1% decrease in revenue contribution of Quintel.

Revenue contribution from Quintel for the nine-month period ending September 30, 2024 amounted to US\$15.8 million, a 1% decrease compared to the US\$16.0 million for same period in 2023.

Revenues from the RF/MW/mmW and antenna manufacturing business before consolidation for the nine months ending September 30, 2024 amounted to US\$9.0 million, a 46% decrease compared to the US\$16.6 million for same period in 2023.

Revenues from the semiconductor business amounted to US\$23.7 million for the nine-month period ending September 30, 2024 compared to US\$28.7 million for the same period in 2023 a 17% decrease.

### *Cost of Sales and Gross Margin*

The Company's cost of sales (COS) is composed of: raw materials, spare parts, supplies; direct salaries, wages and employees' benefits; depreciation and amortization; utility expenses directly attributable to production, freight and duties; and others. The Company's cost of sales decreased by 22% to US\$34.3 million for the nine months ending September 30, 2024 from US\$44.1 million for the same period in 2023. The decrease was mainly due to:

- Raw materials, spare parts, supplies and other inventories decreased by 32% to US\$20.1 million for the nine months ending September 30, 2024 from US\$29.7 million for the same period in 2023.
- Salaries, wages and employees' benefits decreased by 7% to US\$5.3 million for the nine months ending September 30, 2024 from US\$5.6 million for the same period in 2023.
- Depreciation and amortization decreased by 5% to US\$4.1 million for the nine months ending September 30, 2024 from US\$4.4 million for the same period in 2023.
- Utility expenses decreased by 19% to US\$2.5 million for the nine months ending September 30, 2024, from US\$3.1 million for the same period in 2023.

The Company's gross margin was 29% for the nine months ending September 30, 2024, 28% recorded for the same period in 2023.

### *Operating Expenses*

The Company's operating expenses for the nine months ending September 30, 2024 amounted to US\$7.1 million, 2% lower compared to the US\$7.2 million recorded during the same period in 2023. The significant decrease is due to:

- Salaries, wages and employees' benefits decreased by 35% to US\$2.9 million for the nine-months ending September 30, 2024 from US\$4.5 million for the same period in 2023.
- Commissions decreased by 18% to US\$594 thousand for the nine-months ending September 30, 2024 from US\$728 thousand for the same period in 2023.
- Professional fees decreased by 36% to US\$422 thousand for the nine-months ending September 30, 2024 from US\$662 thousand for the same period in 2023.
- Taxes and licenses decreased by 51% to US\$112 thousand for the nine-months ending September 30, 2024, from US\$229 thousand for the same period in 2023.
- Entertainment, amusement and recreation decreased by 43% to US\$51 thousand for the nine months ending September 30, 2024 from US\$89 thousand for the same period in 2023.
- Depreciation and amortization decreased by 14% to US\$38 thousand for the nine months ending September 30, 2024 from US\$44 thousand for the same period in 2023.

### *Income Before Income Tax*

For the nine months ending September 30, 2024, the Company recorded a net income before income tax of US\$5.2 million, a decrease of 35% compared with US\$8.0 million recorded for the same period in 2023.

### *Provision for / Benefit from Income Tax*

Provision for income tax for the nine-months ending September 30, 2024 amounted to US\$253 thousand, 23% lower compared with a provision for income tax of US\$331 thousand for the same period in 2023.

### *Net Income After Tax*

The Company's net income after tax for the nine months ending September 30, 2024 amounted to US\$5.0 million a decrease of 35% compared with US\$7.6 million for the same period in 2023.

### **Financial Condition**

#### ***For the nine-month period ending September 30, 2024 compared to the period ending December 31, 2023***

#### *Assets*

The Company's cash and cash equivalent for the nine months ending September 30, 2024 amounted to US\$15.1 million, compared with US\$36.7 million for the period ending December 31, 2023, a decreased of US\$21.6 million or 59%.

Trade and other receivables for the nine months ending September 30, 2024 amounted to US\$42.9 million, compared with US\$33.4 million for the period ending December 31, 2023, a 29% increased.

Inventory levels for the nine months ending September 30, 2024 amounted to US\$57.7 million, 3% lower compared with US\$59.4 million for the period ending December 31, 2023.

Amounts owed by related parties for the nine months ending September 30, 2024 amounted to US\$193 thousand compared to US\$194 thousand for the period ending December 31, 2023, a 1% decreased.

Non-current assets, comprised of Available-for-sale (AFS) financial asset, HTM investments, property, plant and equipment (PPE), intangible assets, deferred income taxes and other noncurrent assets for the nine months ending September 30, 2024 amounted to US\$145 million compared with US\$150 million for the period ending December 31, 2023, a decrease of 3%.

#### *Liabilities*

The Company's current liabilities is comprised of trade and other payables, short-term loans, long-term debt – current portion, amounts owed to related parties, and income tax payable. For the nine months ending September 30, 2024, current liabilities were at US\$28.6 million, compared with US\$44.0 million the period ending December 31, 2023, a decrease of 35%.

For the nine months ending September 30, 2024, the Company's non-current liabilities, comprised of long-term debt – net of current portion, retirement benefit obligation, and deferred income tax liability amounted to US\$26.1 million same with US\$26.3 million for the period ending December 31, 2023.

#### *Equity*

The Company's shareholders' equity for the nine months ending September 30, 2024 amounted to US\$211.2 million compared with US\$214.5 million for the period ending December 31, 2023.

## Liquidity and Capital Resources

For the nine months ending September 30, 2024, the Company's principal sources of liquidity were cash from sales of its products, bank credit facilities, proceeds from its corporate notes' issuances, and proceeds from its follow-on offering. The Company expects to meet its working capital, capital expenditure, dividend payment and investment requirements for the next 12 months primarily from the proceeds of the Company's follow-on offering, proceeds of the Company's corporate notes issuances, short-term credit facilities and cash flows from operations. It may also from time to time seek other sources of funding, which may include debt or equity financings, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

For the next 12 months, the Company plans to increase its production further by increasing volume deliveries to existing customers, entering into new production agreements, and expanding its customer base through new product introduction and aggressive sales and marketing activities.

The following table sets out the Company's cash flows for the nine months ending September 30, 2024 and the same period in 2023.

<i>In US\$ Thousands</i>	<b>For the nine months ending September 30</b>	
	<b>2024</b>	<b>2023</b>
Net cash flows provided by/ (used for) operating activities	2,147	8,536
Net cash flows provided by/ (used for) investing activities	(890)	(1,752)
Net cash flows provided by/ (used for) financing activities	(22,474)	(16,138)
Net increase (decrease) in cash equivalents	(21,613)	(9,466)

### *Net Cash Flows from Operating Activities*

Net cashflow used for operating activities was US\$2.1 million for the nine months ending September 30, 2024, compared with net cash inflow of US\$8.5 million for the same period in 2023.

### *Investing Activities*

Net cash outflow used for investing activities amounted to (US\$890) thousand for the nine months ending September 30, 2024.

### *Financing Activities*

Net cash flow from financing activities for the nine-months ending September 30, 2024 amounted to (US\$22.5 million). Major financing activities involved proceeds from availment of short-term loans, less acquisition of parent company shares by subsidiary, payment of cash dividends, payment of interest, payment of short-term and long-term loans, and net movement in amounts owed by and owed to related parties. For the same period in 2023 net cash flow from financing activities amounted to (US\$16.1 million).

**Material Changes to the Company's Unaudited Income Statement as of September 30, 2024 compared to the Unaudited Income Statement as of September 30, 2023 (increase/decrease of 5% or more)**

- 21% decrease in net sales  
-Decrease in revenue contribution of CEC, CATSI and Quintel
- 22% decrease in cost of sales  
- Decrease in raw materials, salaries, depreciation, utilities
- 2% decrease in operating expenses  
-Decrease in Salaries, wages and employees' benefits, Commissions, Professional fees, Taxes and licenses, Entertainment, and Depreciation and amortization
- 35% decrease in Income Before income Tax  
-Lower revenue

**Material Changes to the Company's Unaudited Balance Sheet as of September 30, 2024 compared to the Unaudited Balance Sheet as of December 31, 2023 (increase/decrease of 5% or more)**

- 59% decrease in Cash and Cash Equivalent  
-Decrease in net cash flow from investing activities
- 2% increase in Other Noncurrent Assets  
- Increase in advances to major suppliers
- 38% decrease in Short-term Loans  
-Additional payment of short-term credit facilities
- 69% Decrease in Income Tax Payable  
-Payment of income tax due

## KEY PERFORMANCE INDICATORS

The Company's top five (5) key performance indicators are listed below:

<i>Amounts in thousand US\$, except ratios, and were indicated</i>	<b>2023 Full Year</b>	<b>2023 Nine Months</b>	<b>2024 Nine Months</b>
EBITDA	20,869	16,587	12,690
EBITDA Margin	29%	27%	26%
Sales Growth/(Declined)	(14%)	(10%)	(21%)
Current Ratio (x)	3.06x	3.29x	4.23x
Earnings per share (US\$)	(0.004)	0.000	(0.005)

*Note:*

*\*Earnings per Share was calculated using CHPC's average outstanding common shares for the years 2024 and 2023*

*\*\*Earning per share was calculated less dividends for preferred shares which has a fixed amount per quarter*

### ▪ EBITDA and EBITDA Margin

Earnings before interest, tax, depreciation and amortization (EBITDA) provides an indication of the rate of earnings growth achieved.

The EBITDA margin shows earnings before interest, tax, depreciation and amortization as a percentage of revenue. It is a measure of how efficiently revenue is converted into EBITDA.

EBITDA and EBITDAR Margin are not measures of performance under PFRS, and investors should not consider EBITDA and EBITDA Margin in isolation or as alternatives to net income as an indicator of our Company's operating performance or to cash flow from operating, investing and financing activities as a measure of liquidity, or any other measures of performance under PFRS. Because there are various EBITDA and EBITDA Margin calculation methods, the Company's presentation of these measures may not be comparable to similarly titled measures used by other companies.

The following table sets out the Company's EBITDA after consolidation entries.

<i>In US\$ 000</i>	For the years ended December 31		For Nine Months Ended September 30
	2022	2023	2024
Net income	11,343	8,598	4,963
Add back:			
Interest expense/income-net	4,718	3,783	1,850
Provision for / Benefit from income tax	661	603	253
Depreciation and amortization	7,569	7,884	5,624
<b>EBITDA</b>	<b>24,291</b>	<b>20,869</b>	<b>12,690</b>

The table sets forth a reconciliation of the Company's consolidated EBITDA to consolidated net income.

<i>In US\$ 000</i>	For the years ended December 31		For Nine Months Ended September 30
	2022	2023	2024
EBITDA	24,291	20,869	12,690
Deduct:			
Interest expense/income-net	(4,718)	(3,783)	(1,850)
Provision for / Benefit from income tax	(661)	(603)	(253)
Depreciation and amortization	(7,569)	(7,884)	(5,624)
<b>Net Income</b>	<b>11,343</b>	<b>20,869</b>	<b>4,963</b>

- *Sales growth*

Sales growth is a key indicator of the Company's ability to grow the business

- *Current ratio*

Current ratio measures a company's short-term liquidity, i.e., its ability to pay its debts that are due within the next 12 months. It is expressed as the ratio between current assets and current liabilities.

- *Earnings per share*

Earnings per share show the Company's attributable profit earned per common share. At constant outstanding number of shares, as the Company's earnings increase, the earnings per share correspondingly increase.

## **FINANCIAL RISK DISCLOSURE**

The Company is not aware of any known trends, demands, commitments, events or uncertainties that will have a material impact on the Company's liquidity.

The Company is not aware of any event that will trigger direct or contingent financial obligation that is material to the Company, including default or acceleration of any obligation.

The Company does not have any off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.

The Company has allocated up to US\$8 Million for capital expenditure for full year 2018, from the proceeds of the Company's Follow-on Offering and cash flows from operations. It may also from time to time seek other sources of funding, which may include debt or equity financings, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

The Company is not aware of any trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations.

The Company does not have any significant elements of income or loss that did not arise from its continuing operations.

The Company does not have any seasonal aspects that had a material effect on the financial conditions or results of operations.



## CIRTEK HOLDINGS PHILIPPINES CORPORATION

### FINANCIAL SOUNDNESS INDICATORS

SEPTEMBER 30, 2024 AND DECEMBER 31, 2023

<b>Ratios</b>	<b>Formula</b>	<b>SEPTEMBER 30, 2024</b>	<b>December 31, 2023</b>
(i) Current Ratio	Current Assets/Current Liabilities	<b>4.23</b>	3.06
(ii) Debt/Equity Ratio	Bank Debts <sup>1</sup> / Total Equity	<b>0.15</b>	0.20
(iii) Net Debt/Equity Ratio	Bank Debts <sup>1</sup> -Cash & Equivalents/Total Equity	<b>0.14</b>	0.19
(iii) Asset to Equity Ratio	Total Assets/Total Equity	<b>1.26</b>	1.33
(iv) Interest Cover Ratio	EBITDA <sup>2</sup> /Interest Expense	<b>6.86</b>	5.45
(v) Profitability Ratios			
GP Margin	Gross Profit/Revenues	<b>0.29</b>	0.29
Net Profit Margin	Net Income/Revenues	<b>0.10</b>	0.11
EBITDA Margin	EBITDA/Revenues	<b>0.26</b>	0.28
Return on Assets	Net Income/Total Assets <sup>3</sup>	<b>0.02</b>	0.03
Return on Equity	Net Income/Total Equity <sup>3</sup>	<b>0.02</b>	0.04

1 Sum of short-term loans and long-term debts

2 EBITDA is calculated as income before income tax plus depreciation and amortization and financial income (expense).

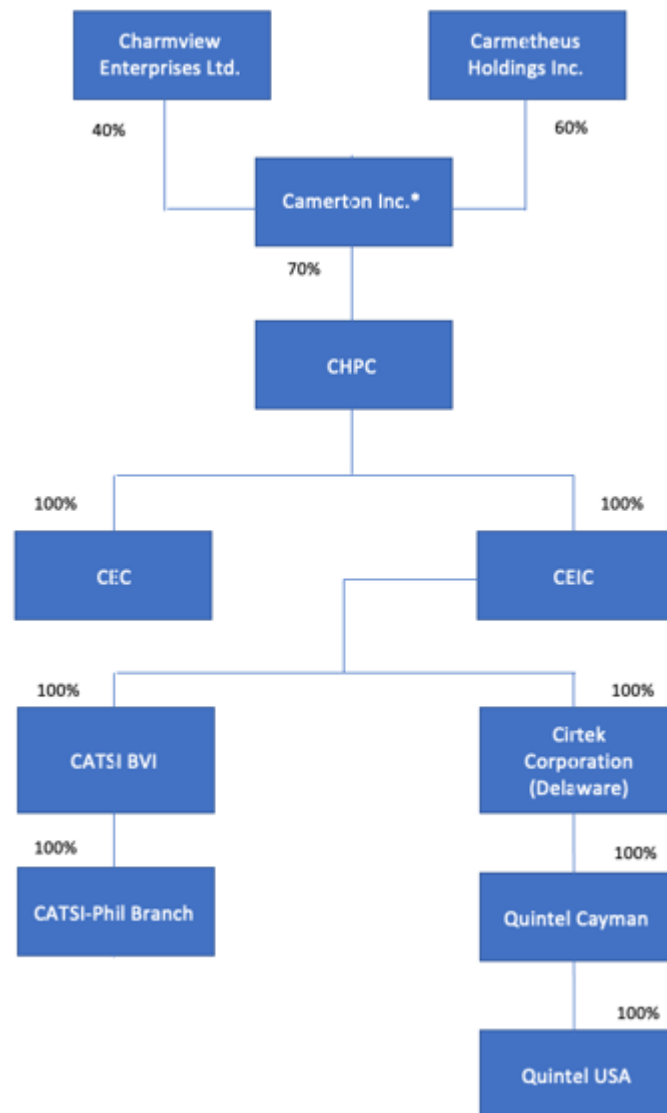
3 Based on balances as at September 30, 2024 and December 31, 2023

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INDEX TO THE CONSOLIDATED FINANCIAL STATEMENTS AND**  
**SUPPLEMENTARY SCHEDULES**  
**AS OF AND FOR THE SECOND QUARTER ENDED SEPTEMBER 30, 2024**

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<b>Schedule</b>	<b>Contents</b>
<i>Index to the Consolidated Financial Statements</i>	
I	Map Showing the Relationships Between and Among the Companies in the Group, its Ultimate Parent Company and Co-subsidiaries
II	Reconciliation of Retained Earnings Available for Dividend Declaration
III	Financial Soundness Indicators
<i>Supplementary Schedules</i>	
A	Financial Assets
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related parties)
C	Amounts Receivable from Related Parties and Amounts Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements
D	Intangible Assets - Other Assets
E	Long-Term Debt
F	Indebtedness to Related Parties
G	Guarantees of Securities of Other Issuers
H	Capital Stock

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SCHEDULE I - MAP SHOWING THE RELATIONSHIPS BETWEEN AND**  
**AMONG THE COMPANIES IN THE GROUP, ITS ULTIMATE PARENT**  
**COMPANY AND CO-SUBSIDIARIES**  
**SEPTEMBER 30, 2024**



**CIRTEK HOLDINGS PHILIPPINES CORPORATION**  
**SCHEDULE II -RECONCILIATION OF RETAINED EARNINGS**  
**AVAILABLE FOR DIVIDEND DECLARATION**  
**SEPTEMBER 30, 2024**

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Unappropriated retained earnings, beginning	\$ 15,552,137
Net income/(loss) actually earned during the period	11,463,111
Unrealized of foreign exchange gain, except cash - net	(19,238)
Cash dividends declared	(8,279,455)
<b>Retained earnings available for dividend declaration</b>	<b>\$ 18,716,555</b>

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Note: The presentation of reconciliation of retained earnings is based on Financial Reporting Bulletin No. 14 dated January 24, 2013.

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SCHEDULE III - FINANCIAL SOUNDNESS INDICATORS**  
**SEPTEMBER 30, 2024 AND DECEMBER 2023**

<b>Ratios</b>	<b>Formula</b>	<b>SEPTEMBER 30, 2024</b>	<b>December 31, 2023</b>
(i) Current Ratio	Current Assets/Current Liabilities	<b>4.23</b>	3.06
(ii) Debt/Equity Ratio	Bank Debts <sup>1</sup> / Total Equity	<b>0.15</b>	0.20
(iii) Net Debt/Equity Ratio	Bank Debts <sup>1</sup> -Cash & Equivalents/Total Equity	<b>0.14</b>	0.19
(iii) Asset to Equity Ratio	Total Assets/Total Equity	<b>1.26</b>	1.33
(iv) Interest Cover Ratio	EBITDA <sup>2</sup> /Interest Expense	<b>6.86</b>	5.45
(v) Profitability Ratios			
GP Margin	Gross Profit/Revenues	<b>0.29</b>	0.29
Net Profit Margin	Net Income/Revenues	<b>0.10</b>	0.11
EBITDA Margin	EBITDA/Revenues	<b>0.26</b>	0.28
Return on Assets	Net Income/Total Assets <sup>3</sup>	<b>0.02</b>	0.03
Return on Equity	Net Income/Total Equity <sup>3</sup>	<b>0.02</b>	0.04

<sup>1</sup> Sum of short-term loans and long-term debts

<sup>2</sup> EBITDA is calculated as income before income tax plus depreciation and amortization and financial income (expense).

<sup>3</sup> Based on balances as at September 30, 2024, and December 31, 2023

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF FINANCIAL ASSETS**  
**AS OF AND FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2024**

	<b>Name of issuing entity and association of each issue</b>	<b>Amount shown on the balance sheet</b>	<b>Value based on market quotations at end of reporting period</b>	<b>Income received or accrued</b>
Cash and cash equivalents	N/A	\$ 15,089,896	\$ 15,089,896	\$ 6,409
Trade and other receivables	N/A	42,880,651	42,880,651	
Amounts owed by related parties	N/A	193,216	193,216	
Other current assets:			-	
Loans to employees	N/A	363,693	363,693	
Security deposits	N/A	45,818	45,818	
Other financial assets at amortized cost	N/A	479,608	479,608	
Other noncurrent assets:			-	
Rental deposits	N/A	1,127,439	1,127,439	
Miscellaneous deposits	N/A	329,626	329,626	
		<b>\$ 60,509,945</b>	<b>\$ 60,509,945</b>	<b>\$ 6,409</b>

**SCHEDULE B**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF AMOUNTS RECEIVABLE FROM**  
**DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES, AND**  
**PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)**  
**AS OF AND FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2024**

<b>Amounts owed by Related Parties</b>						
<b>Name and designation of debtor</b>	<b>Balance at beginning of period</b>	<b>Additions</b>	<b>Amounts collected</b>	<b>Current</b>	<b>Not Current</b>	<b>Balance at the end of the period</b>
<b>Related parties under common control</b>						
<b>Cayon Holdings, Inc.</b>	<b>\$ 194,346</b>	<b>\$-</b>	<b>\$(1,130)</b>	<b>\$ 193,216</b>	<b>—</b>	<b>\$ 193,216</b>
<b>TOTAL</b>	<b>\$ 194,346</b>	<b>\$-</b>	<b>\$(1,130)</b>	<b>\$ 193,216</b>	<b>—</b>	<b>\$ 193,216</b>

SCHEDULE C

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF AMOUNTS RECEIVABLE FROM**  
**RELATED PARTIES WHICH ARE ELIMINATED DURING THE**  
**CONSOLIDATION OF FINANCIAL STATEMENTS**  
**AS OF AND FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2024**

Receivables from related parties which are eliminated during the consolidation  
(under Trade and Other Receivables)

Name and designation of debtor	Balance at beginning of period	Additions	Amount Collected	Amounts written off	Current	Non-current	Balances at the end of period
Quintel USA	\$ 82,957	\$ 265,745	\$ (170,393)		\$ 178,309		\$ 178,309

Amounts owed by related parties which are eliminated during the consolidation

Name and designation of debtor	Balance at beginning of period	Additions	Amount Collected	Amounts written off	Current	Non-current	Balances at the end of period
<b>CHPC</b>							
CEC	\$ 40,941,333	\$ 7,436,963	(15,146,482)		\$ 33,231,814		\$ 33,231,814
CEIC	62,237,938				62,237,938		62,237,938
CATS	25,044,829	160,000	(3,141,556)		22,063,273		22,063,273
RBWPI	212,371				212,371		212,371
Quintel	15,245,001				15,245,001		15,245,001
Total	\$ 143,681,472	\$ 7,596,963	(18,288,038)	\$ -	\$ 132,990,396	\$ -	\$ 132,990,396
<b>CEC</b>							
CATSI	209,932.38	\$ 622,541	(23,907)		\$ 808,566		\$ 808,566
Total	\$ 209,932	\$ 622,541	(23,907)	\$ -	\$ 808,566	\$ -	\$ 808,566
<b>CEIC</b>							
CHPC	\$ -				\$ -		\$ -
CEC	28,771,826	2,784,010	(2,693,813)		28,862,024		28,862,024
CATS	1,986,693	\$ 450,000	(43,114)		2,393,580		2,393,580
Quintel	82,478,692				82,478,692		82,478,692
Total	\$ 113,237,212	\$ 3,234,010	(2,736,926)	\$ -	\$ 113,734,296	\$ -	\$ 113,734,296
<b>CATS</b>							
Quintel	\$ -	\$ 1,915,702			1,915,702		1,915,702
Total	\$ -	\$ 1,915,702	-	\$ -	\$ 1,915,702	\$ -	\$ 1,915,702
<b>RBW</b>							
CATS	\$ 4,889,453		(342)		\$ 4,889,111		\$ 4,889,111
Total	\$ 4,889,453	\$ -	(342)	\$ -	\$ 4,889,111	\$ -	\$ 4,889,111
<b>TOTAL</b>	<b>\$ 262,018,068</b>	<b>\$ 13,369,217</b>	<b>(21,049,213)</b>	<b>\$ -</b>	<b>\$ 254,338,072</b>	<b>\$ -</b>	<b>\$ 254,338,072</b>



**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF INTANGIBLE ASSETS - OTHER**  
**ASSETS**  
**AS OF SEPTEMBER 30, 2024**

Intangibles Assets- Other Assets						
Description	Beginning Balance	Additions at Cost	Charged to cost and expenses	Charged to other accounts	Other changes additions (deductions)	Ending Balance
Goodwill	\$ 55,541,157	\$ -	\$ -	\$ -	\$ -	\$ 55,541,157
Product development costs	8,148,906	780,628	(1,440,060)			7,489,474
Customer relationship	23,736,500					23,736,500
Trademark	7,472,800					7,472,800
Total	\$ 94,899,363	\$ 780,628	(1,440,060)	\$ -	\$ -	\$ 94,239,930

**SCHEDULE E**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF LONG-TERM DEBT**  
**AS OF SEPTEMBER 30, 2024**

<b>Long-term Debt</b>			
Title of issue and type of obligation	Amount authorized by indenture	Amount shown under caption "current portion of long-term" in related balance sheet	Amount shown under caption "long-term debt" in related balance sheet
Notes payable	<b>\$ 23,243,964</b>	<b>\$ 2,121,457</b>	<b>\$ 21,122,508</b>

**SCHEDULE F**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF INDEBTEDNESS TO RELATED**  
**PARTIES (LONG-TERM LOANS FROM RELATED COMPANIES)**  
**AS OF SEPTEMBER 30, 2024**

<b>Indebtedness to related parties (Long-term loans from related companies)</b>		
<b>Name of related party</b>	<b>Balance at beginning of period</b>	<b>Balance at end of period</b>
<b>Not Applicable</b>		

**SCHEDULE G**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF GUARANTEES OF SECURITIES OF**  
**OTHER ISSUERS**  
**AS OF SEPTEMBER 30, 2024**

<b>Guarantees of Securities of Other Issuers</b>				
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 file	Nature of guarantee
<b>Not Applicable</b>				

## SCHEDULE H

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES****SUPPLEMENTARY SCHEDULE OF CAPITAL STOCK**

AS OF SEPTEMBER 30, 2024

Capital Stock						
TITLE OF ISSUE	Number of shares authorized	Number of shares issued and outstanding as shown under the related balance sheet caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common stock	1,200,000,000	668,505,825	-	194,929,318	9	-
Preferred A shares	700,000,000	700,000,000	-	700,000,000	-	-
Preferred B shares	160,000,000	-	-	-	-	-
Preferred B-1 shares	70,000,000	70,000,000	-	70,000,000	-	-
Preferred B-2 shares	200,000,000	67,000,000	-	-	-	-
Preferred B-2B shares		20,000,000	-	-	-	-
Preferred B-2C shares		16,936,400	-	-	-	-
Preferred B-2D shares		28,625,500	-	-	-	-