

SEC Number : CS201612055

File Number : _____

ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-PALAWAN INC.

(Company's Full Name)

**JOMARI BLDG.B2F, MALVAR ST., PUERTO PRINCESA CITY,
PALAWAN -5300**

(Company's Address)

009-533-707

(TIN Number)

**(048) 717-0019 / 09171200913 /
09273646018**

(Telephone Number)

(Fax Number)

**SEC FORM 20-IS
DEFINITIVE INFORMATION STATEMENT**

Form Type

Each Active Secondary License Type and File Name: NONE

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-1S
INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:

- ☐ Preliminary Information Statement
☒ Definitive Information Statement

2. Name of Registrant as specified in its charter: ALLIED CARE EXPERTS(ACE) MEDICAL CENTER-PALAWAN INC.

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

4. SEC Identification Number: CS201702182

5. BIR Tax Identification Code: 009-533-707

6. Address of Principal Office: Postal Code: 5300
Jomari Bldg., B2F, Malvar St., Puerto Princesa City, Palawan

7. Registrant's telephone number, including area code: (048) 717-0019

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

Date : June 23,2025
Time : 8:00 a. m.
Place : Via Zoom Webinar, Jomari Bldg., B2F, Malvar St., Puerto Princesa City, Palawan

9. Approximate date on which the Information Statement is first to be sent or given to security holders:
May 26,2025

10. In case of Proxy Solicitations: NOT APPLICABLE

Name of Person Filing the Solicitation Statement:
Address and Tel. No. :

11. Securities registered pursuant to Section 8 and 12 of the Code or Section 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding
Common Share, Php 1,000 Par Value	220,100 Shares/ Php 743,306,326

12. Are any or all registrant's securities listed in a Stock Exchange?
Yes _____ No x

The common stocks are listed in the Philippine Stock Exchange

PART I

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Date, time and place of meeting of security holders.

- (a) The stockholders' meeting shall be held on:

Date : June 23, 2025
Time : 8:00 a. m.
Place : Via Zoom Webinar

Complete Mailing Address of Principal Office of Registrant:
Jomari Bldg., B2F, Malvar St., Puerto Princesa City, Palawan

- (b) The approximate date on which the information statement is first to be sent and given to security holders shall be May 26, 2025.

Dissenter's Right of Appraisal

There is no proposed action that may give rise to a possible exercise by security holders of their appraisal right. Generally, however, under Section 80, Title X of the Revised Corporation Code of the Philippines, the stockholders of the Corporation have the right of appraisal under the following instances:

- a. In case an amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those outstanding shares of any class, or of extending or shortening the term of corporate existence;
- b. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in this Code;
- c. In case of merger or consolidation; and
- d. In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

The dissenting stockholder who votes against a proposed corporate action may exercise the right of appraisal by making a written demand on the corporation for the payment of the fair value of shares held within thirty (30) days from the date on which the vote was taken. Provided that failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented, the corporation shall pay the stockholder, upon surrender of the certificate of stock representing the stockholders shares, the fair value thereof as of the day before the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

Interest of Certain Persons in or Opposition to Matters to be Acted Upon

No director, officer or nominee for election as director of the Company, or associate of a director, officer, or nominee for election as director has any substantial interest in any matter to be acted upon, other than election to office. No director has informed the Company in writing that he intends to oppose any action to be taken by the Company at the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders Thereof

(a) Class of Voting Shares as of **May 31, 2025**:

	Shares Outstanding	No. of Vote Each Share Is Entitled
Common Shares:		
c/o Filipino	219,980	One (1) vote per share
Foreign	-	One (1) vote per share
Total	219,980	

(b) Record Date:

All stockholders of record as of June 3, 2025, are entitled to notice of and to vote at the Annual Stockholders' Meeting.

(c) Manner of voting:

The holders of common stock are entitled to one vote per share, but in connection with the cumulative voting feature applicable to the election of directors, each stockholder is entitled to as many votes as shall equal the number of shares held by such person at the close of business on the record date, multiplied by the number of directors to be elected. A stockholder may cast all of such votes for a single nominee or may apportion such votes among any two or more nominees. The shares shall be voted/cast by secret balloting and/or raising of hands. In all matters included in the agenda, except the election of directors, the counting of votes will be done through the regular method.

(d) Security Ownership of Certain Record and Beneficial Owners and Management

(1) Security Ownership of Certain Record and Beneficial Owners (of more than 5%) as of May 31, 2025

The persons known to the registrant to be directly or indirectly the record or beneficial owner of more than 5% of the registrant's voting securities as of May 31, 2025, are as follows:

Title of Class	Name, Address of record owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held	Percent	Nature of Ownership
Common	Enriquez, Michael Edward R. Quezon City/Stockholder	Amado Manuel C. Enriquez Father Marilyn R. Enriquez Mother Miguel Antonio R. Enriquez Brother	Filipino Filipino Filipino	13,600	14.1%	<u>13,560 (R)</u> <u>20,400(B)</u>
Common	Enriquez, Miguel Antonio R. Quezon City/Stockholder	Amado Manuel C. Enriquez Father Marilyn R. Enriquez Mother Miguel Antonio R. Enriquez Brother	Filipino Filipino Filipino	13,600	14.1%	<u>13,560 (R)</u> <u>20,400(B)</u>
Common	Amado Manuel C. Enriquez Jr. Quezon City/Stockholder	Marilyn R. Enriquez Wife Miguel Antonio R. Enriquez Son Michael Edward R. Enriquez Son	Filipino Filipino Filipino	3,400	14.1%	<u>3,390(R)</u> <u>30,600(B)</u>
Common	Marilyn R. Enriquez Quezon City/ Stockholder	Amado Manuel C. Enriquez Husband Miguel Antonio R. Enriquez Son Michael Edward R. Enriquez Son	Filipino Filipino Filipino	3,400	14.1%	<u>3,390 (R)</u> <u>30,600(B)</u>

(2) Security Ownership of Directors and Management as of May 31, 2025:

(1) Title of Class	(2) Name of Beneficial Owner	(3) Amount and Nature of Beneficial Ownership	(4) Citizenship	(5) Percentage (%) of Class
	Board of Directors:			
Common	Amado C. Enriquez Jr.	Common Direct - 3,390,000.00 Common Indirect -30,510,000.00	Filipino	1.41% (R) 12.69% (B)
Common	Tovera, Joseph M.	Common Direct 3,390,000	Filipino	1.41%
Common	Carlos, Fernando P.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Cerna- Lopez Geanie A.	Common Direct 6,780,000.00	Filipino	2.83%
Common	Pablico, Shereil D.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Enriquez, Michael Edward R.	Common Direct – 13,560,000.00 Common Indirect -20,340,000.00	Filipino	5.65%
Common	Funelas, Evelyn D.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Palanca, Lumen R.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Recidoro, Hazel Marie C.	Common Direct 3,390,000.00 Founder Direct 10,000.00	Filipino	1.41%
Common	Samoy, Marietta T.	Common Direct 6,780,000.00	Filipino	2.83%
Common	Reblando, Jonathan H.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Alfaro, Regidor L.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Vicente, Ivan Michael G.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Portales, Janice Dale T.	Common Direct 3,390,000.00	Filipino	1.41%
Common	Tagra, Mina Sirikit C.	Common Direct 3,390,000.00	Filipino	1.41%
Total for Directors		118, 650,000.00		40.92%

(3) Except for Dr. Amado Manuel Enriquez Jr., who owns 8.5% (through direct and indirect ownership), and Dr. Michael Edward R. Enriquez who owns 8.5% (through direct and indirect ownership), Dr. Geanie Cerna- Lopez owns 2.83%, Dr. Marietta T. Samoy owns 2.83%, none of the other Company's directors and management owns directly or indirectly 2.0% or more of the outstanding capital stock of the Company.

Title of Class	Name of Beneficial Owner	Amount& Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Joseph M. Tovera President	Common Direct 3,390,000	Filipino	1.41%
Common	Marietta T. Samoy Vice President	Common Direct 6,780,000.00	Filipino	2.83%
Common	Shereil D. Pablico Secretary	Common Direct 3,390,000	Filipino	1.41%
Common	Rosalie M. Reyes Asst. Corp. Secretary	Common Direct 3,390,000	Filipino	1.41%
Common	Lumen R. Palanca Treasurer	Common Direct 3,390,000	Filipino	1.41%
Common	Fernando P. Carlos Assistant Treasurer	Common Direct 3,390,000	Filipino	1.41%
Total for Directors and Exec. Officers as a Group		142,380,000.00		50.80%

(4)

(5) There are no voting trust holders of 5% or more.

(6) The Company is not aware of any voting trust agreement/s or similar agreement/s which may result in a change in control of the Company.

(e) No change in control of the registrant has occurred since the beginning of its last fiscal year.

Directors and Executive Officers

(a) Directors/Nominees and Executive Officers

There are fifteen (15) members of the Board, three (3) of whom are independent directors. The term of office of each member is one (1) year; they are elected at the annual stockholders' meeting to hold office until the next succeeding annual stockholders' meeting and until his/her successor is elected and qualified. A director who is elected to fill any vacancy holds office only for the unexpired term of his predecessor. The current members of the Board of Directors are the following:

Names of Current Directors

Amado Manuel C. Enriquez Jr.
Geanie A. Cerna-Lopez
Joseph M. Tovera
Marietta T. Samoy
Shereil Delos Santos- Pablico
Lumen R. Palanca

Fernando P. Carlos
Evelyn D. Funelas
Ivan Michael G. Vicente
Michael Edward R. Enriquez
Janice Dale T. Portales
Regidor L. Alfaro
Hazel Marie C. Recidoro- Independent Director
Jonathan H. Reblando- Independent Director
Mina Sirikit C. Tagra- Independent Director

Nominees for Election as Members of the Board of Directors

The following have been nominated to the Board for the year 2025-2026:

NAME OF NOMINEE
Amado Manuel C. Enriquez Jr.
Joseph M. Tovera
Genie Cerna - Lopez
Fernando P. Carlos
Shereil Delos Santos- Pablico
Lumen R. Palanca
Marietta T. Samoy
Julietta B. Carlos
Ivan Michael G. Vicente
Marilyn R. Enriquez
Lorna B. Felizarte
Michael Edward R. Enriquez
Hazel Marie C. Recidoro Independent Director
April Rheiboy C. Andal Independent Director
Janice Dale T. Portales IndependentDirector

The Company has complied with the guidelines on the nomination and election of independent directors as set forth in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code. The independent directors, Hazel Marie C. Recidoro, April Rheiboy C. Andal and Janice Dale T. Portales, were nominated by: Marietta T. Samoy, Lorna B. Felizarte, and Ronnie Dan Salazar, respectively. The nominees are not related to their respective nominating stockholder and were pre-screened by the Nominations Committee composed of Evelyn D. Funelas, Marietta T. Samoy, and Mina Sirikit C. Tagra.

The Company's key executive officers as of May 31, 2025, are as follows:

Amado Manuel C. Enriquez	- Chairman
Geanie Cerna-Lopez	- Vice-Chairman
Joseph M. Tovera	- President
Marietta T. Samoy	- Vice President
Shereil D. Pablico	- Corporate Secretary
Rosalie M. Reyes	- Asst. Secretary
Lumen R. Palanca	- Treasurer
Fernando P. Carlos	- Asst. Treasurer

The Officers (per the Company's By-Laws) are elected/appointed annually by the Board of Directors during its organizational meeting following the annual stockholders' meeting, each to hold office for one (1) year until the next organizational meeting of the Board in the following year or until a successor shall have been elected/appointed and shall have qualified.

Please refer to attached Annex "A" (pages 20 to 22) for the summary of qualifications of the current Directors/Nominees and Executive Officers.

Significant Employees

The Corporation relies significantly on the continued collective efforts of its senior executive officers and expects each employee to do his share in achieving the Corporation's goals.

Family Relationships

Dr. Amado Manuel C. Enriquez, Jr., is the father of Michael Edward R. Enriquez and the cousin of Dr. Fernando P. Carlos. There are no other family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, persons nominated or chosen by the Company to become directors, or executive officers, any security holder of certain record, beneficial owner or management.

Certain Relationships and Related Transactions

During the last two (2) years, no director of the Company has received or become entitled to receive any benefit by reason of any contract with the Company, a related corporation, a firm of which the director is a member or a company of which a director has a substantial financial interest.

The Company, in the normal course of business, has entered into transactions with related parties principally consisting of:

March 31, 2025 (Unaudited)

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	9,000,000	₱9,560,523		

2024

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	70,280,040	₱80,560,523		

Cash Advances

The Company obtains cash advances from its founders to finance the Company's pre-operating expenses, other start up fund requirements and on-going construction of hospital building. These are unsecured, payable in cash with no scheduled repayment terms. The outstanding balance of these advances were presented under Advances from related parties account in the statements of financial position.

Involvement in Certain Legal Proceedings

The Company is not involved in any legal proceedings.

Compensation of Directors and Executive Officers

SUMMARY COMPENSATION TABLE

(a)	(b)	(c)	(d)	(e)
Name & Principal Position	Year	Salary	Bonuses	Other Compensation
A. Joseph Tovera President	2024	1,080,000.00	-	-
B. Marietta T. Samoy Vice-President	2024	720,000.00	-	-
C. Shereil D. Pablico Corporate Secretary	2024	720,000.00	-	-
D. Lumen R. Palanca Treasurer	2024	720,000.00	-	-
E. Aggregate For The Above Named CEO & Officers	2025- Estim.	3,240,000.00	-	-
	2024	3,240,000.00	-	-
	2023	3,240,000.00	-	-
F. Aggregate For The Officers And Directors As A Group	2025- Estim.	21,870,000.00	-	-
	2024	21,870,000.00	-	-
	2023	21,870,000.00	-	-

Below is the table on the per diem received by the directors for meetings of the Board, Executive Committee, Finance Committee, Compensation and Remunerations Committee, Audit Committee, Nomination and Corporate Governance Committee for the years 2024 and 2023 and the estimated amount for 2025.

Directors	Year	Board	Executive Committee	Finance Committee	Audit Committee	Nominations Committee	Corporate Governance Committee	Compensation and Remunerations Committee
Enriquez Jr., Amado C.	2023	60,000.00	6,000.00	6,000.00	N/A	N/A	N/A	N/A
	2024	285,000.00	4,000.00	1,500.00	N/A	N/A	N/A	N/A
	2025 Est.	140,000.00	15,000.00	N/A	N/A	N/A	N/A	N/A
Tovera, Joseph M.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	285,000.00	7,000.00	4,500.00	N/A	N/A	N/A	N/A
	2025 Est.	140,000.00	25,000.00	N/A	N/A	N/A	N/A	N/A
Cerna- Lopez, Geanie A.	2023	5,000.00	N/A	N/A	N/A	N/A	3,000.00	3,000.00
	2024	150,000.00	1,500.00	1,500.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	13,500.00	N/A	N/A	N/A	N/A	N/A
Samoy, Marietta T.	2023	55,000.00	N/A	9,000.00	N/A	3,000.00	3,000.00	N/A
	2024	150,000.00	1,500.00	2,000.00	N/A	500.00	N/A	N/A
	2025 Est.	105,000.00	13,500.00	N/A	N/A	1,500.00	N/A	N/A
Palanca, Lumen R.	2023	55,000.00	84,000.00	24,000.00	N/A	3,000.00	N/A	3,000.00
	2024	160,000.00	7,000.00	3,500.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	15,500.00	N/A	N/A	N/A	N/A	N/A
Carlos, Fernando P	2023	60,000.00	9,000.00	N/A	N/A	N/A	N/A	N/A
	2024	140,000.00	N/A	500.00	N/A	N/A	N/A	N/A
	2025 Est.	30,000.00	4,500.00	N/A	N/A	N/A	N/A	N/A
Pablico, Shereil D.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	160,000.00	6,000.00	2,500.00	N/A	N/A	N/A	N/A
	2025 Est.	75,000.00	18,000.00	N/A	N/A	N/A	N/A	N/A
Reyes, Rosalie M	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	160,000.00	3,500.00	1,500.00	N/A	N/A	N/A	N/A
	2025 Est.	80,000.00	18,000.00	N/A	N/A	N/A	N/A	N/A
Recidoro, Hazel Marie C	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	160,000.00	500.00	1,500.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	N/A	N/A	2,000.00	N/A	N/A	N/A
Reblando, Jonathan H.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	4,000.00	1,000.00	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	2,000.00	N/A	N/A	N/A
Vicente, Ivan Michael G.	2023	45,000.00	9,000.00	N/A	3,000.00	N/A	3,000.00	N/A
	2024	N/A	1,000.00	1,000.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	10,500.00	N/A	2,000.00	N/A	N/A	N/A
Portales, Janice Dale T.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	4,000.00	1,500.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	18,000.00	N/A	N/A	N/A	N/A	N/A
Salazar, Ronnie Dan G	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Lao, Jonathan T	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A

	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Funelas, Evelyn D.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	4,000.00	1,500.00	N/A	500.00	N/A	N/A
	2025 Est.	105,000.00	18,000.00	N/A	N/A	1,500.00	N/A	N/A
Tagra, Mina Sirikit C	2023	55,000.00	N/A	N/A	N/A	N/A	N/A	N/A
	2024	160,000.00	N/A	1,000.00	N/A	500.00	N/A	N/A
	2025 Est.	105,000.00	6,000.00	N/A	N/A	1,500.00	N/A	N/A
Ulanday, Sonia J	2023	60,000.00	39,000.00	21,000.00	N/A	N/A	3,000.00	N/A
	2024	N/A	N/A	N/A	N/A	500.00	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	1,000.00	N/A	N/A
Acosta, Karen A	2023	45,000.00	66,000.00	15,000.00	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	500.00	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Alfaro, Regifor L	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	2,000.00	500.00	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Morales, Ramil	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	4,000.00	1,000.00	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Enriquez, Michael Edward R.	2023	50,000.00	N/A	6,000.00	N/A	N/A	N/A	N/A
	2024	160,000.00	1,000.00	1,000.00	N/A	N/A	N/A	N/A
	2025 Est.	105,000.00	6,000.00	N/A	N/A	N/A	N/A	N/A
Lim, Kenneth Wilson O	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	5,000.00	N/A	N/A	N/A	N/A	N/A
	2025 Est.	10,000.00	9,000.00	N/A	N/A	N/A	N/A	N/A
Felizarte, Lorna B	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	3,500.00	N/A	N/A	N/A	N/A	N/A
	2025 Est.	80,000.00	15,000.00	N/A	N/A	N/A	N/A	N/A
Miguel, Editha	2023	60,000.00	102,000.00	27,000.00	N/A	N/A	N/A	N/A
	2024	N/A	1,500.00	N/A	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Andal, April Rheiboy C.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	2,500.00	N/A	N/A	N/A	N/A	N/A
	2025 Est.	N/A	6,000.00	N/A	N/A	N/A	N/A	N/A
Bondoc, Arnel	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	500.00	N/A	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Enriquez, Miguel Antonio R.	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2025 Est.	90,000.00	1,500.00	N/A	N/A	N/A	N/A	N/A
Carlos, Julieta	2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2025 Est.	5,000.00	3,000.00	N/A	N/A	N/A	N/A	N/A
Viernes, La Rhaine G	2023	50,000.00	N/A	6,000.00	N/A	N/A	N/A	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A

	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Soler, Charlemagne C.	2023	55,000.00	N/A	N/A	3,000.00	N/A	3,000.00	N/A
	2024	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2025 Est.	N/A	N/A	N/A	N/A	N/A	N/A	N/A

- a. Except for per diem (P5,000.00/board meeting) for each director during board meetings, there are no bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as director, or executive officers of the registrant will participate.

On Jan. 19, 2024, the Board approved a compensation package effective Jan. 19, 2024 for the following officers:

Position	Amount of Compensation
Chairman	P 90,000.00
President	P 90,000.00
Vice-President	P 60,000.00
Corporate Secretary	P 60,000.00
Treasurer	P 60,000.00
Asst. Corporate Secretary	P 40,000.00
Asst. Treasurer	P 40,000.00

- a. The Company has a registered, non-contributory retirement plan. All regular employees are covered from the President down to rank and file.
- b. The Company has no existing options, warrants or rights to purchase any securities.

(c) Independent Public Accountants

The Company's external auditor is the auditing firm of Perez Sese Villa and Co. The same auditing firm is being recommended by the Board, based on the recommendation of the Audit Committee composed of Dr. Hazel Marie C. Recidoro, (Chairman/Independent Director), Dr. Geanie A. Cerna-Lopez (Member), and Dr. Jonathan H. Reblando (Independent Director) subject to stockholders' approval, for re-appointment as the Company's external auditor for the fiscal year 2025, for a fee of Php 280,000.00 (exclusive of VAT and out-of-pocket expenses).

- a. The Audit committee evaluates proposals based on the quality of service, commitment for deadline and fees. The committee may require a presentation from each proponent to clarify some issues.
- b. Perez Sese Villa and Co. CPAs, represented by its engagement partner, is the external auditor of the Company for the most recently completed year 2024. Pursuant to SRC Rule 68 (3) (b) (iv) of the Amended Implementing Rules and Regulations of the Securities Regulation Code (SRC) (re: rotation of external auditors), the Company has not engaged for more than five years.
- c. Representatives of Perez Sese Villa and Co. CPAs, are expected to be present during the stockholders' meeting. The representatives will have the opportunity to make statements if they desire to do so and will be available to respond to appropriate questions from the security holders.
- d. During the two (2) most recent fiscal years or any subsequent interim period, the independent auditor has not resigned nor was dismissed or has declined to stand for reappointment after the completion of the current audit.
- e. The aggregate annual external audit fees billed for each of the last two (2) fiscal years for the audit of the registrant's annual financial statements or services that are normally provided by the external auditor are as follows:

For the year 2024 - P152,400.00 (billed and paid in 2025)
For the year 2023 - P302,400.00 (billed and paid in 2023 and 2024)

- f. The above audit fees are inclusive of the following: (a) audit, other assurance and related services by the External Auditor that are reasonably related to the performance of the audit or review of the Company's financial

statements (P152,400.00);

The Audit Committee has the function of assessing the independence and professional qualifications of the external auditor, in compliance with the requirements under applicable law, rules and regulations; reviewing the performance of the external auditors; and recommending to the Board of Directors the appointment or discharge of external auditors as well as reviewing and approving audit related and non-audit services to be rendered by external auditors. Prior to the commencement of the audit, the Audit Committee shall discuss, review and recommend with the external auditors the nature, scope and fees of the audit, and ensure proper coordination, if more than one audit firm is involved in the activity to secure proper coverage and minimize duplication of efforts.

C. OTHER MATTERS

Action with Respect to Reports

The approval of the stockholders on the following will be taken up:

- i. Minutes of the Year 2024 Annual Stockholders' Meeting. The Minutes cover the following items:
 - I. Reading and approval of the minutes of the previous stockholder's meeting
 - II. Approval of the day's agenda
 - III. Treasurer's Report
Approval of the Audited Financial Statements
 - IV. President's Report
 - V. Appointment of External Auditor
 - VI. Ratification of the Acts and Proceedings of the Board of Directors, Officers, and Management of the Corporation
 - VII. Election of Directors for the year 2024-2025
 - VIII. Others
 - IX. Adjournment

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

- ii. Audited Financial Statements for the year ending 31 December 2024.

Other Proposed Actions

1. Election of Directors including Independent Directors for Y2025-2026
2. Appointment of External Auditor for fiscal year ending 31 December 2025

Amendment of Charter, By-Laws and other Documents

There is no action to be taken with respect to the Company's charter, bylaws or other documents.

Voting Procedures

Except on the election of directors, an affirmative vote by the stockholders owning at least a majority of the outstanding capital stock shall be sufficient to approve matters requiring stockholder's action. The holder of a majority interest of all outstanding stock of the Company entitled to vote at the meeting, in person or by proxy, shall constitute a quorum for the transaction of business. The holders of common stocks are entitled to one vote per share, but in connection with the cumulative voting feature applicable to the election of directors, each stockholder is entitled to as many votes as shall equal the number of shares held by such person at the close of business on the record date, multiplied by the number of directors to be elected. A stockholder may cast all of such votes for a single nominee or may apportion such votes among any two or more nominees. The shares shall be voted/cast through the online poll during the meeting. Stockholders shall be entitled to vote either in person or by proxy.

Method of Counting Votes

The Corporate Secretary, assisted by the Company's external auditor, will be responsible for counting the vote

For the Year 2024 Annual Stockholders Meeting

Voting was done online during the annual stockholders meeting. The votes were counted manually by the Corporate Secretary assisted by the Company's Accountant. The stockholders were allowed to ask their questions through the chatroom during the meeting. There were no questions raised by the stockholders.

The following matters were taken up:

- I. Reading and approval of the minutes of the previous stockholders' meeting
 - The minutes was approved by 204,000 votes.
- II. Treasurer's Report
Approval of the Audited Financial Statements
 - The treasurer presented the highlights of the 2024 AFS. The same was thereafter approved by 204,000 votes.
- III. President's Report
 - The president presented his report as to the year 2024 performance of the hospital. The report was duly noted by the stockholders.
- IV. Appointment of External Auditor
 - The appointment of Perez Sese Villa & Co. CPAs as the Company's external auditor for Y2024 was approved by 204,000 votes.
- V. Ratification of the Acts and Proceedings of the Board of Directors, Officers, and Management of the Corporation
 - The stockholders, by 204,000 votes, ratified the acts and proceedings of the Board, officers and management of the Company as presented during the meeting.
- VI. Election of Directors for the year 2024-2025
 - Through the online polling system, the stockholders voted for the following directors for Y2024-2025:

Name of Nominees	No. of Votes
Amado Manuel Enriquez Jr.	207,060
Lumen R. Palanca	207,060
Fernando P. Carlos	207,060
Geanie Cerna A. -Lopez	207,060
Joseph M. Tovera	207,060
Michael Edward R. Enriquez	207,060
Marietta T. Samoy	207,060
Janice Dale T. Portales	207,060
Ivan Michael G. Vicente	207,060
Regidor L. Alfaro	207,060
Evelyn D. Funelas	207,060
Shereil D. Pablico	207,060
INDEPENDENT DIRECTORS	
Jonathan H. Reblando	207,060
Hazel Marie C. Recidoro	207,060
Mina Sirikit C. Tagra	207,060

Attached as Annex “D” is the list of the directors, officers and stockholders who attended the annual stockholders meeting August 2, 2024. Also attached as Annex “E” is the attendance of the Directors for the year 2024.

The Company has not yet declared dividends since its incorporation in 2021, considering that it has just started its hospital operations last February 15, 2022, thus, it does not have earnings yet. As stated in the Company’s By-Laws, dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by the stockholders as often and at such times as may be decided by the Board of Directors.

Except on the election of directors, an affirmative vote by the stockholders owning at least a majority of the outstanding capital stock shall be sufficient to approve matters requiring the stockholder's action. The holder of a majority interest of all outstanding stock of the Company entitled to vote at the meeting, in person or by proxy, shall constitute a quorum for the transaction of business. The holders of common stocks are entitled to one vote per share, but in connection with the cumulative voting feature applicable to the election of directors, each stockholder is entitled to as many votes as shall equal the number of shares held by such person at the close of business on the record date, multiplied by the number of directors to be elected. A stockholder may cast all of such votes for a single nominee or may apportion such votes among any two or more nominees. The shares shall be voted/cast by secret balloting and/or raising of hands. Stockholders shall be entitled to vote either in person or by proxy.

Below is the Board Performance Appraisal Report for the year 2024:

PERFORMANCE ASSESSMENT FOR THE BOARD OF DIRECTORS
(January 1, 2024- December 31, 2024)

Good Corporate Governance Principles and Practices	Rating
1. The Board is composed of competent, hardworking members that foster the long-term success of the corporation and sustain its competitiveness and growth.	5
2. The Board is headed by a competent and qualified chairperson.	5
3. The Board practices diversity, avoiding groupthink and ensuring optimal decision-making.	4
4. The Board members act on a fully-informed basis, in good faith, with due diligence and care, and in the best interest of the company and the shareholders and all other stakeholders	5
5. The Board oversees the development of and approves the company's business and strategy and monitor its implementation, in order to sustain the company's long-term viability and strength	5
6. The Board ensures an effective succession planning program for directors, key officers and Management to ensure the continuous and consistent growth of the company.	4
7. The Board aligns the remuneration of key officers and board members with the long-term interest of the company.	5
8. The Board has adopted a formal nomination and election policy which provides for the procedures on how the Board accepts nominations.	5
9. The Board ensures the integrity of related party transactions and other unusual transactions, particularly those which pass certain threshold materiality. The Board reviews and approves material RPTs to guarantee fairness and transparency of the transactions.	5

10. The Board has an internal control system in place and a mechanism to monitor and manage potential/actual conflicts of interests of board members, management and shareholders.	4
--	---

11. Board has organized board committees to support the effective performance of the board functions, particularly, with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration.	5
12. The Board endeavors to exercise an objective and independent judgment on all corporate affairs.	5
13. The Board has at least 2 independent directors, or at least 20% of the members of the Board, whichever is higher.	4
14. The Board regularly carries out evaluations to assess its performance as a body, and whether it possesses the right mix of backgrounds and competencies.	4
15. The Board applies high ethical standards, taking into account the interests of all stakeholders.	5
16. The Board has established corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.	5

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Puerto Princesa, Palawan on May 21, 2025.

ALLIED CARE EXPERTS(ACE) MEDICAL CENTER- PALAWAN INC.

By:



SHEREIL DELOS SANTOS-PABLICO
Corporate Secretary

Upon the written request of the stockholder, the Company undertakes to furnish said stockholder a copy of SEC Form 17-A free of charge, except for exhibits attached thereto which shall be charged at cost. Any written request for a copy of SEC Form 17-A shall be addressed as follows:

Allied Care Experts(ACE) Medical Center -Palawan Inc.
South National Highway, Bgy. San Pedro, Puerto Princesa City, Palawan

Attention: The Corporate Secretary

ANNEX “A”

INCUMBENT BOARD OF DIRECTORS/ NOMINEES:

Name	Business and Professional Work Experience
Enriquez, Amado Manuel Jr. C. 73 y/o Filipino	Chairman of the Board – Manila East Medical Center (2007-2008, 2017); ParanaqueDoctors Hospital (2012-2017); ACE Medical Center Baypointe, Subic (2007-2011); Unihealth Paranaque Hospital (2014-2017); Alaminos Medical Center Foundation (2001-present) Founding Chairman – ACE Medical Center Valenzuela, ACE Medical Center Baliwag, ACE Medical Center Pateros, ACE Medical Center Palawan, ACE Medical Center Mandaluyong, ACE Medical Center Palawan, ACE Medical Center Iloilo, ACE Medical Center Tacloban, ACE Medical Center Bohol, ACE Medical Center Dumaguete, ACE Medical Center Bacolod, ACE Medical Center General Santos, ACE Medical Center CDO, ACE Medical Center Dipolog, ACE Medical Center Zamboanga, ACE Medical Center Butuan Active consultant in Cardiovascular-Thoracic Surgery – St. Lukes Medical Center, Manila East Medical Center, ACE Medical Center Hospitals.
Reblando, Jonathan H. 49 y/o, Filipino	Hospital Affiliations: ACEMC Palawan Inc./ Founder Adventist Hospital ng Palawan Palawan Medical Mission Group Multipurpose Cooperative(PMMGMPC)
Carlos, Fernando P. 64 y/o. Filipino	President ACE Medical Center Pateros(2011-2018), President ACE Medical Center Q.C (2012-President), President ACE Medical Center Tacloban (2014-Present), President ACE Medical Center Dipolog (2017-Present)
Cerna-Lopez, Geanie C. 70 y/o, Filipino	President – ACE Medical Center -Cebu (2017-Present) President – Las Pinas City Medical Center, Medical Director- Unihealth Paranaque, Management Consultant – Medical Center Muntinlupa, Past President – Medical Center Muntinlupa (2016), Past Hospital Admin – UniHealth Paranaque Hospital (2016) and Las Pinas City Medical Center (2016); Past president Paranaque Doctors Hospital (2015) Hospital Affiliations: 6. ACE Hospitals 7. Paranaque Doctors Hospital 8. Unihealth Paranaque Hospital and Medical Centre 9. Las Pinas City Medical Centre 10. Medical Centre Muntinlupa Asian Hospital and Medical Centre
Alfaro, Regidor L. 47 y/o, Filipino	Visiting Physician-MMG Cooperative Hospital, Puerto Princesa City, Palawan Visiting Physician- Adventist Hospital Palawan under/ ACEMC

	Palawan Inc.
Enriquez, Michael Edward 39 y/o, Filipino	Hospital Administrator ACE Medical Center Valenzuela, Vice President ACE Medical Center Q.C, Vice President ACE Medical Center Pateros
Portales, Janice Dale Tadeo 48 y/o, Filipino	Chief of Clinics- ACEMC Palawan Inc. Department Head, Drug and Therapeutics Committee- ACEMC Palawan Inc. Founder- ACEMC Palawan Inc. Member of Committee on Continuing Medical Education (PMMGMPC-Palawan) Vice President- Palawan Medical Society 2022-2023 Asst. Treasurer of Community Pediatric Society
Funelas, Evelyn Dolot 63 y/o, Filipino	Founder/ ACEMC Palawan Inc. Department Head of Procurement and Property Materials Management of ACEMC Palawan Inc. Head of High Risk Pregnancy Unit
Palanca, Lumen Riego De Dios 67 y/o, Filipino	2013-2020 Treasurer, Palawan Medical Society 2017 to present Treasurer, ACEMC Palawan, Inc. Consultant, Adventist Hospital Palawan Consultant – MMG Cooperative Hospital, Puerto Princesa
Tovera, Joseph M. 49 y/o, Filipino	CECEO/President- First Apex Philippines Health System Corp. Founder/ Adviser- Palawan Cancer Support Group Inc. Chairman- Department of Internal Medicine AHP Medical Oncology Consultant- PMMG- Coop Hospital, Palawan Adventist Hospital Palawan President/ Founder ACEMC Palawan Inc. Visiting Consultant- Manila Doctors Hospital Manila Med. Part-Time Faculty/ Lecturer- San Beda College of Medicine, Virgen Milagrosa College of Medicine Medical Director- ACEMC Palawan Inc. (2022-2023) Medical Consultant-Globo Asiatico Enterprise (2022-2023) Pre- Reviewer for Oncology 2019- Philippine Journal of Internal Medicine (2014 to 2019) Medical Training Officer – Ospital ng Palawan- (2016-2018) Head of Intensive care unit- Urduja General Hospital – 2015 Medical Head/ Director- Novartis Oncology (2011-2014) Medical and Marketing Manager- ROCHE (2009-2010)
Samoy, Marietta T. 68 y/o, Filipino	President – Allied Care Experts (ACE) Medical Center Mandaluyong (2016-Present) President – Allied Care Experts (ACE) Medical Center Legazpi, Inc. (2016-Present) President – Allied Care Experts (ACE) Medical Center Bayawan (2017-Present) Medical Director – Paranaque Doctors Hospital (2016-2017) President – Uni-Health Paranaque Hospital and Medical Center Hospital Administrator – Las Pinas Medical Center Muntinlupa (2017)

	<p>Hospital Affiliations:</p> <ol style="list-style-type: none"> 5. ACE Hospitals 6. Paranaque Doctors Hospital 7. Unihealth Paranaque Hospital and Medical Center <p>Las Pinas Medical Center Medical Center Muntinlupa</p>
Tagra, Mina Sirikit 64 y/o, Filipino	<p>Medical Director, Pharmacist, OB-Gyne Sonologist, Obstetrician Gynecologist – Claridad Pharmacy Finance Officer, Husai and Health Beauty Haven and Spa Proprietor, Home Stay Real Pension House Proprietor, Mina's Place Tacloban City</p>
Pablico, Shereil Delos Santos 46 y/o, Filipino	<p>Consultant- MMG Cooperative Hospital, Puerto Princesa City, Palawan Top Performing Physician, - Adventist Hospital Founder/ Corporate Secretary- ACEMC Palawan Inc. Fellow, Philippine Pediatrics Society, Dept. Head- ACEMC PALAWAN Inc. Philippine Medical Association, Outstanding Secretary 2023 President - Community Pediatrics Society of the Philippines Palawan [to present]</p>
Vicente, Ivan Michael G. 43 y/o, Filipino	<p>2012-2014 Fellow, UP-PGH Section of Gastroenterology 2014 to present – Internist-Gastroenterologist in Adventist Hospital Palawan, Palawan Medical City and MMG Cooperative Hospital</p>
Recidoro, Hazel Marie C. 46 y/o, Filipino	<p>Societies, Professional and Business Org. Affiliations: Philippine Hospital Association Philippine Medical Association Fellow, Philippine Board of Radiology Fellow CT, MRI Society of the Philippines Quezon City Medical Association Founder/ ACEMC Palawan Inc. Member of the Board ACEMC Quezon City [to present] ACEMC- Pateros Chief Finance Officer, Hospital Admin. [to present]</p>

NOMINEES FOR THE YEAR 2025-2026

Name	Business and Professional Work Experience
<p>Enriquez, Amado Manuel Jr. C. 73 y/o Filipino</p>	<p>Chairman of the Board – Manila East Medical Center (2007-2008, 2017); ParanaqueDoctors Hospital (2012-2017); ACE Medical Center Baypointe, Subic (2007-2011); Unihealth Paranaque Hospital (2014-2017); Alaminos Medical Center Foundation (2001-present) Founding Chairman – ACE Medical Center Valenzuela, ACE Medical Center Baliwag, ACE Medical Center Pateros, ACE Medical Center Palawan, ACE Medical Center Mandaluyong, ACE Medical Center Palawan, ACE Medical Center Iloilo, ACE Medical Center Tacloban, ACE Medical Center Bohol, ACE Medical Center Dumaguete, ACE Medical Center Bacolod, ACE Medical Center General Santos, ACE Medical Center CDO, ACE Medical Center Dipolog, ACE Medical Center Zamboanga, ACE Medical Center Butuan</p> <p>Active consultant in Cardiovascular-Thoracic Surgery – St. Lukes Medical Center, Manila East Medical Center, ACE Medical Center Hospitals.</p>
<p>Felizarte, Lorna B. 66 y/o, Filipino</p>	<p>Owner/Manager, Boglosa's Birthing Home, Puerto Princesa City Consultant – MMG Cooperative Hospital, Puerto Princesa City Consultant – Adventist Hospital, Palawan Consultant – Ospital ng Palawan Member, Ethics Committee MMG Cooperative Hospital Palawan</p>
<p>Carlos, Fernando P. 64 y/o. Filipino</p>	<p>President ACE Medical Center Pateros(2011-2018), President ACE Medical Center Q.C (2012-President), President ACE Medical Center Tacloban (2014-Present), President ACE Medical Center Dipolog (2017-Present)</p>
<p>Cerna-Lopez, Geanie C. 70 y/o, Filipino</p>	<p>President – ACE Medical Center -Cebu (2017-Present) President – Las Pinas City Medical Center, Medical Director- Unihealth Paranaque, Management Consultant – Medical Center Muntinlupa, Past President – Medical Center Muntinlupa (2016), Past Hospital Admin – UniHealth Paranaque Hospital (2016) and Las Pinas City Medical Center (2016); Past president Paranaque Doctors Hospital (2015) Hospital Affiliations: <ol style="list-style-type: none"> 11. ACE Hospitals 12. Paranaque Doctors Hospital 13. Unihealth Paranaque Hospital and Medical Centre 14. Las Pinas City Medical Centre 15. Medical Centre Muntinlupa Asian Hospital and Medical Centre</p>
<p>Enriquez, Marilyn R. 77 y/o, Filipino</p>	<p>ACEMC Palawan Inc. Founder</p>

Enriquez, Michael Edward 39 y/o, Filipino	Hospital Administrator ACE Medical Center Valenzuela, Vice President ACE Medical Center Q.C, Vice President ACE Medical Center Pateros
Portales, Janice Dale Tadeo 48 y/o, Filipino	Chief of Clinics- ACEMC Palawan Inc. Department Head, Drug and Therapeutics Committee- ACEMC Palawan Inc. Founder- ACEMC Palawan Inc. Member of Committee on Continuing Medical Education (PMMGMPC-Palawan) Vice President- Palawan Medical Society 2022-2023 Asst. Treasurer of the Community Pediatric Society
Andal, April Rheiboy C. 47 y/o , Filipino	ACEMC Palawan Inc. Founder and Admin. Director Certified Hospital Administrator, Philippine College of Hospital Administrators, 2023 Palawan Medical Society, President 2021-2022 Palawan Medical Society, PRO 2018-2022 Palawan Medical Society, Vice President 2020-2021 Community Pediatrics Society of the Philippines President, 2016-2018 UST Medical Alumni Association Palawan Chapter
Palanca, Lumen Riego De Dios 67 y/o, Filipino	2013-2020 Treasurer, Palawan Medical Society 2017 to present Treasurer, ACEMC Palawan, Inc. Consultant, Adventist Hospital Palawan Consultant – MMG Cooperative Hospital, Puerto Princesa
Tovera, Joseph M. 49 y/o, Filipino	CECEO/President- First Apex Philippines Health System Corp. Founder/ Adviser- Palawan Cancer Support Group Inc. Chairman- Department of Internal Medicine AHP Medical Oncology Consultant- PMMG- Coop Hospital, Palawan Adventist Hospital Palawan President/ Founder ACEMC Palawan Inc. Visiting Consultant- Manila Doctors Hospital Manila Med. Part-Time Faculty/ Lecturer- San Beda College of Medicine, Virgen Milagrosa College of Medicine Medical Director- ACEMC Palawan Inc. (2022-2023) Medical Consultant-Globo Asiatico Enterprise (2022-2023) Pre- Reviewer for Oncology 2019- Philippine Journal of Internal Medicine (2014 to 2019) Medical Training Officer – Ospital ng Palawan- (2016-2018) Head of Intensive care unit- Urduja General Hospital – 2015 Medical Head/ Director- Novartis Oncology (2011-2014) Medical and Marketing Manager- ROCHE (2009-2010)

Samoy, Marietta T. 68 y/o, Filipino	President – Allied Care Experts (ACE) Medical Center Mandaluyong (2016-Present) President – Allied Care Experts (ACE) Medical Center Legazpi, Inc. (2016-Present) President – Allied Care Experts (ACE) Medical Center Bayawan (2017-Present) Medical Director – Paranaque Doctors Hospital (2016-2017) President – Uni-Health Paranaque Hospital and Medical Center
	Hospital Administrator – Las Pinas Medical Center Muntinlupa (2017) Hospital Affiliations: 8. ACE Hospitals 9. Paranaque Doctors Hospital 10. Unihealth Paranaque Hospital and Medical Center 11. Las Pinas Medical Center Medical Center Muntinlupa
Carlos, Julieta B. 62 y/o, Filipino	ACEMC Palawan Inc. Founder
Pablico, Shereil Delos Santos 46 y/o, Filipino	Consultant- MMG Cooperative Hospital ,Puerto Princesa City,Palawan Top Performing Phycisian,- Adventist Hospital Founder/ Corporate Secretary- ACEMC Palawan Inc. Fellow, Philippine Pediatrics Society, Dept. Head- ACEMC PALAWAN Inc. Philippine Medical Association , Outstanding Secretary 2023 President - Community Pediatrics Society of the Philippines Palawan [to present]
Vicente, Ivan Michael G. 43 y/o, Filipino	2012-2014 Fellow, UP-PGH Section of Gastroenterology 2014 to present – Internist-Gastroenterologist in Adventist Hospital Palawan, Palawan Medical City and MMG Cooperative Hospital
Recidoro , Hazel Marie C. 46 y/o, Filipino	Societies, Professional and Business Org. Affiliations: Philippine Hospital Association Philippine Medical Association Fellow, Philippine Board of Radiology Fellow CT,MRI Society of the Philippines Quezon City Medical Association Founder/ ACEMC Palawan Inc. Member of the Board ACEMC Quezon City ACEMC- Pateros Chef Finance Officer, Hospital Admin.

INCUMBENT OFFICERS

1. Amado Manuel C. Enriquez, Jr.
 2. Geanie Cerna-Lopez
 3. Joseph M. Tovera
 4. Marietta T. Samoy
 5. Shereil Pablico
 6. Rosalie Reyes
 7. Lumen R. Palanca
 8. Fernando P. Carlos
- Chairman, see foregoing Director's Profile
 - Vice-Chairman, see foregoing profile
 - President, see foregoing Director's Profile
 - Vice-President, see foregoing profile
 - Corporate Secretary, see foregoing Director's Profile
 - Asst. Corporate Secretary, see foregoing Profile
 - Treasurer, see foregoing Director's Profile
 - Asst. Treasurer, see foregoing Profile

MANAGEMENT REPORT

A. Description of Business

ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-PALAWAN, INC. (the Company) is a stock corporation organized and registered with the Philippine Securities and Exchange Commission (SEC) on January 20, 2017 under Registration No. CS201702182. A Certificate of Permit to Offer Securities for Sale was issued on March 29, 2021 and was published in Manila Times on April 13, 2021.

The Company's primary purpose is to establish, maintain, operate, own and manage hospitals, medical and related healthcare facilities and businesses such as but without restriction to clinical laboratories, diagnostic centers, ambulatory clinic, condo-hospital, scientific research institutions and other allied undertakings and services which shall provide medical, surgical, nursing, therapeutic, paramedic or similar care, provided that purely professional, medical or surgical services shall be performed by duly qualified and licensed physicians or surgeons who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

On 05 May 2017, ground breaking ceremony for the construction of this health facility was held. It is the 11th project of ACE Group of Hospitals located nationwide, 14 in Luzon, 10 in Visayas and 6 in Mindanao. Allied Care Group is currently establishing 7 more new medical centers nationwide.

ACEMC Palawan is a Level 2 medical center with a 100-bed capacity in an 8-storey building with basement, with a total floor area of 16,538 sq.m constructed on a 7,072 sqm. property located in the center of Puerto Princesa City, along South National Highway, Barangay San Pedro, Puerto Princesa City, Palawan.

The current pandemic resulted to delays in construction brought about by delays in delivery of materials. Five years after its ground breaking ceremonies, ACEMC Palawan was structurally finished. On December 9, 2021, the Department of Health officially visited the hospital for inspection. A The License to Operate was granted on January 19, 2022. The doors were finally opened on February 15, 2022.

The Company, in the normal course of business, has entered into transactions with related parties principally consisting of:

March 31, 2025 (Unaudited)

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	9,000,000	₱9,560,523		

2024

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	70,280,040	₱80,560,523		

Cash Advances

The Company obtains cash advances from its founders to finance the Company's pre-operating expenses, other start up fund requirements and on-going construction of hospital building. These are unsecured, payable in cash with no scheduled repayment terms. The outstanding balance of these advances were presented under Advances from related parties account in the statements of financial position.

B. Securities of the Registrant**Market Price, Dividend and Related Stockholder Matters**

The securities of Allied Care Experts (ACE) Medical Center-Palawan Inc. are marketed through its organic salaried employees who serve as salesmen. The high and low sales prices by quarter for the last two (2) years are as follows:

	1st Quarter		2nd Quarter		3rd Quarter		4th Quarter		1stQuarter
Market Price	2023	2024	2023	2024	2023	2024	2023	2024	2025
High	250,000		250,000		250,000		250,000		250,000
Low	200,000		200,000		200,000		200,000		250,000

The price as of June, 2025 (Latest Practicable Sale) is Php 250,000.00

There are no recent sales of unregistered or exempt securities including recent issuance of securities constituting an exempt transaction.

There are approximately 218,960 holders of the Company's common shares as of May 31, 2025.

Please refer to Annex "C", page 5 to page 7 for the list of top 20 stockholders as of March 31, 2025

No dividends were declared in 2024, 2023, and 2022 in compliance with the Corporation's agreements with the Development Bank of the Philippines. These provisions prohibit the company from declaring dividends until the loan has been fully settled.

There are no restrictions that limit the payment of dividends on Common Shares.

There is no recent sale of unregistered or exempt securities.

C. Management's Discussion and Analysis or Plan of Operation

FOR FIRST QUARTER OF 2025

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)	Horizontal Analysis		Vertical Analysis	
			Inc(Dec)	%age	March 31, 2025	December 31, 2024
<u>ASSETS</u>						
Current Assets						
Cash	P 23,866,207	P 12,985,567	P 10,880,640	84%	2%	1%
Trade and other receivables	127,079,084	141,332,095	(14,253,011)	-10%	11%	12%
Inventories	24,303,927	23,690,554	613,373	3%	2%	2%
Prepayments and other current assets	4,616,963	4,388,601	228,362	5%	0%	0%
Total Current Assets	179,866,181	182,396,817	(2,530,636)	-7208%	16%	16%
Non-current Assets						
Property and equipment - net	948,642,324	958,177,143	(9,534,819)	-1%	83%	83%
Intangible asset	583,333	653,333	(70,000)	-11%	0%	0%
Deferred tax asset	16,081,687	19,677,745	(3,596,058)	-18%	1%	2%
Total Non-Current Assets	965,307,344	978,508,221	(13,200,877)	-1%	84%	84%
TOTAL ASSETS	P 1,145,173,525	P 1,160,905,038	(15,731,513)	-1%	100%	100%
<u>LIABILITIES AND EQUITY</u>						
Current Liabilities						
Trade and other payables	P 103,722,347	P 122,303,833	P (18,581,486)	-15%	9%	11%
Loans payable - current	62,500,000	62,500,000	-	0%	5%	5%
Income tax payable	2,377,989	1,312,110	1,065,879	81%	0%	0%
Other current liabilities	770,467	8,823,982	(8,053,515)	-91%	0%	1%
Advances from related parties	89,560,523	80,560,523	9,000,000	11%	8%	7%
Total Current Liabilities	258,931,326	275,500,448	(16,569,122)	-6%	23%	24%
Non-Current Liabilities						
Loans payable	484,375,000	500,000,000	(15,625,000)	-3%	42%	43%
Total Liabilities	743,306,326	775,500,448	(32,194,122)	-4%	65%	67%
Equity						
Share capital	220,100,000	219,980,000	120,000	0%	19%	19%
Share premium	226,789,000	224,434,000	2,355,000	1%	20%	19%
Accumulated deficits	(45,021,801)	(59,009,410)	13,987,609	-24%	-4%	-5%
Equity, net	401,867,199	385,404,590	16,462,609	4%	35%	33%
TOTAL LIABILITIES AND EQUITY	P 1,145,173,525	P 1,160,905,038	(15,731,513)	-1%	100%	100%

As of March 31, 2025, the Company's total assets of P 1,145,173,525 slightly decrease by P15,731,513 from P1,160,905,038 balance as of December 31, 2024. This was primarily due to decrease in trade and receivables and depreciation of property and equipment and amortization of intangible asset.

The increased in Cash by P10,880,640 was primarily due to proceeds from issuance of shares and partly negated by cash used in operations and payment of loans.

The decrease in trade and other receivables by P14,253,011 was primarily due to Company's collection from PhilHealth, negated by increase in receivables from patients and reimbursements from HMO, DSWD and others.

The increase in inventories was primarily due to increase in purchases of medicines and supplies in relation to increase in revenue.

The increased in prepayments and other currents assets by ₱228,362 was primarily due to the increased in the value added tax on purchases of goods and services partly negated by lower prepaid supplies and application of prepaid income tax on income tax due.

Property and equipment decreased by 1% or ₱9,534,819 primarily due to depreciation for the three months ended March 31, 2025.

Intangible asset decreased by 11% or ₱70,000 primarily due to amortization for the three months ended March 31, 2025.

Deferred tax asset decreased by ₱3,596,058 due to the application of NOLCO by the Company for the first quarter of 2025 partly negated by recognition of DTA on MCIT and additional DTA on credit losses.

Total liabilities decreased by ₱32,194,122 primarily due to payment of loans payable and payment of payables. This is negated by the increase in advances from related parties.

Trade and other payables decreased by ₱18,581,486. This is primarily due lower purchases made to suppliers of goods and services and settlement of outstanding payables.

Other current liabilities decrease by ₱8,053,515 primarily due to payment of statutory payables during the quarter.

The Company has income tax payable of ₱2,377,989 for the three months ended March 31, 2025. Though the Company applied NOLCO, it is still subject to Minimum Corporate Income Tax.

Advances from related parties increased by ₱9,000,000 due to cash advances from shareholders for Company's working capital requirement in the first quarter of 2025.

The decrease in loans payable of ₱15,625,000 was primarily due to payment of principal.

The increased in equity was primarily due to the increase in share capital and share premium due to issuances of shares and due to net income recognized by the Company for the first quarter of 2025.

RESULTS OF OPERATIONS

The following table shows the consolidated financial highlights of the Company for the three months period ended March 31, 2025 and 2024:

	For the three months ended		Horizontal Analysis		Vertical Analysis	
	31-Mar-25	31-Mar-24	Inc (Dec)	%age	31-Mar-25	31-Mar-24
Revenues	₱ 120,847,487	₱ 84,549,491	₱ 36,297,996	43%	100%	100%
Cost of sales and services	(67,700,043)	(54,697,340)	13,002,703	24%	-56%	-65%
Other income	148,899	1,412,421	(1,263,522)	-89%	0%	2%
Operating expenses	(20,962,644)	(16,395,835)	4,566,809	28%	-17%	-19%
Finance costs	(13,684,153)	(8,833,935)	4,850,218	55%	-11%	-10%
Income expense	(4,661,937)	(1,545,464)	(3,116,473)	-202%	-4%	-2%
Net loss	₱ 13,987,609	₱ 4,489,338	₱ (9,498,271)	-212%	12%	5%

The revenue for the three months ended March 31, 2025 increased by 43% from the 2024, this was due to increase in hospital fees and sale of medicines due to the increase in the capacity bed of the hospital.

Cost of sales and services for the three months ended March 31, 2025 increased by 24% as compared with the March 31, 2024 figures. This is primarily due to increase in the majority of the expenses relative to the increase in revenue.

Other income for the three months period March 31, 2025 decreased by 89%. This was due to decrease in miscellaneous income during the first quarter.

The 28% increase in operating expenses for the three months ended March 31, 2025 compared with the three months ended March 31, 2024. This is primarily due to the significant increase in majority of the expenses relative to the increase in revenue.

Finance cost increased by 55% due to increase in loans balances as of March 31, 2025 and changes in interest rate since the rates are subject to quarterly repricing.

Increase in income tax expense by 202% due to increase of taxable income during the quarter.

The Company's operation resulted to a net income for the first quarter of 2025. This is primarily due to the increase in revenue earned in 2025.

Material Changes in Financial Condition

a. Cash increased by ₱10.880M
Primarily due to proceeds from issuance of shares and partly negated by cash used in operations and payment of loans.
b. Trade and other receivables decreased by ₱14.253M
Due to Company's collection from PhilHealth, negated by increase in receivables from patients and reimbursements from HMO, DSWD and others.
c. Inventories increased by ₱613,373
The increase in inventories was primarily due to increase in purchases of medicines and supplies in relation to increase in revenue.
d. Prepayments and other current assets increased by ₱228,362
Primarily due to the increased in the value added tax on purchases of goods and services partly negated by lower prepaid expenses and application prepaid income tax on income tax due.
e. Property and equipment decreased by ₱9.354M
Due to depreciation for the three months ended March 31, 2025.
f. Intangible asset decreased by ₱70,000
Due to amortization for the three months ended March 31, 2025.
g. Deferred tax asset decreased by ₱3.596M
Due to the application of NOLCO by the Company for the first quarter of 2025 partly negated by recognition of DTA on MCIT and additional DTA on credit losses.
h. Trade and other payables decreased by ₱18.581M
This is primarily due lower purchases made to suppliers of goods and services and settlement of outstanding payables.
i. Other current liabilities decreased by ₱8.053M
Primarily due to payment of statutory payables during the quarter.
j. Income tax payable increased by ₱2.377M
Though the Company applied NOLCO, it is still subject to Minimum Corporate Income Tax.
k. Loans payable decrease by ₱15.625M
The decrease in loans payable was primarily due to payment of principal.
l. Equity increased by ₱16.462M
Primarily due to the increase in share capital and share premium due to issuances of shares and due to net income recognized by the Company for the first quarter of 2025.

Material Changes in Operating Results

a. Revenue increased by 43% This was due to increase in hospital fees and sale of medicines due to the increase in the capacity bed of the hospital.
b. Cost of Sales and Services increased by 24% This is primarily due to increase in the majority of the expenses relative to the increase in revenue.
c. Operating Expenses increased by 28% This is primarily due to the significant increase in majority of the expenses relative to the increase in revenue.
d. Other income decreased by 89% This was due to lower miscellaneous income during the first quarter.
e. Finance cost increased by % Due to decrease in loans balances as of March 31, 2025 and changes in interest rate since the rates are subject to quarterly repricing.
f. Income tax expense increased by 55% Finance cost increased by 55% due to increase in loans balances as of March 31, 2025 and changes in interest rate since the rates are subject to quarterly repricing.
g. Net Income increased by 212% The Company's operation resulted to a net income for the first quarter of 2025. This is primarily due to the increase in revenue earned in 2025.

THE COMPANY'S KEY PERFORMANCE INDICATORS

	Mar 31, 2025	Mar 31, 2024
1. Liquidity		
a. Quick ratio - capacity to cover its short-term obligations using only its most liquid assets. $[(\text{cash} + \text{A/R}) / \text{current liabilities}]$	0.583:1	0.310:1
b. Current ratio - capacity to meet current obligations out of its liquid assets. $(\text{current assets} / \text{current liabilities})$	0.695:1	0.537:1
2. Solvency		
a. Debt to equity ratio - indicator of which group has the greater representation in the assets of the Company. $(\text{total liabilities} / \text{equity})$	1.85:1	1.819:1
3. Profitability		
a. Net profit margin - ability to generate surplus for stockholder $(\text{net income} / \text{sales})$	0.116:1	0.053:1
b. Return on equity - ability to generate returns on investment of stockholders. $(\text{net income} / \text{average equity})$	0.036:1	0.012:1
4. Leverage		
b. Debt to total asset ratio - the proportion of total assets financed by creditors. $(\text{total debt} / \text{total assets})$	0.649:1	0.645:1
c. Asset to equity ratio - indicator of the overall financial stability of the Company. $(\text{total assets} / \text{equity})$	2.85:1	2.819:1

2. Interest Rate Coverage Ratio a. Interest rate coverage ratio - measure of the company's ability to meet its interest payments (earnings before interest and taxes / interest expense) Remarks: The Company was able to meet its interest payments. The negative result was due to loss from operations.	2.363:1	1.683:1
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DISCUSSION AND ANALYSIS OF MATERIAL EVENTS AND UNCERTAINTIES

There were no material events that would trigger direct or indirect contingent financial obligation that would materially affect the company's operation, including any default or acceleration of obligation.

The Company did not enter into any material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons during the period.

There are no known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way.

There were no capital expenditures for the period.

There were no significant elements of income or loss that did not arise from the Company's continuing operations.

There were no seasonal aspects that had any material effect on the financial condition or results of operations of the Company.

The Company is not a party to any lawsuit or claims arising from the ordinary course of business

For the Full Years

DECEMBER 31, 2024, DECEMBER 31, 2023 AND DECEMBER 31, 2022

The following table shows the consolidated financial highlights of the Company for the years that ended December 31, 2024, 2023, and 2022:

	As of December 31		
	2024	2023	2022
Income Statement Data			
Revenue	P 381,120,184	P 273,689,741	P 183,890,792
Other Income	486,898	1,600,067	1,024,653
Cost of Sales and Services	(250,860,763)	(202,802,684)	(174,079,858)
Operating expenses	(76,411,792)	(41,823,730)	(34,806,094)
Finance cost	(43,511,702)	(37,014,323)	(18,893,308)
Operating Income (Loss)	10,822,825	(6,350,929)	(42,863,815)
Income tax benefit (expense)	(4,189,944)	1,589,768	9,742,847
Net Income (Loss)	6,632,881	(4,761,161)	(33,120,968)

Revenue

The revenue in 2024 is higher by 39.25% from the 2023 revenue of ₱107.43M, this was due to increase in hospital fees and sale of medicines due to the increase in the capacity bed of the hospital.

Cost of sales

Cost of sales and services in 2024 is higher by 23.7% than in 2023. This is primarily due to increase in the majority of the expenses relative to the increase in revenue.

Other income

Other income for the year 2024 decreased by 69.57% as compared with the year 2023. This is primarily due to lower miscellaneous income in relation to the operation of the hospital.

Operating expenses

Expenses in 2024 are higher by 82.70% compared to 2023. This is primarily due to the significant increase in majority of the expenses relative to the increase in revenue.

Finance costs

Finance costs increased by 17.55% for the year ended December 31, 2024 compared to December 31, 2023. This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.

Income tax expense

Income tax expense amounts to ₱4.19M in 2024 due to increase of revenue during the year.

Income for the year

The hospital recognized net income in 2024, 239.31% higher compared in 2023. This was primarily due to increased revenue.

Financial Condition

Total assets increased from ₱1.0539B to ₱1.160B. The increased was caused by the significant increase in cash, trade and other receivables and inventories.

Cash increased by ₱4.3M was primarily due to the collection from operations, proceeds from advances and issuance of shares partly negated by the payment of trade and other payables, acquisition of property and equipment and intangible assets and payment of loans payable.

The increase in trade and other receivables by ₱119.6M was primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company increased the bed capacity of the hospital.

The increased in inventories by ₱4.4M pertains mainly to the purchased in hospital supplies.

Prepayments and other current assets decreased by ₱3.56M. This is primarily due to higher claimed in input taxes in 2024

Property and equipment decreased by ₱15.88M. This due to depreciation expense for the period negated by additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment.

The decrease in intangible asset pertains to amortization of hospital information system of the hospital.

Deferred tax asset decreased by ₱1.576M due to the application of NOLCO partly negated by the recognition of DTA from MCIT for the period.

Total liabilities increased by ₱88.72M. The increase was primarily due to the higher expenses incurred by the hospital relative to the increase of the hospital bed capacity and additional advances from related parties. Trade and other payables increased by ₱42.67M. This increase was mainly due to the higher purchases to suppliers of goods and services, payable of professional fee for doctors and increased of retention payable.

Loans payables decreased by ₱31.25M representing the payments made during the year.

The increase of ₱70.28M in advances from shareholders was due to additional advances in 2024.

The increased in equity was primarily due to the increase in share capital and share premium due to issuances of shares and by decrease in accumulated deficits due to net income incurred by the Company as of 2024

DECEMBER 31, 2024 COMPARED TO DECEMBER 31, 2023

Changes in Operating Results

	For The Year Ended		Horizontal Analysis		Vertical Analysis	
	31-Dec-2024	31-Dec-2023	Inc (Dec)	%age	31-Dec-2024	31-Dec-2023
Revenue	₱ 381,120,184	₱ 273,689,741	₱ 107,430,443	39.25%	100%	100%
Cost of sales and services	(250,860,763)	(202,802,684)	(48,058,079)	23.70%	-66%	-74%
Other income	486,898	1,600,067	(1,113,169)	-69.57%	0%	1%
Operating expenses	(76,411,792)	(41,823,730)	(34,588,062)	82.70%	-20%	-15%
Finance costs	(43,511,702)	(37,014,323)	(6,497,379)	17.55%	-11%	-14%
Income tax benefit (expense)	(4,189,944)	1,589,768	(5,779,712)	-363.56%	-1%	1%
Net income (loss)	₱ 6,632,881	₱ (4,761,161)	₱ 11,394,042	-239.31%	2%	-2%

The revenue in 2024 is higher by 39.25% from the 2023 revenue of ₱107.43M, this was due to increase in hospital fees and sale of medicines due to the increase in the capacity bed of the hospital.

Cost of sales and services in 2024 is higher by 23.7% than in 2023. This is primarily due to increase in the majority of the expenses relative to the increase in revenue.

Other income for the year 2024 decreased by 69.57% as compared with the year 2023. This is primarily due to lower miscellaneous income in relation to the operation of the hospital.

Expenses in 2024 are higher by 82.70% compared to 2023. This is primarily due to the significant increase in majority of the expenses relative to the increase in revenue.

Finance costs increased by 17.55% for the year ended December 31, 2024 compared to December 31, 2023. This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.

Income tax expense amounts to ₱4.19M in 2024 due to increase of revenue during the year.

The hospital recognized net income in 2024, 239.31% higher compared in 2023. This was primarily due to increased revenue.

Financial Condition

	31-Dec-2024	31-Dec-2023	Horizontal Analysis		Vertical Analysis	
			Inc(Dec)	%age	31-Dec-2024	31-Dec-2023
ASSETS						
Current Assets						
Cash	₱ 12,985,567	₱ 8,685,227	₱ 4,300,340	50%	1%	1%
Trade and other receivables	141,332,095	21,730,084	119,602,011	550%	12%	2%
Inventories	23,690,554	19,257,990	4,432,564	23%	2%	2%
Prepayments and other current :	4,388,601	7,949,649	(3,561,048)	-45%	0%	1%
Total Current Assets	182,396,817	57,622,950	124,773,867	217%	16%	5%
Non-current Assets						
Property and equipment	958,177,143	974,059,309	(15,882,166)	-2%	83%	92%
Intangible asset	653,333	933,333	(280,000)	-30%	0%	0%
Deferred tax asset, net	19,677,745	21,254,738	(1,576,993)	-7%	2%	2%
Total Non-Current Assets	978,508,221	996,247,380	(17,739,159)	-2%	84%	95%
Total Assets	₱ 1,160,905,038	₱ 1,053,870,330	₱ 107,034,708	10%	100%	100%
LIABILITIES AND EQUITY						
Current Liabilities						
Trade and other payables	₱ 122,303,833	₱ 79,629,509	₱ 42,674,324	54%	16%	12%
Loans payable - current	62,500,000	31,250,000	31,250,000	100%	8%	5%
Income tax payable	1,312,110	-	1,312,110	#DIV/0!	0%	0%
Other current liabilities	8,823,982	3,113,629	5,710,353	183%	1%	0%
Advances from related parties	80,560,523	10,280,483	70,280,040	684%	10%	1%
Total Current Liabilities	275,500,448	124,273,621	151,226,827	122%	36%	18%
Non-Current Liabilities						
Loans payable - non current	500,000,000	562,500,000	(62,500,000)	-11%	64%	82%
Total Liabilities	775,500,448	686,773,621	88,726,827	13%	100%	100%
Equity						
Share capital	219,980,000	219,430,000	550,000	0%	57%	60%
Share premium	224,434,000	213,309,000	11,125,000	5%	58%	58%
Accumulated deficits	(59,009,410)	(65,642,291)	6,632,881	-10%	-15%	-18%
Equity, Net	385,404,590	367,096,709	18,307,881	5%	100%	100%
Total Liabilities and Equity	₱ 1,160,905,038	₱ 1,053,870,330	₱ 107,034,708	10%	100%	100%

Total assets increased from ₱1.0539B to ₱1.160B. The increased was caused by the significant increase in cash, trade and other receivables and inventories.

Cash increased by ₱4.3M was primarily due to the collection from operations, proceeds from advances and issuance of shares partly negated by the payment of trade and other payables, acquisition of property and equipment and intangible assets and payment of loans payable.

The increase in trade and other receivables by ₱119.6M was primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company increased the bed capacity of the hospital.

The increased in inventories by ₱4.4M pertains mainly to the purchased in hospital supplies.

Prepayments and other current assets decreased by ₱3.56M. This is primarily due to higher claimed in input

taxes in 2024

Property and equipment decreased by ₱15.88M. This due to depreciation expense for the period negated by additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment.

The decrease in intangible asset pertains to amortization of hospital information system of the hospital.

Deferred tax asset decreased by ₱1.576M due to the application of NOLCO partly negated by the recognition of DTA from MCIT for the period.

Total liabilities increased by ₱88.72M. The increase was primarily due to the higher expenses incurred by the hospital relative to the increase of the hospital bed capacity and additional advances from related parties.

Trade and other payables increased by ₱42.67M. This increase was mainly due to the higher purchases to suppliers of goods and services, payable of professional fee for doctors and increased of retention payable.

Loans payables decreased by ₱31.25M representing the payments made during the year.

The increase of ₱70.28M in advances from shareholders was due to additional advances in 2024.

The increased in equity was primarily due to the increase in share capital and share premium due to issuances of shares and by decrease in accumulated deficits due to net income incurred by the Company as of 2024

KEY PERFORMANCE INDICATORS

	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Liquidity			
Quick ratio - capacity to cover its short-term obligations using only its most liquid assets. [(cash + receivables) / current liabilities]	0.560:1	0.245:1	0.255:1
Current ratio - capacity to meet current obligations out of its liquid assets. (current assets / current liabilities)	0.662:1	0.464:1	0.468:1
2. Solvency			
Debt to equity ratio - indicator of which group has the greater representation in the assets of the Company. (total liabilities / equity)	2.012:1	1.871:1	2.004:1
3. Profitability			
Net profit margin - ability to generate surplus for stockholder (net income / sales)	0.017 :1	(0.017) :1	(0.180) :1

Return on equity - ability to generate returns on investment of stockholders. (net income / average equity)	0.018:1	(0.013):1	(0.116):1
4. Leverage Debt to total asset ratio - the proportion of total assets financed by creditors. (total liabilities / total assets)	0.668:1	0.652:1	0.667:1
Asset to equity ratio - indicator of the overall financial stability of the Company. (total assets / equity)	3.012:1	2.871:1	3.004:1
Interest Rate Coverage Ratio Interest rate coverage ratio - measure of the company's ability to meet its interest payments (earnings before interest and taxes / interest expense) Remarks: The Company was able to meet its interest payments.	1.249:1	0.828:1	(0.750):1

DISCUSSION AND ANALYSIS OF MATERIAL EVENTS AND UNCERTAINTIES

There were no material events that would trigger direct or indirect contingent financial obligation that would materially affect the company's operation, including any default or acceleration of obligation.

The Company did not enter into any material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons during the period.

There are no known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way.

There were no capital expenditures for the period.

There were no significant elements of income or loss that did not arise from the Company's continuing operations.

There were no seasonal aspects that had any material effect on the financial condition or results of operations of the Company.

The Company is not a party to any lawsuit or claims arising from the ordinary course of business

DECEMBER 31, 2023 COMPARED TO DECEMBER 31, 2022

Changes in Operating Results

	For The Year Ended		Horizontal Analysis		Vertical Analysis	
	31-Dec-2023	31-Dec-2022	Inc (Dec)	%age	31-Dec-2023	31-Dec-2022
Revenue	P 273,689,741	P 183,890,792	P (89,798,949)	-48.83%	100%	100%
Cost of sales and services	(202,802,684)	(174,079,858)	28,722,826	-16.50%	-74%	-95%
Other income	1,600,067	1,024,653	(575,414)	-56.16%	1%	1%
Operating expenses	(41,823,730)	(34,806,094)	7,017,636	-20.16%	-15%	-19%
Finance costs	(37,014,323)	(18,893,308)	18,121,015	-95.91%	-14%	-10%
Income tax benefit	1,589,768	9,742,847	8,153,079	83.68%	1%	5%
Net income (loss)	P (4,761,161)	P (33,120,968)	P (28,359,807)	85.62%	-2%	-18%

As disclosed in Note 1, the Company commenced partial operation in the last quarter of 2021. In the first quarter of 2022, it has started serving patients in the pharmacy and laboratory department and in the second quarter of 2022, it started accepting inpatients and its full operation commenced in January 2023 which causes significant increase in Revenue in 2023.

The significant increase in the cost of sales and services was directly associated with the start of the

Company's full operation in 2023. The major component of the cost of sales and services are employee's salaries and wages, professional fees, depreciation expense, medical, pharmacy and laboratory supplies, communication, light and water and outside services.

Other income for the year 2023 increase by 56% as compared with the year 2022. This is primarily due to increase in miscellaneous income in relation to the operation of the hospital.

Operating expenses in 2023 are higher compared to 2022 by 20%. This was primarily due to significant increase in expenses such as taxes and licenses, credit losses, service processing fees, depreciation and miscellaneous expense partly negated by other expenses.

Finance costs increased by 96% for the year ended December 31, 2023 compared to December 31, 2022. This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.

Income tax benefit for the year ended December 31, 2023 is lower than in 2022 by 73% due to lower expenses in 2023 resulting to lower taxable loss.

Loss for the year ended December 31, 2023 is lower than in 2022 by 86% primarily due to the significant decrease of expenses as the Company.

Financial Condition

	31-Dec-2023	31-Dec-2022	Horizontal Analysis		Vertical Analysis	
			Inc(Dec)	%age	31-Dec-2023	31-Dec-2022
ASSETS						
Current Assets						
Cash	₱ 8,685,227	₱ 10,440,293	₱ (1,755,066)	-17%	1%	1%
Trade and other receivables	21,730,084	17,384,067	4,346,017	25%	2%	2%
Inventories	19,257,990	20,014,234	(756,244)	-4%	2%	2%
Other current assets	7,949,649	3,274,862	4,674,787	143%	1%	0%
Total Current Assets	57,622,950	51,113,456	6,509,494	13%	5%	5%
Non-current Assets						
Property and equipment	974,059,309	982,996,347	(8,937,038)	-1%	92%	93%
Intangible asset	933,333	1,213,333	(280,000)	-23%	0%	0%
Deferred tax asset, net	21,254,738	18,577,826	2,676,912	14%	2%	2%
Total Non-Current Assets	996,247,380	1,002,787,506	(6,540,126)	-1%	95%	95%
Total Assets	₱ 1,053,870,330	₱ 1,053,900,962	₱ (30,632)	0%	100%	100%
LIABILITIES AND EQUITY						
Current Liabilities						
Trade and other payables	₱ 79,629,509	₱ 64,643,413	₱ 14,986,096	23%	12%	9%
Loans payable - current	31,250,000	31,250,000	-	0%	5%	4%
Other current liabilities	3,113,629	3,094,196	19,433	1%	0%	0%
Advances from related parties	10,280,483	10,280,483	-	0%	1%	1%
Total Current Liabilities	124,273,621	109,268,092	15,005,529	14%	18%	16%
Non-Current Liabilities						
Loans payable - non current	562,500,000	593,750,000	(31,250,000)	-5%	82%	84%
Total Liabilities	686,773,621	703,018,092	(16,244,471)	-2%	100%	100%
Equity						
Share capital	219,430,000	218,600,000	830,000	0%	60%	62%
Share premium	213,309,000	193,164,000	20,145,000	10%	58%	55%
Accumulated deficits	(65,642,291)	(60,881,130)	(4,761,161)	8%	-18%	-17%
Equity, Net	367,096,709	350,882,870	16,213,839	5%	100%	100%
Total Liabilities and Equity	₱ 1,053,870,330	₱ 1,053,900,962	₱ (30,632)	0%	100%	100%

Total assets increased from ₱1.0538M to ₱1.0539B. The decreased was caused by the decreased in cash, inventories, property and equipment and intangible assets. This was negated by the increase in trade and other receivables, prepayments and other current assets, and deferred tax asset.

Cash decreased by ₱1.76M was primarily due to the expenditures on the construction of the hospital building, acquisition of equipment and furniture and fixtures, payment of interest and the operating expenses for the period, this was partly negated by and collection from operations, proceeds from advances and issuance of shares.

The increase in trade and other receivables by ₱4.3M was primarily due to Company's receivable from Phil Health, receivables from patients and reimbursements from HMO and DSWD as the Company started its full operation in January 2023.

The decrease in inventories pertains mainly to consumption of pharmacy, hospital, laboratory and dietary supplies as the Company started its full operation in January 2023.

Prepayments and other current assets increased by ₱4.67M. This is primarily due to purchases of prepaid supplies which consist of unused housekeeping and linen supplies.

Property and equipment decreased by ₱8.9M. This due to depreciation expense for the period negated by additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment.

The decrease in intangible asset pertains to amortization of hospital information system of the hospital.

The increase in deferred tax assets by ₱2.7M was mainly due to recognition of DTA on NOLCO, on allowance for credit losses and MCIT for the year ended December 31, 2023.

Total liabilities decreased by ₱16.2M. The decrease was primarily due to the payment made for bank loans.

Trade and other payables increased by ₱14.98M. This increase was mainly due to the higher purchases to suppliers of goods and services, payable of professional fee for doctors and accrued expenses, increase in accrued interest payable and decreased of retention payable.

Loans payables decreased by ₱31.25M representing the payments made during the year. Advances from related parties has no movement from beginning of 2022 to end of 2023.

The ₱16.21M increase in the total equity is primarily due to issuance of shares. This was negated by the negative result of operation for the year.

DECEMBER 31, 2022 COMPARED TO DECEMBER 31, 2021

Changes in Operating Results

	For The Year Ended		Horizontal Analysis		Vertical Analysis	
	31-Dec-2022	31-Dec-2021	Inc (Dec)	%age	31-Dec-2022	31-Dec-2021
Revenue	₱ 183,890,792	₱ 3,937,282	₱ 179,953,510	4570.50%	100%	100%
Cost of sales and services	(174,079,858)	(15,050,297)	(159,029,561)	1056.65%	-95%	-382%
Other income	1,024,653	63,163	961,490	1522.24%	1%	2%
Operating expenses	(34,806,094)	(18,015,476)	(16,790,618)	93.20%	-19%	-458%
Finance costs	(18,893,308)	-	(18,893,308)	0.00%	-10%	0%
Income tax benefit	9,742,847	6,756,942	2,985,905	44.19%	5%	172%
Net income (loss)	₱ (33,120,968)	₱ (22,308,386)	(10,812,582)	48.47%	-18%	-567%

As disclosed in Note 1, in the last quarter of 2021, the Company accepted outpatient on limited capacity and in first quarter of 2022, the Company opened the Pharmacy and Laboratory. In second quarter of 2022, The Company has launched partial operation of its hospital building and facilities.

Revenue generated for the year ended 2022 amounted to ₱183.89M. This was due to start of the Company's partial operation of the hospital in second quarter of 2022.

The significant increase in the cost of sales and services was directly associated with the start of the Company's partial operation in 2022. The major component of the cost of sales and services are employee's salaries and wages, professional fees, depreciation expense, medical, pharmacy and laboratory supplies, communication, light and water and outside services.

Other income increased by 1,522%. This is primarily due to increase in miscellaneous income in relation to the operation of the hospital.

The 93.20% increase in operating expenses in year ended December 31, 2022 compared with year ended December 31, 2021 was primarily due to significant increase in all expenses in 2022 in relation to the partial operation of the hospital.

Finance costs increased by 100% for the year ended December 31, 2022 compared to December 31, 2021. This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.

Income tax benefit for the year ended December 31, 2022 is higher than in 2021 by 44% due to higher expenses in 2022 resulting to higher taxable loss.

Loss for the year ended December 31, 2022 is higher than in 2021 by 48% primarily due to the significant increase of expenses as the Company started the operation of the hospital in the second quarter of 2022.

Financial Condition

	31-Dec-2022	31-Dec-2021	Horizontal Analysis		Vertical Analysis	
			Inc(Dec)	%age	31-Dec-2022	31-Dec-2021
ASSETS						
Current Assets						
Cash	₱ 10,440,293	₱ 102,299,385	₱ (91,859,092)	-90%	1%	10%
Trade and other receivables	17,384,067	53,000	17,331,067	32700%	2%	0%
Inventories	20,014,234	1,990,948	18,023,286	905%	2%	0%
Other current assets	3,274,862	689,482	2,585,380	375%	0%	0%
Total Current Assets	51,113,456	105,032,815	(53,919,359)	-51%	5%	10%
Non-current Assets						
Property and equipment	982,996,347	884,574,254	98,422,093	11%	93%	89%
Intangible asset	1,213,333	-	1,213,333	100%	0%	0%
Deferred tax asset, net	18,577,826	8,538,834	10,038,992	118%	2%	1%
Total Non-Current Assets	1,002,787,506	893,113,088	109,674,418	12%	95%	85%
Total Assets	₱ 1,053,900,962	₱ 998,145,903	₱ 55,755,059	6%	100%	100%
LIABILITIES AND EQUITY						
Current Liabilities						
Trade and other payables	₱ 64,643,413	₱ 99,435,681	₱ (34,792,268)	-35%	9%	13%
Loans payable - current	31,250,000	18,750,000	12,500,000	67%	4%	2%
Other current liabilities	3,094,196	672,046	2,422,150	360%	0%	0%
Advances from related parties	10,280,483	54,798,338	(44,517,855)	-81%	1%	7%
Total Current Liabilities	109,268,092	173,656,065	(64,387,973)	-37%	16%	25%
Non-Current Liabilities						
Loans payable - non current	593,750,000	606,250,000	(12,500,000)	-2%	84%	78%
Total Liabilities	703,018,092	779,906,065	(76,887,973)	-10%	100%	100%
Equity						
Share premium	218,600,000	206,800,000	11,800,000	6%	62%	95%
Revaluation surplus	193,164,000	39,200,000	153,964,000	393%	55%	18%
Accumulated deficits	(60,881,130)	(27,760,162)	(33,120,968)	119%	-17%	-13%
Equity, Net	350,882,870	218,239,838	132,643,032	61%	100%	100%
Total Liabilities and Equity	₱ 1,053,900,962	₱ 998,145,903	₱ 55,755,059	6%	100%	100%

Total assets increased from ₱998M to ₱1.053B. The increased was caused by the increased in trade and other receivables, inventories, prepayments and other current assets, property and equipment and deferred tax asset. This was negated by the decrease in cash.

Cash decreased by ₱91.85M was primarily due to the expenditures on the construction of the hospital building, acquisition of equipment and furniture and fixtures, payment of interest and the operating expenses for the period, this was partly negated by and collection from operations and proceeds from advances and issuance of shares.

The increase in trade and other receivables by ₱17.33M was primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company started its operation in the second quarter of 2022.

The increase in inventories pertains mainly to purchases of pharmacy, hospital, laboratory and dietary supplies as the Company started its operation in the second quarter of 2022.

Prepayments and other current assets increased by ₱2.58M. This is primarily due to purchases of prepaid supplies which consist of unused housekeeping and linen supplies.

Property and equipment increased by ₱98.42M This due to additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment and partly negated by depreciation expense for the period. In second quarter of 2022, the Company launched the operations of its hospital building and facilities, hence Construction-in-progress was reclassified to Hospital Building Account partly negated by the depreciation as of the period by ₱23.82M.

The increase in intangible asset pertains to acquisition of hospital information system of the hospital.

The increase in deferred tax assets by ₱10.03M was mainly due to recognition of DTA on NOLCO, on allowance for credit losses and MCIT for the year ended December 31, 2022.

Total liabilities decreased by ₱76.88M. The decrease was primarily due to the payment made in advances from shareholders and trade and other payables.

Trade and other payables decreased by ₱34.79M. This decrease was mainly due to the lower purchases to suppliers of goods and services, payable of professional fee for doctors and accrued expenses, decreased of retention payable and accrued interest payable.

There was no movement in loans payable from 2021 to 2022.

Advances from related parties in 2022 decreased by ₱44.51M. This was primarily due the payment of the advances.

The ₱132.64M increase in the total equity is primarily due to issuance of shares. This was negated by the negative result of operation for the year.

Material Changes in Financial Condition

<i>From January 1, 2024 to December 31, 2024</i>	<i>From January 1, 2023 to December 31, 2023</i>	<i>From January 1, 2022 to December 31, 2022</i>
a. Cash increased by ₱4.3M primarily due to the collection from operations, proceeds from advances and issuance of shares partly negated by the payment of trade and other payables, acquisition of property and equipment and intangible assets and payment of loans payable.	a. Cash decreased by ₱1.76M Primarily due to the expenditures on the construction of the hospital building, acquisition of equipment and furniture and fixtures, payment of interest and the operating expenses for the period, this was partly negated by and collection from	a. Cash decreased by ₱91.85M Primarily due to the expenditures on the construction of the hospital building, acquisition of equipment and furniture and fixtures, payment of interest and the operating expenses for the period, this was partly negated by and collection from
	operations and proceeds from advances and issuance of shares.	operations and proceeds from advances and issuance of shares.
b. Trade and other receivables increased by ₱119.6M primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company increased the bed capacity of the hospital.	b. Trade and other receivables increased by ₱4.3M The increase was primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company started its full operation in January 2023.	b. Trade and other receivables increased by ₱17.33M The increase was primarily due to Company's receivable from PhilHealth, receivables from patients and reimbursements from HMO and DSWD as the Company started its operation in the second quarter of 2022.
		was due full liquidation of the down payments related to the construction of the building
c. Inventories increased by ₱4.4M pertains mainly to the purchased in hospital supplies.	c. Inventories decreased by ₱756.2T The decrease in inventories pertains mainly to consumption of pharmacy, hospital, laboratory and dietary supplies as the Company started its full operation in January 2023.	c. Inventories increased by ₱18.02M The increase in inventories pertains mainly to purchases of pharmacy, hospital, laboratory and dietary supplies.

d. Prepayment and other current assets decreased by ₱3.56M	d. Prepayment and other current assets increased by ₱4.67M	d. Prepayment and other current assets increased by ₱2.58M
primarily due to higher claimed input taxes in 2024	Primarily due to purchases of prepaid supplies which consist of unused housekeeping and linen supplies.	Primarily due to purchases of prepaid supplies which consist of unused housekeeping and linen supplies.
e. Property and equipment decreased by ₱15.88M This due to depreciation expense for the period negated by additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment.	e. Property and equipment decreased by ₱8.9M This due to depreciation expense for the period negated by additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation	e. Property and equipment Increased by ₱98.42M This due to additional capital expenditures on the construction of the hospital building and acquisition of medical equipment, office equipment/furniture and fixtures, transportation equipment and other hospital equipment and partly negated by depreciation expense for the

	equipment and other hospital equipment.	period. In second quarter of 2022, the Company launched the operations of its hospital building and facilities, hence Construction-in-progress was reclassified to Hospital Building Account partly negated by the depreciation as of the period by ₱23.82M.
f. Intangible assets decreased by ₱280K The decrease pertains to amortization of hospital information system of the hospital.	f. Intangible assets decreased by ₱280K The decrease pertains to amortization of hospital information system of the hospital..	f. Intangible assets increased by ₱1.21M The increase pertains to acquisition of hospital information system of the hospital.
g. Deferred tax asset decreased by ₱1.576M	g. Deferred tax asset increased by ₱2.7M	g. Deferred tax asset increased by ₱10.03M

due to the application of NOLCO partly negated by the recognition of DTA from MCIT for the period.	The increase was mainly due to recognition of DTA on NOLCO, on allowance for credit losses and MCIT for the year ended December 31, 2023.	The increase was mainly due to recognition of DTA on NOLCO, on allowance for credit losses and MCIT for the year ended December 31, 2022.
h. Trade and other payables increased by ₱42.67M This increase was mainly due to the higher purchases to suppliers of goods and services, payable of professional fee for doctors and increased of retention payable.	h. Trade and other payables decreased by ₱14.98M This decrease was mainly due to the higher purchases to suppliers of goods and services, payable of professional fee for doctors and accrued expenses, increase in accrued interest payable and decreased of retention payable.	h. Trade and other payables decreased by ₱34.79M This decrease was mainly due to the lower purchases to suppliers of goods and services, payable of professional fee for doctors and accrued expenses, the decreased of retention payable and accrued interest payable.
i. Advances from related parties increase of ₱70.28M primarily due to additional advances in 2024.	i. Advances from related parties Advances from related parties has no movement from beginning of 2022 to end of 2023.	i. Advances from related parties decreased by ₱44.51M This was primarily due the payment of the advances.
k. Equity increased by ₱18.3M primarily due to the increase in share capital and share premium due to issuances of shares and by decrease in accumulated deficits due to net income incurred by the Company as of 2024	k. Equity increased by ₱16.21M due to issuance of shares which was negated by the negative result of operation for the year	k. Equity increased by ₱132.64M due to issuance of shares which was negated by the negative result of operation for the year

Material Changes in Operations

2024 vs. 2023	2023 vs. 2022	2022 vs. 2021
a. Revenue increased by 39.25%	a. Revenue increased by 49%	a. Revenue increased by 4571%

<p>This was due to increase in hospital fees and sale of medicines due to the increase in the capacity bed of the hospital.</p>	<p>Its full operation commenced in January 2023 which causes significant increase in Revenue in 2023</p>	<p>This was due to start of the Company's partial operation of the hospital in second quarter of 2022.</p>
<p>a. Cost of sales and services increased by 23.7%</p> <p>This is primarily due to increase in the majority of the expenses relative to the increase in revenue.</p>	<p>a. Cost of sales and services increased by 16.50%</p> <p>The significant increase in the cost of sales and services was directly associated with the start of the Company's full operation in 2023. The major component of the cost of sales and services are employee's salaries and wages, professional fees, depreciation expense, medical, pharmacy and laboratory supplies, communication, light and water and outside services.</p>	<p>a. Cost of sales and services increased by 1131%</p> <p>The significant increase in the cost of sales and services was directly associated with the start of the Company's partial operation in 2022. The major component of the cost of sales and services are employee's salaries and wages, professional fees, depreciation expense, medical, pharmacy and laboratory supplies, communication, light and water and outside services.</p>
<p>c. Operating expenses increased by 82.7%</p> <p>This is primarily due to the significant increase in majority of the expenses relative to the increase in revenue.</p>	<p>c. Operating expenses increased by 20%</p> <p>This was primarily due to significant increase in expenses such as taxes and licenses, credit losses, service processing fees, depreciation and miscellaneous expense.</p>	<p>c. Operating expenses increased by 198%</p> <p>Primarily due to significant increase in all expenses in 2022 in relation to the partial operation of the hospital.</p>

<p>d. Other income decreased by 69.57%</p> <p>This is primarily due to lower miscellaneous income in relation to the operation of the hospital.</p>	<p>d. Other income increased by 56%</p> <p>This is primarily due to increase in miscellaneous income in relation to the operation of the hospital.</p>	<p>d. Other income increased by 1522%</p> <p>This is primarily due to increase in miscellaneous income in relation to the operation of the hospital.</p>

e. Finance costs increased by 17.55% This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.	e. Finance costs increased by 96% This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.	e. Finance costs increased by 100% This is primarily due to interest on loans pertaining to acquisition of transportation equipment, medical equipment and working capital which are directly charged to operation. This also includes the interest on loan for construction of hospital building which are now being charged to operation.
f. Income tax expense increased by 363.56% Income tax expense amounts to ₱4.19M in 2024 due to increase of revenue during the year.	f. Income tax benefit increased by 84% This was primarily due to lower expenses in 2023 resulting to lower taxable loss.	f. Income tax benefit increased by 44% This was primarily due to increase in expenses resulting to higher taxable loss in 2022
g. Income for the year increased by 239.31% The hospital recognized net income in 2024, higher compared in 2023. This was primarily due to increased revenue.	g. Loss for the year decreased by 86% Primarily due to the significant decrease of expenses as the Company.	g. Loss for the year increased by 48% Primarily due to the significant increase of expenses as the Company started the partial operation of the hospital in the second quarter of 2022.

D. Certain Relationships and Related Transactions

- 1) During the last two (2) years, no director of the Company has received or become entitled to receive any benefit by reason of any contract with the Company, a related corporation, a firm of which the director is a member or a company of which a director has a substantial financial interest.

here are no transactions in the last two (2) years or proposed transactions to which the Company was or is to be a party, in which any of the following persons had or is to have a direct or indirect material interest:

- i. Any director or executive officer of the Corporation;
- ii. Any nominee for election as a director;
- iii. Any security holders;
- iv. Any member of the immediate family of the preceding persons.

The Company's related parties include its affiliates and shareholders, the Company's key management personnel and others as described below.

A summary of the transactions and account balances with related parties follows:

Certain Relationships and Related Transactions

The Company, in the normal course of business, has entered into transactions with related parties principally consisting of:

March 31, 2025 (Unaudited)

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	9,000,000	₱9,560,523		

2024

Nature of Relationship	Nature of Transaction	Amount (current transaction)	Outstanding balance	Terms	Conditions
Founders	Payments	-	-	Non-interest bearing; payable in cash or the Shareholders may apply them from their unpaid subscription; no scheduled repayment terms	Unsecured
	Advances	70,280,040	₱80,560,523		

Cash Advances

The Company obtains cash advances from its founders to finance the Company's pre-operating expenses, other start up fund requirements and on-going construction of hospital building. These are unsecured, payable in cash with no scheduled repayment terms. The outstanding balance of these advances were presented under Advances from related parties account in the statements of financial position.

Family Relationships

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

E. Management and Certain Security Holders Directors, Executive Officers

There are eleven (15) members of the Board, three (3) of whom are independent directors who hold office for one (1) year. The Corporation relies significantly on the continued collective efforts of its senior executive officers and expects each employee to do his share in achieving the Corporation's goals.

There are no family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, persons nominated or chosen by the company to become directors, or

executive officers, any security holder of certain record, beneficial owner or management.

No director or executive officer has been involved in any legal proceeding during the last five (5) years.

F. Corporate Governance

The Company adheres to the principles of good governance as provided in its Manual on Corporate Governance (MCG). In the performance of their respective responsibilities, the directors, officers and employees are guided by the mission and vision of the Company and the good corporate practices provided under the Company's Manual on Corporate Governance.

The Board has created different committees: Nomination and Election Committee, Audit Committees, Remuneration/Compensation Committee, Committee on Corporate Governance and Committee on Inspection and Validity of Proxies, all composed of qualified members and who undertake their functions as mandated. There were no major deviations from the adopted Manual on Corporate Governance.

The independent directors have submitted their Certificate of Qualification as required by the SEC vis-à-vis Section 38 of the Securities Regulation Code.

ANNEX – “C”

Top 20 Stockholders
Allied Care Experts (ACE) Medical Center- Palawan Inc.
As of March 31, 2025

STOCKHOLDER'S NAME	NATIONALITY	No. of Shares Subscribed	PERCENTAGE
DR. AMADO C. ENRIQUEZ	FIL	3,400.00	1.24%
DR. EDITHA C. MIGUEL	FIL	3,400.00	1.24%
DR. SONIA J. ULANDAY	FIL	3,400.00	1.24%
DR. LORNA FELIZARTE	FIL	3,400.00	1.24%
DR. LUMEN R. PALANCA	FIL	3,400.00	1.24%
DR. IVAN MICHAEL G. VICENTE	FIL	3,400.00	1.24%
DR. KAREN A. ACOSTA	FIL	3,400.00	1.24%
DR. FREDERICK DALINGDING	FIL	3,400.00	1.24%
DR. ROSALIE M REYES	FIL	3,400.00	1.24%
DR. FERNANDO CARLOS	FIL	3,400.00	1.24%
DR. LA RHAINÉ G. VIERNES	FIL	3,400.00	1.24%
DR. MINA SIRKIT TAGRA	FIL	3,400.00	1.24%
DR. GEANIE A. CERNA-LOPEZ	FIL	6,800.00	2.83%
DR. MICHAEL EDWARD R. ENRIQUEZ	FIL	13,600.00	5.67%
DR. MARIETTA T. SAMOY	FIL	6,800.00	2.83%
DR. MIGUEL ANTONIO R. ENRIQUEZ	FIL	13,600.00	5.67%
DR. MARILYN R. ENRIQUEZ	FIL	3,400.00	1.24%
DR. JULIETA B. CARLOS	FIL	3,400.00	1.24%
DR. JOSEPH M. TOVERA	FIL	3,400.00	1.24%
DR. SHEREIL D. PABLICO	FIL	3,400.00	1.24%
TOTAL		112,200.00	46.82%