

COVER SHEET

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SEC Registration Number

E A S T C O A S T V U L C A N C O R P O R A T I O N

(F O R M E R L Y , V U L C A N I N D U S T R I A L &

M I N I N G C O R P O R A T I O N)

(Company's Full Name)

4 T H F L O O R , P A C I F I C S T A R B L D G . ,

L O W R I S E T O W E R , M A K A T I A V E . C O R .

S E N . G I L P U Y A T A V E . , M A K A T I C I T Y

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

Atty. Ana Maria A. Katigbak

Contact Person

8817 6791/ 8897-5257

Company Telephone Number

1

2

Month

3

1

Day

Fiscal Year

SEC Form 20-IS
Preliminary Information Statement

FORM TYPE

Annual Meeting of
Stockholders
September 11, 2023

Mont Day
h

Annual Meeting

Secondary License Type, If Applicable

C F D

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS**

**INFORMATION STATEMENT PURSUANT TO SEC 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:

X	Preliminary Information Statement
	Definitive Information Statement
2. Name of Registrant as specified in its charter:
EAST COAST VULCAN CORPORATION (Formerly, Vulcan Industrial & Mining Corporation)
3. Province, country or other jurisdiction or organization:
Philippines
4. SEC Identification Number - 7443
5. BIR Tax Identification Number - 000-062-736
6. Address of Principal Office Postal Code
4F Pacific Star Building, Low Rise Tower, 1226
Makati Avenue cor. Senator Gil Puyat
Avenue, Makati City
7. Registrant's telephone number, including area code:
(632) 8631-5139
8. Date, time and place of the meeting of security holders:
September 11, 2023, 2:00 p.m., Ballroom A, The Metropolitan Club, Estrella corner Amapola Street,
Guadalupe Viejo, 1209 Makati City
9. Approximate date on which the Information Statement will be published through alternative mode of
distribution through the Corporation's website and PSE Edge: August 17, 2023
10. In Case of Proxy Solicitations:
Name of Person Filing the
Statement/Solicitor: East Coast Vulcan Corporation
Address: 4F Pacific Star Building, Low Rise Tower,
Makati Avenue cor. Senator Gil Puyat
Avenue, Makati City, 1226
Tel. Nos. : (632)86315139
Attention: Gaspar R. Andres, Jr.
11. Securities registered pursuant to Section 8 and 12 of the Code or Sections 4 and 8 of the RSA
(information on number of shares and amount of debt is applicable only to corporate
registrants):

Title of Class	Number of Shares of Common Stock Outstanding
Common	6,630,000,000 ¹

¹ The total outstanding capital stock of the Corporation is 6,630,000,000. However, the total number of securities registered pursuant to Sections 8 and 12 of the Securities Regulation Code ("SRC") is 963,944,338.

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

Yes [/] No []

If yes, disclose the name of such Stock Exchange and the class of Securities listed therein:

Philippine Stock Exchange, Common

EAST COAST VULCAN CORPORATION
(formerly Vulcan Industrial & Mining Corporation)
4F Pacific Star Building, Low Rise Tower, Makati Avenue cor.
Senator Gil Puyat Avenue, Makati City, 1226
Tel (632) 8511-8312: Fax (632) 8550-1468

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO ALL STOCKHOLDERS:

The Annual Stockholders' Meeting (the "**ASM**" or "**Meeting**") of **East Coast Vulcan Corporation** (the "**Company**"; formerly known as **Vulcan Industrial & Mining Corporation**) will be held on Monday, September 11, 2023 at 2:00 in the afternoon, at Ballroom A of the Metropolitan Club, Estrella cor. Amapola Streets, Guadalupe Viejo, Makati City 1209.

The following is the agenda of the meeting:

1. Call to Order;
2. Proof of Notice and Certification of Quorum;
3. Approval of the Minutes of the Annual Meeting of the Stockholders held on October 14, 2022;
4. Approval of the Annual Report and Audited Financial Statements for the year ended December 31, 2022:
 - a. Chairman's Message;
 - b. Operations and Financial Report;
5. Ratification of Corporate Acts;
6. Amendment of the Articles of Incorporation, as follows:
 - a. to Decrease the Par Value of Common Shares from Php 1.00 per Share, to Php 0.10 per Share; and
 - b. to Increase the Authorized Number of Shares from 12,000,000,000 to 120,000,000,000 Shares;
7. Election of Directors;
8. Appointment of Sycip Gorres Velayo & Co. as External Auditor;
9. Other Matters;
10. Adjournment.

For purposes of the meeting, stockholders of record as of August 11, 2023 are entitled to Notice of the meeting and to vote thereat.

If you are unable to join the meeting, you may appoint a proxy to represent you and vote on your behalf. Duly accomplished Proxy Forms shall be submitted by email to the Office of the Corporate Secretary at info@vulcanminingcorp.com or by physical mail to the 4F Pacific Star Building, Low Rise Tower, Makati Avenue cor. Senator Gil Puyat Avenue, Makati City for inspection, validation, and recording and to ensure receipt by the Company on or before September 1, 2023. The validation of proxies shall take place not later than September 6, 2023. Accompanying this Notice is a Proxy Form for your convenience.

By submitting a Proxy Form, a stockholder or a proxy or representative of the stockholder is providing its consent for the Company and its service providers to process their respective sensitive personal information necessary to verify their identity and authority.

The Definitive Information Statement (20-IS), Management Report, Audited Financial Statements, Quarterly Report as of June 30, 2022 and other documents relating to the ASM may be accessed through any of the following:

- 1) Go to the East Coast Vulcan Corporation website via this link:
<https://www.vulcanminingcorp.com/>
- 2) Go to the PSE EDGE portal via <https://edge.pse.com.ph/>
- 3) Request for a copy by sending an email to info@vulcanminingcorp.com

For ASM-related queries, you may send an email to info@vulcanminingcorp.com or contact Mr. Lester Laurence Baguec, Investor Relations Officer, at (+632) 8511-8312. For account updating or concerns regarding your shareholdings, please contact our Transfer Agent, Professional Stock & Transfer, Inc. at Tel. Nos. +63-2-86874053 or via email directly at info@professionalstocktransfer.com.

August 1, 2023.

ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

EAST COAST VULCAN CORPORATION
(Formerly, VULCAN INDUSTRIAL & MINING CORPORATION)
ANNUAL STOCKHOLDERS' MEETING
PROXY FORM

This proxy is being solicited on behalf of the Board of Directors and Management of East Coast Vulcan Corporation (the "Company") for voting at the Annual Stockholders' Meeting to be held on September 11, 2023 at 2:00 p.m. at the Ballroom A, The Metropolitan Club, Estrella corner Amapola Street, Guadalupe Viejo, 1209 Makati City

I, the undersigned stockholder of the Company, do hereby appoint, name and constitute the Company's Chairman, Hilario G. Pagautan, or the chairman of the meeting,

Or

as my attorney-in-fact and proxy, to represent me at the Annual Stockholders' Meeting of the Company to be held on September 11, 2023 at 2:00 p.m. and any postponement(s) and adjournment(s) thereof, as fully and to all intents and purposes as I might or could do if present and voting in person, hereby ratifying and confirming any and all actions taken on matters which may properly come before such meeting or adjournment(s) thereof. In particular, I hereby direct my said proxy to vote on the agenda items set forth below as I have expressly indicated by marking the same with an "X".

AGENDA ITEMS	ACTION		
Item 1: Call to Order.	No action necessary.		
Item 2: Proof of Notice and Certification of Quorum.	No action necessary.		
	FOR	AGAINST	ABSTAIN
Item 3: Approval of the Minutes of the Previous Annual Stockholders' Meeting held on October 14, 2022.			
Item 4: Approval of the Annual Report and Audited Financial Statements for the year ended December 31, 2022.			
Item 5: Approval of Ratification of Corporate Acts.			
Item 6: Amendment of the Articles of Incorporation, as follows: a. to Decrease the Par Value of Common Shares from Php 1.00 per Share, to Php 0.10 per Share; and b. to Increase the Authorized Number of Shares from 12,000,000,000 to 120,000,000,000 Shares.			
Item 7: Election of Directors For Regular Directors:			
1. Hilario G. Pagautan			
2. Sofia G. Pagautan			
3. Isaac Hilario G. Pagautan II			
4. Michael Abraham G. Pagautan			

5. Ma. Hilarnie Mercurie P. Parada			
6. Ramon C. Lee			
7. Edgardo V. Caringal			
8. Adrian Paulino S. Ramos			
9. Orlando S. Mercado			
10. Sofia Anne Claire G. Pagautan			
11. Joshua B. Parada			
For Independent Directors:			
1. Jaime F. Del Rosario			
2. Roberto A. Baquiran			
Item 8: Appointment of Sycip Gorres Velayo & Co. as External Auditor.			
Item 9: Other Matters.	According to Proxy's Discretion		
Item 10: Adjournment.			

IN CASE A PROXY FORM IS SIGNED AND RETURNED IN BLANK

If no instructions are indicated on a returned and duly signed proxy, the shares represented by the proxy will be voted:

- FOR the approval of the minutes of previous Annual Meeting of the Stockholders;
- FOR the approval of the Annual Report and Audited Financial Statements for year ended December 31, 2022;
- FOR the confirmation and ratification of all acts and resolutions of the Board of Directors and Management from the date of the last stockholders' meeting (October 14, 2022) to date as reflected in the books and records of the Company;
- FOR the approval of the amendment of the Articles of Incorporation as follows:
 - a. to Decrease the Par Value of Common Shares from Php 1.00 per Share, to Php 0.10 per Share;
 - b. to Increase the Authorized Number of Shares from 12,000,000,000 to 120,000,000,000 Shares
- FOR the election of the following directors:
 - For Regular Directors:
 - 1. Hilario G. Pagautan
 - 2. Sofia G. Pagautan
 - 3. Isaac Hilario G. Pagautan II
 - 4. Michael Abraham G. Pagautan
 - 5. Ma. Hilarnie Mercurie P. Parada
 - 6. Ramon C. Lee
 - 7. Edgardo V. Caringal
 - 8. Adrian Paulino S. Ramos
 - 9. Orlando S. Mercado
 - 10. Sofia Anne Clare G. Pagautan
 - 11. Joshua B. Parada
 - For Independent Directors:
 - 1. Jaime F. Del Rosario
 - 2. Roberto A. Baquiran
- FOR the approval of the appointment of Sycip Gorres Velayo & Co. as the Company's external auditor; and to authorize the Proxy to vote according to discretion of the

Company's Chairman of the Meeting, on any matter that may be discussed under "Other Matters".

A Proxy Form that is returned without a signature shall not be valid.

VALIDATION OF PROXIES

If you will not be able to attend the meeting but would like to be represented thereat, you must submit a duly signed and accomplished proxy form to the Office of the Corporate Secretary of East Coast Vulcan Corporation at info@vulcanminingcorp.com or at 4F Pacific Star Building, Low Rise Tower, Makati Avenue cor. Senator Gil Puyat Avenue, Makati City (Attention: Gaspar R. Andres, Jr.) to ensure receipt by the Company on or before September 1, 2023. Beneficial owners whose shares are lodged with Philippine Depository and Trust Corporation (PDTCT) or registered under the name of a broker, bank, or other fiduciary allowed by law, must likewise present a notarized certification from the owner of record (i.e. the broker, bank, or other fiduciary) that he is the beneficial owner indicating thereon the number of shares. Corporate shareholders shall likewise be required to present a notarized Secretary's Certificate attesting to the authority of its representative to attend and vote at the stockholder's meeting. Validation of proxies shall be not later than September 6, 2023 at the principal office of East Coast Vulcan Corporation.

REVOCATION OF PROXIES:

A stockholder giving a proxy has the power to revoke it any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expresses his intention to vote in person.

Signed this _____ 2023 at _____.
(DATE) (PLACE)

Printed Name of Stockholder

Signature of Stockholder
or Authorized Signatory

PLEASE DATE AND SIGN YOUR PROXY

PLEASE MARK, SIGN, AND RETURN YOUR PROXY BY HAND OR MAIL (IN TIME FOR IT TO REACH THE COMPANY) ON OR BEFORE 6:00 P.M. OF SEPTEMBER 1, 2023.

REPUBLIC OF THE PHILIPPINES)
CITY OF) S.S

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, _____, of legal age, Filipino and with business address at the _____, under oath, depose and state that:

I am the Corporate Secretary of _____, the ("Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office and place of business at _____.

I hereby certify that at a meeting of the Board of Directors of the said Corporation held at its principal office on _____ at which a quorum was present and acting throughout, the following resolution was unanimously approved:

"RESOLVED, as it is hereby resolved that _____, be appointed by the Corporation to represent it at the meeting of the stockholders of EAST COAST VULCAN CORPORATION scheduled on September 11, 2023 at any postponement thereof, and in connection therewith, to vote all shares registered in the name of the Corporation or to execute or give any proxies as she/he may deem proper."

IN WITNESS WHEREOF, I have hereunto set my hand on this ____ day of _____ at _____.

Corporate Secretary

SUBSCRIBED AND SWORN TO before me this _____ day of _____, affiant exhibiting to me his _____ issued at _____ on _____ showing his photograph and signature.

Doc No. _____;
Page No.: _____;
Book No. _____;
Series of 2023.

EAST COAST VULCAN CORPORATION
(Formerly, VULCAN INDUSTRIAL & MINING CORPORATION)
4F Pacific Star Building, Low Rise Tower, Makati Avenue cor.
Senator Gil Puyat Avenue, Makati City, 1226
Tel. Nos. (632) 631-5139

INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, time and place of meeting of Stockholders

- a) The 2023 Annual Meeting of Stockholders (the “Meeting”) of East Coast Vulcan Corporation (Formerly, Vulcan Industrial & Mining Corporation) (the “Company”) will be held on September 11, 2023 at 2:00 p.m. at the Ballroom A, The Metropolitan Club, Estrella corner Amapola Street, Guadalupe Viejo, 1209 Makati City. The complete mailing address of the Company is 4F Pacific Star Building, Low Rise Tower, Makati Avenue cor. Senator Gil Puyat Avenue, Makati City, 1226.
- b) The approximate date when this Information Statement, Notice and Agenda with the accompanying Proxy Form will be published through alternative mode of distribution through the Corporation’s website and PSE Edge will be on or before August 17, 2023.

Item 2. Dissenter’s Right of Appraisal

A stockholder has the right to dissent and demand payment of the fair market value of his shares in case: (i) any amendment to the Company’s Article of Incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preference over the outstanding shares, or of extending or shortening the term of corporate existence; (ii) of any sale, lease, mortgage or disposition of all or substantially all of the corporate property or assets; and (iii) of merger or consolidation.

At any time after this Information Statement has been sent out, any stockholder who votes against a proposed action and wishes to exercise his right of appraisal must make a written demand, within thirty (30) days after the date of the Meeting or when the vote was taken, for the payment of the fair market value of his shares. Upon payment, he must surrender his stock certificates. No payment shall be made to any stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.

There are no matters to be acted upon at the meeting involving instances set forth in the Revised Corporation Code of the Philippines for which a stockholder may exercise the right of appraisal.

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

No director or officer, nominee for election as director, or associate of such director, officer or nominee, of the Company has any substantial interest, direct or indirect, by security holdings or otherwise, in any of the matters to be acted upon in the Meeting,

other than election to office. Likewise, no director has informed the Company in writing of his opposition to any matter to be acted upon at the Meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

The Company's capital stock is composed of only of Common Shares, which are voting shares.

- a) **Record date.** The Record Date with respect to this Meeting is August 11, 2023. Only stockholders of record as at the close of business on August 11, 2023 are entitled to notice of, and vote at, the Meeting.
- b) **Outstanding Shares.** As of Record Date, the Company's outstanding capital stock is 6,630,000,000 common shares with each share entitled to one (1) vote.

As of [August 11, 2023], 14,309,922 common shares or 0.22% of the outstanding shares are foreign-owned.

- c) **Cumulative Voting.** A stockholder entitled to vote at the Meeting shall have the right to vote in person or by proxy the number of shares registered in his name in the stock transfer book of the Company for as many persons as there are directors to be elected. Each stockholder shall have the right to cumulate said shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same cumulative voting principle among as many nominees as he shall see fit, provided, that the number of votes cast by a stockholder shall not exceed the number of his shares multiplied by the number of directors to be elected.

Stockholders may participate in the meeting by proxy. All stockholders who will participate in the meeting may vote through the Chairman of the Meeting (as Proxy) and/or submit duly accomplished proxies to the office of the Corporate Secretary at for inspection, validation, and recording at least five (5) days before the opening of the annual stockholders' meeting, or on/before September 6, 2023. The Proxy Validation Committee will inspect, examine, and validate the sufficiency of the proxy forms received. Unless otherwise provided in the proxy, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than five (5) years at one time. No broker or dealer shall give any proxy, consent or authorization, in respect of any security carried for the account of a customer, to a person other than the customer, without the express written authorization of such customer. Any stockholder may revoke or cancel his proxy and attend the annual stockholders' meeting.

- d) **Stock Ownership of Certain Record and Beneficial Owners.** The following persons are known to the Company to be directly or indirectly the owner of more than 5% of the Company's voting securities as of [August 11, 2023]:

Class	Name and Address of Record Owner / Relationship to Issuer	Name of Beneficial Owner / Relationship with Record Owner	Citizenship	Number of Shares Held	% of Ownership
Common	Hilario G Pagautitan	Hilario G. Pagautitan (see Note A)	Filipino	4,931,878,000 (direct) 243,047,829* (indirect)	78.05%
Common	PCD Nominee Corporation - Philippine Stock Exchange Bldg., Ayala Ave., Makati City	PCD Participants (see Note B)	Filipino/Non-Filipino	903,652,812	13.63%
Common	National Book Store, Inc. 125 Pioneer St. Mandaluyong City	Hilario G. Pagautitan and Sofia G. Pagautitan** (see Note B)	Filipino	486,055,662**	7.33%
Common	Sofia G. Pagautitan	Sofia G. Pagautitan	Filipino	165,242,000 (direct) 243,047,829 (indirect)*	6.16%

Note:

Note A: Hilario G. Pagautitan is the majority owner of East Coast Mineral Resources Company Incorporated, a company primarily engaged in the business of operating gold and nickel mines.

* This includes the 243,027,831 shares forming part of 486,055,662 shares co/jointly-owned by Hilario G. Pagautitan with Sofia G. Pagautitan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautitan and Sofia G. Pagautitan as co/joint owners, for which eCAR is still in process with the BIR.

** 486,055,662 shares are co/jointly-owned by Hilario G. Pagautitan with Sofia G. Pagautitan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautitan and Sofia G. Pagautitan as co/joint owners, for which eCAR is still in process with the BIR.

Note B: Of the total 903,642,812 shares under the name of PCD Nominee Corp., 200,000,000 shares (13.79%) are under the name of Alakor Securities Corporation (ASC) FAO National Bookstore.

National Book Store Inc. is a local corporation engaged in retailing business and is a record and beneficial owner owning more than 5% of the Company's common shares. Based on previous practice, it issues proxies nominating, constituting and appointing Mr. Alfredo C. Ramos, Chairman & President, as proxy to vote for the number of shares it beneficially owned as of Record Date.

Among the participants under PCD, NO account owns more than 5% of the voting stock.

- e) **Voting Trust Holders of 5% or More.** To the extent known to the Company, there is NO PERSON holding more than 5% of the Company's voting stock under a voting trust or similar agreement.
- f) **Stock Ownership of Management.** The Company's directors (D), Chief Executive Officer (CEO), other officers (O) own the following number of shares as of August 11, 2023:

Class	Name of Beneficial Owner	Amount/Nature of Beneficial Ownership		Citizenship	Percentage of Ownership
		Direct	Indirect		
Common	Hilario G. Pagautan (D/CEO/N)	4,931,878,000	243,047,829*	Filipino	78.05%
Common	Sofia G. Pagautan (D/N)	165,242,000	243,047,829**	Filipino	6.16%
Common	Isaac Hilario G. Pagautan II (D/N)	59,570,000	999	Filipino	0.90%
Common	Michael Abraham G. Pagautan (D)	15,540,000	999	Filipino	0.23%
Common	Ma. Hilarnie Mercurie P. Parada (D)	7,770,000	999	Filipino	0.12%
Common	Adrian Paulino S. Ramos (D/N)	500	4,072,620	Filipino	0.00 %
Common	Orlando S. Mercado (D)			Filipino	[*]%
Common	Edgardo V. Caringal (D)	1	999	Filipino	0.00%
Common	Ramon C. Lee (D)	1	99.999	Filipino	0.00%
Common	Roberto A. Baquiran (D)		1,000	Filipino	[*]%

* This includes the 243,027,831 shares forming part of 486,055,662 shares co/jointly-owned by Hilario G. Pagautan with Sofia G. Pagautan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR.

** This includes the 243,027,831 shares forming part of 486,055,662 shares co/jointly-owned by Hilario G. Pagautan with Sofia G. Pagautan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR.

Mr. Roberto S. Baquiran was nominated by Hilario G. Pagautan [no relationship].

As of August 11, 2023, the aggregate number of shares owned by Company's directors, Chief Executive Officer, other officers is 5,180,000,506 shares or approximately 78.13% of the Company's outstanding capital stock. Except for the shares appearing on record in the names of the directors and officers above, the Company is NOT aware of any shares which said person may have the right to acquire beneficial ownership of.

- g) **Changes in Control.** Pursuant to the approval of the Securities and Exchange Commission ("SEC") of the Company's increase in authorized capital stock from Php 4,000,000,000.00 divided into 4,000,000,000 common shares with a par value of Php

1.00 per share, to Php 12,000,000,000.00 divided into 12,000,000,000 shares with a par value of Php 1.00 per share and the issuance of 5,180,000,000 common shares out of such increase, the control in the Corporation has changed, such that the Company's Chairman, President and CEO, Hilario G. Pagautan, now has 74.39% ownership of the outstanding capital stock.

Item 5. Directors and Executive Officers

The names, ages, citizenship, positions and periods of service of directors, executive officers and persons for the past five (5) years are as follows:

NAME	AGE	CITIZENSHIP	POSITION	PERIOD OF SERVICE	COMMITTEE MEMBERSHIP/POSITION
Hilario G. Pagautan	66	Filipino	Chairman/ Director/ President/ CEO	November 8, 2021 to present	Executive Committee (Chairman)
Sofia G. Pagautan	62	Filipino	Director	November 8 2021 to present	Executive Committee (Member)
Isaac Hilario G. Pagautan II	38	Filipino	Director/ Senior Vice-President – Business Development, Data Privacy Officer	August 18, 2021 to present	Executive Committee (Member); Corporate Governance Committee (Member); Nominations Committee (Member)
Michael Abraham G. Pagautan	35	Filipino	Director/Chief Risk Officer	November 8, 2021 to present	
Ma. Hilarnie Mercurie P. Parada	41	Filipino	Director/ Treasurer	November 8, 2021 to present	Audit and Risk Oversight Committee (Member); Compensation Committee (Member)
Adrian Paulino S. Ramos	44	Filipino	Director	2006 to present	
Orlando S. Mercado	74	Filipino	Director	October 14, 2022 to present	Executive Committee (Vice-Chairman); Corporate Governance Committee (Member); Nominations Committee (Member)

Edgardo V. Caringal	67	Filipino	Director/ Senior Vice-President – Operations, Chief Compliance Officer	November 8, 2021 to present	Compensation Committee (Member)
Ramon C. Lee	82	Filipino	Director	November 8, 2021 to present	Executive Committee (Member)
Roberto A. Baquiran	62	Filipino	Independent Director	October 14, 2022 to present	Audit and Risk Oversight Committee (Chairman)
Jose T. Nacorda, Jr.	67	Filipino	Senior Vice-President- Finance and Admin, SEC Compliance Officer	November 8, 2021 to present	
Atty. Gaspar R. Andres, Jr.	92	Filipino	Corporate Secretary,	November 8, 2021 to present	
Atty. Ana Maria A. Katigbak	51	Filipino	Asst. Corporate Secretary, Corporate Information Officer	November 8, 2021 to present	-
Dave D. Eustaquio	25	Filipino	Chief Audit Executive; Internal Audit Head		
Lester Laurence S. Baguec	41	Filipino	Corporate Finance, Corporate Planning Executive and Investor Relations Officer.		

For the Annual Stockholders' Meeting for the year 2023, the following is the Final List of Nominees for regular and independent directors for 2023-2024.

Class	Name of Beneficial Owner	Amount/Nature of Beneficial Ownership		Citizenship	Percentage of Ownership
		Direct	Indirect		
Common	Hilario G. Pagautan	4,931,878,000	243,047,829*	Filipino	Common
Common	Sofia G. Pagautan	165,242,000	243,047,829**	Filipino	Common
Common	Isaac Hilario G. Pagautan II	59,570,000	999	Filipino	Common
Common	Michael Abraham G. Pagautan	15,540,000	999	Filipino	Common
Common	Ma. Hilarnie Mercurie P. Parada	7,770,000	999	Filipino	Common
Common	Adrian Paulino S. Ramos	500	4,072,620	Filipino	Common
Common	Orlando S. Mercado			Filipino	Common

Common	Edgardo V. Caringal	1	999	Filipino	Common
Common	Ramon C. Lee	1	99.999	Filipino	Common
Common	Sofia Anne Clare G. Pagautan				
Common	Roberto A. Baquiran (ID)		1,000	Filipino	Common
Common	Jaime F. Del Rosario				

* This includes the 243,027,831 shares forming part of 486,055,662 shares co/jointly-owned by Hilario G. Pagautan with Sofia G. Pagautan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR.

** This includes the 243,027,831 shares forming part of 486,055,662 shares co/jointly-owned by Hilario G. Pagautan with Sofia G. Pagautan, which were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR.

Directors elected in the Annual Stockholders' Meeting have a term of office of one (1) year and serve as such until their successors are elected in the next succeeding Annual Stockholders' Meeting, provided, that a director elected to fill a vacancy in the Board shall only serve the unexpired term of his predecessor.

Business Experience of Directors, Executive Officers and Director-Nominees

Hilario G. Pagautan is the majority owner of East Coast Mineral Resources Company Incorporated, a Company primarily engaged in the business of operating gold and nickel mines. He is the incumbent Mayor of Sta. Maria, Isabela. Mr. Pagautan is a geologist by profession with extensive experience in the mining industry. He has interests in and serves as a director and/or senior officer at other privately-owned mining companies.

Sofia G. Pagautan has served as a director and/or senior officer of companies engaged in mining and construction.

Isaac Hilario G. Pagautan II has served as a director and/or officer of companies engaged in mining, construction, and agriculture. He is presently a Councilor of Sta. Maria, Isabela.

Michael Abraham G. Pagautan has served as a director and/or officer of companies engaged in mining, construction, and agriculture. He is formerly the Barangay Chairman of Calamagui North Sta. Maria, Isabela and the President of the Liga ng mga Barangay, Sta. Maria, Isabela. He is presently the Vice Mayor of Sta. Maria, Isabela.

Ma. Hilarnie Mercurie P. Parada has served as a director and/or officer of companies engaged in mining, construction, and agriculture

Edgardo V. Caringal is a veteran geologist and mining professional. He has extensive experience in the mining industry and has served as senior officer to several mining companies.

Ramon C. Lee is a seasoned businessman with extensive experience in textile and mining.

Orlando S. Mercado is a former Senator, Secretary of Defense and Ambassador. He is a veteran broadcaster and professor of political science, communication and business management. He is currently Chairman of the Multi-Sectoral Advisory Board of the Education, Training and Doctrine Command of the Armed Forces of the Philippines (an advisory group) and a member of the faculty of the Ateneo School of Government, an Eminent Fellow and member of the Academic Council of the Development Academy of the Philippines (DAP). He also teaches MBA courses on FEU Makati.

Adrian Paulino S. Ramos has served as a director and/or executive officer of companies engaged in printing, publication, sale and distribution of books, magazines and other printed media, investment holdings, mining, financial services, securities and water infrastructure.

Roberto A. Baquiran has served in the last five years as the Chief of Staff of the Office of the Commissioner of the Bureau of Internal Revenue. He was also previously a Partner in the law firm of Balayan, Baquiran, Fortes & Jimena. He is a Certified Public Accountant (CPA) and a member of the Integrated Bar of the Philippines.

Jaime F. Del Rosario is a Certified Public Accountant, an alumni partner at SGV & Co., and a recognized leader in the accounting and auditing profession and the Mining & Metals (M&M) industry. As an active partner at SGV & Co., he led engagements in the areas of financial assurance services, due diligence reviews, International Financial Reporting Standards (IFS), initial public offerings, audit of publicly listed and multinational companies and special economic zones, audit, accounting advisory and consultation, Internal Accounting Standards (IAS) conversion, advisory and regulatory compliance, and corporate restructuring work. He is an active member of the Chamber of Mines of the Philippines, Philippine Minerals Exploration Association, Philippine Mining Club, Philippine Maintenance and Safety Environment Association and Mines and Geosciences Bureau.

Joshua B. Parada is a licensed chief marine engineer. He is currently acting as First Assistant Engineer in BW Gas LNG and he specializes in floating storage regasification unit – dual fuel diesel engines.

Jose T. Nacorda Jr. is the incumbent Senior Vice President - Finance and Admin and SEC Compliance Officer.

Atty. Gaspar R. Andres, Jr. has served as officer and/or corporate secretary or legal counsel of companies involved in mining and mineral processing. He has also been the Corporate Secretary of the Chamber of Mines of the Philippines since 2010. Atty. Andres is a member of the Integrated Bar of the Philippines.

Atty. Ana Maria A. Katigbak is currently the Assistant Corporate Secretary of the Company. She is a Senior Partner in Castillo Laman Tan Pantaleon & San Jose Law Firm. She is a member of the Integrated Bar of the Philippines and a graduate of Bachelor of Laws at the University of the Philippines. For the past five years, she has served as assistant corporate secretary in certain publicly-listed companies such as Marcventures Holdings, Inc., Premiere Horizon Alliance Corporation, Mabuhay Holdings Corp., Paxys, Inc., Energy Development Corp., and Solid Group, Inc., and as corporate secretary in Alsons Consolidated Resources, Inc. and IPM Holdings, Inc.

Lester Laurence S. Baguec is the incumbent Corporate Finance, Corporate Planning Executive and Investor Relations Officer.

Dave D. Eustaquio is the incumbent Chief Audit Executive and Internal Audit Head.

Independent Directors

Pursuant to Securities Regulations Code (SRC) Sec. 38 and Rule 38.1, the Company is required to have at least two (2) independent directors. The Company's incumbent independent director is Mr. Roberto A. Baquiran. Mr. Earl J. Torres resigned as independent director effective June 6, 2023 in view of health reasons.

In line with the guidelines set in SEC Rule 38 and the Corporate Governance Committee Charter approved by the Board of Directors, the Corporate Governance Committee receives the names of nominees and screens them based on the policies and parameters for screening nominees for independent directorship.

Directors with other directorship(s) held in reporting companies

Hilario G. Pagautan	None
Sofia G. Pagautan	None
Isaac Hilario G. Pagautan II	None
Michael Abraham G. Pagautan	None
Ma. Hilarnie Mercurie P. Parada	None
Edgardo V. Caringal	None
Ramon C. Lee	None
Adrian Paulino S. Ramos	Anglo Philippine Holdings Corporation (NED) Atlas Consolidated Mining & Dev. Corp. (NED) United Paragon Mining Corporation (NED) The Philodrill Corporation (NED) Alakor Securities Corporation (NED)
Roberto A. Baquiran	None

Significant Employees. Other than its executive officers, the Company has not engaged the services of any person who is expected to make significant contributions to the business of the Company. The Company is not dependent on the services of certain key personnel and there are no arrangements to ensure that these persons will remain with the Company and not compete upon termination.

Family Relationship. Mr. Hilario G. Pagautan, Chairman of the Board, President & CEO, is the husband of Mrs. Sofia G. Pagautan, Vice-Chairman and Isaac Hilario G. Pagautan II, Senior Vice President - Business Development and Data Privacy Officer, Ma. Hilarnie Mercurie P. Parada, Treasurer, and Michael Abraham G. Pagautan, Director and Chief Risk Officer, are their children.

Involvement in Certain Legal Proceedings. For the past five (5) years up to the date this Information Statement is sent to Stockholders, the Company is NOT aware of:

- 1) Any bankruptcy petition filed by or against any business of which any director, nominee for election as director, executive officer, underwriter or control person of the Company was as general partner or executive officer either at the time of the bankruptcy or within two years prior to that time.
- 2) Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and

other minor offenses involving any director, nominee for election as director, executive officer, underwriter or control person of the Company.

- 3) Of any director, nominee for election as director, executive officer, underwriter or control person of the Company being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending, or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and,
- 4) Of any director, nominee for election as director, executive officer, underwriter or control person of the Company being found by a domestic or foreign court of competent jurisdiction (in a civil action), the commission or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated securities or commodities law or regulation and the judgment has not been reversed, suspended or vacated.

The following Independent directors and nominees for Independent directors are not officers or substantial shareholders of the Company nor directors or officers of the Company's related companies:

1. Roberto A. Baquiran
2. Jaime F. Del Rosario

Involvement of Directors with Government Agencies or its Instrumentalities

Hilario G. Pagautan is presently the Mayor of Sta. Maria, Isabela.

Michael Abraham G. Pagautan is presently the Vice Mayor of Sta. Maria, Isabela

Isaac Hilario G. Pagautan II is presently a Councilor in Sta. Maria, Isabela.

Related Party Transactions

The Company, in the ordinary and regular course of business, secures loans and advances from its related parties (i.e. companies having shareholders in common with the Company) which principally consist of advances to related parties and loans/advances from related parties, the identities of these related parties, including the amounts and details of the transactions are disclosed in Note No. 8 of the Company's 2022 Audited Financial Statements.

The business purpose of related party transaction is to address immediate working capital requirements of related parties (in cases of advances to related parties) or of the Company (in the case of loans/advances from related parties).

All transactions with related parties are based on prevailing market/commercial rate at the time of the transaction.

There are no on-going contractual or other commitments as a result of the arrangement other than the repayment of money lent or advanced.

Item 6. Compensation of Directors and Executive Officers

The aggregate compensation paid to the Company's directors and officers during the last three fiscal years are summarized in the table below:

Name	Position	Year	Salary	Bonus	Other Compensation
Hilario G. Pagautan	Chairman/ President/CEO/ Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Sofia G. Pagautan	Vice- Chairman/ Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Isaac Hilario G. Pagautan II	Director/ Senior Vice- President – Business Development, Data Privacy Officer, Chief Risk Officer	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Michael Abraham G. Pagautan	Director/ Chief Risk Officer	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Ma. Hilarnie Mercurie P. Parada	Director/ Treasurer	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Adrian Paulino S. Ramos	Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Orlando S. Mercado	Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Edgardo V. Caringal	Director/ Senior Vice- President – Operations, Chief Compliance Officer	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Ramon C. Lee	Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0
Roberto A. Baquiran	Independent Director	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	0
Jose T. Nacorda, Jr.	Senior Vice- President- Finance and	2023 Jan to Dec 31 (EST)	0	0	0
		2022 Jan to Dec 31	0	0	50,000
		2021 Jan to Dec 31	0	0	0

	Admin, SEC Compliance Officer				
Atty. Gaspar R. Andres, Jr.	Corporate Secretary,	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Atty. Ana Maria A. Katigbak	Asst. Corporate Secretary, Corporate Information Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Dave D. Eustaquio	Chief Audit Executive; Internal Audit Head	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 0 0
Lester Laurence S. Baguec	Corporate Finance, Corporate Planning Executive and Investor Relations Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 0 0

For the most recently completed fiscal year and the ensuing fiscal year, directors will receive a per diem of P5,000 per meeting to defray their expenses in attending board meetings. There are no other arrangements for compensation of directors, as such, during the last fiscal year and for the ensuing fiscal year.

The aggregate compensation paid to the Company's Chief Executive Officer and the four (4) most highly compensated executive officers named below as a group during the last three fiscal years are summarized in the table below:

Name	Position	Year	Salary	Bonus	Other Compensation
Hilario G. Pagautan	Chairman/President/CEO/Director	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Sofia G. Pagautan	Vice-Chairman/Director	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Isaac Hilario G. Pagautan II	Director/Senior Vice-President – Business Development, Data Privacy	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0

	Officer, Chief Risk Officer				
Michael Abraham G. Pagautan	Director/ Chief Risk Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Ma. Hilarnie Mercurie P. Parada	Director/ Treasurer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Adrian Paulino S. Ramos	Director	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Orlando S. Mercado	Director	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Edgardo V. Caringal	Director/ Senior Vice-President – Operations, Chief Compliance Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Ramon C. Lee	Director	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Jose T. Nacorda, Jr.	Senior Vice-President- Finance and Admin, SEC Compliance Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Atty. Gaspar R. Andres, Jr.	Corporate Secretary,	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0
Atty. Ana Maria A. Katigbak	Asst. Corporate Secretary, Corporate Information Officer	2023 Jan to Dec 31 (EST) 2022 Jan to Dec 31 2021 Jan to Dec 31	0 0 0	0 0 0	0 50,000 0

There are NO warrants or options outstanding in favor of directors and officers.

Item 7. Independent Public Accountants

The accounting firm of Sycip Gorres Velayo & Co. (SGV) with address at 6760 Ayala Avenue, Makati City was appointed external auditors of the Company in the 2022 Annual Stockholders' Meeting. The fees of the external auditor in the past two (2) years are as follows:

Year	Audit & Audit	Tax Fees	Other Fees
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	Related Fees		
2022		- 0 -	- 0 -
2021	P215,000	- 0 -	- 0 -

For the past two (2) years, the Company has not engaged the services of SGV except for the audit and review of the annual financial statements in connection with statutory and regulatory filings for the years 2022 and 2021. The amounts under the caption “Audit and Audit Related Fees”, for the years 2022 and 2021 pertain to these services. The audit committee has an existing policy prohibiting the Company from engaging the external auditors to provide services that may adversely impact its independence, including those expressly prohibited by regulations of the Securities & Exchange Commission (SEC).

In compliance with SRC Rule 68(3)(b)(iv), the accounting firm of SGV sees to it that the certifying partner assigned to our Company is being rotated as required. Ms. Veronica R. Pore was certifying partner in 2011 to 2015. Thereafter, Mr. Jose Raoul J. Balisalisa was certifying partner for the fiscal years 2016 to 2017. Subsequently, Mr. Alvin Pinpin was certifying partner beginning fiscal year 2018.

There have been NO changes in and disagreements with accountants on any matter of accounting principles or practices, financial statement disclosures or auditing scope or procedure.

NO independent accountant engaged by the Company as principal accountant or an independent accountant on whom the principal accountant expressed reliance in its report regarding a significant subsidiary, has resigned, or has declined to stand for re-election after completion of the current audit, or was dismissed.

The auditor’s representatives are expected to be present at the Meeting and they will have the opportunity to make a statement and respond to appropriate questions.

The Company’s Audit and Risk Oversight Committee is currently headed by Mr. Roberto A. Baquiran (Independent Director), as Chairman, and Ms. Ma. Hilarnie Parada as member². The Audit and Risk Oversight Committee reviews and recommends to the Board and the stockholders the appointment of the external auditor and the fixing of the audit fees for the Company. For fiscal year 2023, SGV is recommended to stockholders for appointment as independent external auditor of the Company.

Item 8. Compensation Plans

No action is to be taken with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed, except for the compensation and benefits under existing labor laws and company policy that may be due to employees on the ground of their separation from employment as a consequence of the Company’s reorganization.

Item 9. Financial and other Information

Please refer to the accompanying Management Report (which includes a discussion, among others, of Management’s Discussion and Analysis of Financial Condition and Result of the Operations) and the 2022 Audited Financial Statements.

The Company has not made any changes in and has not had any disagreements with its external auditor on accounting and financial disclosures.

² Mr. Earl J. Torres resigned as independent director effective June 6, 2023.

Item 10. Amendment of Articles of Incorporation to: Decrease the Par Value of Common Shares from Php 1.00 per Share, to Php 0.10 per Share; and Increase the Authorized Number of Shares from 12,000,000,000 to 120,000,000,000 Shares

Management is proposing to amend Article Seventh of the Company's Amended Articles of Incorporation to: decrease the par value of common shares from Php 1.00 per Share, to Php 0.10 per Share; and increase the authorized number of shares from 12,000,000,000 to 120,000,000,000 shares. Following the proposed amendment, the affected portion of Article Seventh of the Amended Articles of Incorporation shall state as follows:

SEVENTH. That the amount of capital stock of the Corporation is Twelve Billion Pesos (Php 12,000,000,000) Philippine currency, and the said capital is divided into One Hundred Twenty Billion (120,000,000,000) common shares at the par value of Ten Centavos (Php 0.10) per share.

The number of shares subscribed by and issued to each stockholder shall be adjusted accordingly, but there shall be no change to the aggregate par value of such shares.

The proposed amendment is part of the Company's shareholder equity restructuring and capital raising activities for its operations.

Item 11. Restatement of Accounts

There is no restatement of any account has been made from the time the Company's financial statements were last audited (31 December 2022) up to the date of this Information Statement.

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

C. OTHER MATTERS

Item 12. Action with Respect to Reports

The following will be submitted to the stockholders for approval/ratification at the meeting:

- a) Minutes of the previous Annual Stockholders Meeting held on October 14, 2022
- b) Annual Report/Management Report for the year ended 31 December 2022 (a copy containing the information required by SRC Rule 20A is enclosed). Approval of the Company's performance during the previous year as contained therein.
- c) Acts and Resolutions of the Board of Directors and Management, from the date following the last Annual Stockholders' Meeting (October 14, 2022) to the present (September 11, 2023), including, but not limited to, the following:
 - Postponement of the 2023 Annual Stockholders' Meeting
 - Election of officers and reorganization of Board committees
 - Appointment of authorized signatories
 - Board approval of the Audited Financial Statements for the year ended December 31, 2022
 - Appointment of Chief Risk Officer and Investor Relations Officer

- Change of stock symbol from “VUL” to “ECVC”
- Holding of the Annual Stockholders’ Meeting on September 11, 2023
- Consent to the assignment to third-parties by Mr. Hilario G. Pagautan and Ms. Sofia G. Pagautan of their 486,055,662 partially-paid shares acquired from National Book Store under the Deed of Assignment dated July 1, 2021 and the designation of Mr. Hilarnie P. Parada as authorized signatory.
- Offer and issuance of 550,000,000 new private placement shares at the subscription price of One Peso (Php 1.00) per share for the purpose of complying with the 20% public float requirement

Item 13. Matters Not Required to be Submitted

Call to Order, Proof of Notice for the Meeting and Certification of Quorum form part of the Agenda for the Meeting but will not be submitted for approval by the stockholders.

Item 14. Other Proposed Action

NO ACTION on any matter, other than those stated in the Agenda for the Meeting, is proposed to be taken, except matters of incidence that may properly come at the Meeting.

Item 15. Meeting Guidelines and Voting Procedures

- a) In the election of directors, the thirteen (13) nominees with the greatest number of votes will be elected directors.
- b) Voting shall be done by Proxy Form and ballot. Cumulative voting will also be applicable in the election of directors.
- c) In accordance with SRC Sec. 38 and SRC Rule 38, only nominees whose names appear in the Final List of Candidates for Independent Directors (See page 15 of this Information Statement) shall be eligible for election as Independent Directors. No other nomination shall be entertained after the Final List of Candidates shall have been prepared and no further nomination shall be entertained or allowed on the floor during the actual Annual Stockholders’ Meeting.

Mr. Roberto A. Baquiran and Mr. Jaime F. Del Rosario are nominated for election as Independent Directors of the Company for year 2023-2024.

- d) To approve the proposed amendment to the Articles of Incorporation, the favorable vote by stockholders representing at least two-thirds (2/3) of the outstanding capital stock shall be necessary to approve the same.
- e) For the other matters in the agenda that will be submitted for approval and for such other matters as may properly come at the Meeting, the vote by stockholders representing at least a majority of the outstanding capital stock shall be necessary to approve the same.
- f) If a stockholder makes no choice in any or all of the matters submitted for his vote or approval as stated in the Proxy Form, discretionary authority to vote any and all the shares of the stockholders, cumulatively or otherwise, in favor of the proxy named and appointed by the stockholder in the Proxy Form is solicited.

Item 20. Requirements of Section 49 of the Revised Corporation Code

Attached to this Information Statement is a copy of the Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

1) Description of the Voting and Vote Tabulation procedures used in the previous meeting (2022 Annual Stockholders' Meeting)

See attached Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

2) Description of the Opportunity given to Stockholders to ask questions and a record of the questions asked and answers given

See attached Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

3) Matters discussed and resolutions reached

See attached Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

4) Approval of Acts and Resolutions of the Board of Directors and Management

See attached Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

5) Record of Voting results for each agenda item

See attached Minutes of the Annual Meeting of the Stockholders on October 14, 2022.

6) List of Directors or trustees, officers and stockholders or members who attended the meeting:

Directors

1. Mr. Hilario G. Pagautan
2. Ms. Sofia G. Pagautan
3. Mr. Adrian Paulino S. Ramos
4. Mr. Isaac Hilario G. Pagautan II
5. Ms. Ma. Hilarnie Mercurie P. Parada
6. Mr. Michael Abraham G. Pagautan
7. Mr. Edgardo V. Caringal
8. Mr. Ramon C. Lee
9. Mr. Earl J. Torres (Independent Director)

Officers

10. Atty. Gaspar R. Andres
11. Atty. Ana Maria A. Katigbak
12. Mr. Augusto Antonio C. Serafica
13. Mr. Jose T. Nacorda, Jr.
14. Mr. Paolo Antonio A. Martinez
15. Mr. Joseph Jeeben R. Segui

7) List of Material Information on the current stockholders, and their voting rights

A complete list of registered Stockholders as of August 11, 2023 will be submitted to the PSE & SEC and will be attached to the Definitive Information Statement.

Voting Right and Right to Participate at Stockholders Meeting

- i. In all items for approval, each share of stock entitles its registered owner as of the record date to one vote.

Voting shall be by poll and the Company shall provide the mechanism to implement the same at every stockholders meeting.

- ii. For the election for directors, every stockholders shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or distributing such votes on the same principle among any number of candidates.
- iii. The stockholders shall also have an opportunity during the stockholders' meeting to ask questions and raise their issues relevant to the agenda items. The minutes of the meeting shall record the shareholders questions and corresponding answers given by the directors and officers of the Company.
- iv. The Board encourages active shareholder participation by making the result of the voted taken during the most recent Annual or Special Shareholders' Meeting publicly available. In addition, the Minutes of the Annual and Special Shareholders' Meeting is also made available on the Company website within five (5) business days from the end of the meeting.

8) Directors' Training and Continuing Education

The Company holds annual Corporate Governance seminars for its Directors and Officers. Due to the pandemic, the Company had its online webinar on December 16, 2022, with training provider Risk, Opportunities, Assessment and Management (ROAM), Inc. ROAM conducted a webinar on Corporate Governance.

The following Directors attended the seminar:

Mr. Hilario G. Pagautan
Ms. Sofia G. Pagautan
Mr. Isaac Hilario G. Pagautan II
Mr. Ramon C. Lee
Ms. Ma. Hilarnie Mercurie P. Parada
Mr. Orlando S. Mercado
Mr. Roberto A. Baquiran

9) Directors Attendance Report

Name of Direct	Number of Meetings for the year 2022	Number of Meetings Attended	Percentage
1. Hilario G. Pagautan	2	2	100%
2. Sofia G. Pagautan	2	2	100%
3. Isaac Hilario G. Pagautan II	2	2	100%
4. Michael Abraham G. Pagautan	2	2	100%
5. Ma. Hilarnie Mercurie P. Parada	2	2	100%
6. Adrian Paulino S. Ramos	2	2	100%
7. Orlando S. Mercado	1	2	50%
8. Edgardo V. Caringal	2	2	100%
9. Ramon C. Lee	2	2	100%
10. Roberto A. Baquiran	2	2	100%

10) Appraisals and performance report for the board and the criteria and procedure for assessment.

The company recognizes that in order to sustain good corporate governance within the organization, the same sound culture must be upheld and cultivated from the top. It is therefore of paramount importance to monitor the governance structure and performance of the Board of Directors (the Board) and top management according to their roles, responsibilities and accountabilities.

It has been the policy and practice of the Company for its Board to conduct an Annual Self-Assessment exercise through a questionnaire given to each Director at the last regular meeting for the year, for the purpose of evaluating the performance of the Board that year and the effectiveness of the Company's governance processes, and seeking ways to improve such performance.

The Company continually review this assessment process to take into consideration leading practices in corporate governance. The self-rating form had been revised to cover appraisal of the Board as a governing unit, of individual directors, of the different Board Committees, and of management including the President.

The assessment criteria include the structure, efficiency, and effectiveness of the Board, participation and engagement of each director, contribution of each member director to their respective Committees, and the performance of management. The criteria also reflects the specific duties, responsibilities, accountabilities of each party assessed as provided in the Company's By-Laws, Manual on Corporate Governance, Board Committee Charters and government policies.

Moreover, the questionnaire allows the Director to provide the comments and suggestions to further enrich the assessment process. In case clarification is needed on this policy and the performance assessment exercise, the Board addresses their queries to the Compliance Officer.

Facilitated by the Corporate Secretary, the annual self-rating form is required to be accomplished and signed by each individual director, the submitted to the Office of the Corporate Secretary within 30 days from receipt of the form.

The Corporate Secretary collates the results of the assessment and reports the same to the Board at a subsequent regular meeting prior to the annual stockholders' meeting. The self-rating form may be further amended by the Office of the Corporate Secretary as deemed necessary, provided that the form remains compliant with the sound corporate governance standards and practices applicable law.

11) Directors' disclosures on self-dealing and related party transactions.

There were no transactions with Directors, Officers or any principal stockholders (owning at least 10% outstanding shares of the Company) that are not in the ordinary course of business of the Company. No related party transactions were entered into by any Director in 2022 that required review by the Audit Committee (acting as RPT Committee) and further approval by the Board in accordance with the RPT Policy of the Company. There have been no complaints, disputes or problems regarding related party transactions of the Company. The Company observes an arm's length policy in its dealings with related parties.

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true and correct. This report is signed in the City of Mandaluyong on [August 1, 2021].

**EAST COAST VULCAN CORPORATION (Formerly,
VULCAN MINING & INDUSTRIAL CORPORATION)**

By:

ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

MATERIALS ACCOMPANYING THIS INFORMATION STATEMENT

1. Management Report
2. Notice of 2023 Annual Stockholders' Meeting
3. Proxy Form
4. Audited Financial Statements for 2022
5. Financial Statements for the interim period ended June 30, 2023**

**The Company undertakes to provide, without charges, upon the written request of a stockholder, a copy of the Company's Annual Report on SEC Form 17-A, such request should be addressed to the Corporate Secretary, East Coast Vulcan Corporation (Formerly, Vulcan Industrial & Mining Corporation, 4F Pacific Star Building, Low Rise Tower, Makati Avenue cor. Senator Gil Puyat Avenue, Makati City, 1226, Philippines.*

***The Company likewise undertakes, upon the written request of a stockholder, to send copies of the Company's Second Quarter Report in SEC Form 17-Q, to the stockholder via email or through PSE EDGE portal or through the company's website <https://www.vulcanminingcorp.com/>*

**Final List of Candidates
For Election as Independent Directors**

A. Candidate for Election as Independent Directors

Name	Age	Current Position	Period of Service From To
Roberto A. Baquiran	57	Independent Director	October 14, 2022 to present
Jaime F. Del Rosario		N/A	N/A

Mr. Baquiran and Mr. Jaime D. Del Rosario possess the qualifications and none of the disqualifications of an independent director.

Directors elected in the Annual meeting of Stockholders have a term of office of one (1) year and serve as such until their successors are elected and qualified in the next succeeding Annual Meeting of Stockholders, provided that a director who was elected to fill a vacancy arising in the Board shall only serve the unexpired term of his predecessors.

B. Business Experience During the Past Five (5) years of Candidate for Independent Director.

Roberto A. Baquiran has served in the last five years as the Chief of Staff of the Office of the Commissioner of the Bureau of Internal Revenue. He was also previously a Partner in the law firm of Balayan, Baquiran, Fortes & Jimena. He is a Certified Public Accountant (CPA) and a member of the Integrated Bar of the Philippines.

Jaime F. Del Rosario is a Certified Public Accountant, an alumni partner at SGV & Co., and a recognized leader in the accounting and auditing profession and the Mining & Metals (M&M) industry. As an active partner at SGV & Co., he led engagements in the areas of financial assurance services, due diligence reviews, International Financial Reporting Standards (IFS), initial public offerings, audit of publicly listed and multinational companies and special economic zones, external audit, accounting advisory and consultation, Internal Accounting Standards (IAS) conversion, advisory and regulatory compliance, and corporate restructuring work. He is an active member of the Chamber of Mines of the Philippines, Philippine Minerals Exploration Association, Philippine Mining Club, Philippine Maintenance and Safety Environment Association and Mines and Geosciences Bureau.

The Candidates for Independent Director have no Directorship in Reporting Companies.

C. Family Relationship

The candidates for election as independent directors of the Company are NOT related by consanguinity or affinity with any other member of the Company's Board of Directors.

Involvement in Certain Legal Proceeding

The Company is not aware of: (1) any bankruptcy petition filed by or against any business of which an independent director, person nominated to become an independent director of the Company was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior that time; (2) any conviction by final judgment in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses of any independent director, person

nominated to become an independent director; (3) any other, judgment or decree, not subsequently reversed, suspended or vacated, or any court or competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement in any type of business, securities, commodities or banking activities an independent director, person nominated to become an independent director or the Company; and, (4) judgment against an independent director, person nominated to become an independent director found by a domestic or foreign court of competent jurisdiction (in a civil action), the Philippine Securities and exchange Commission or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization, to have violated a securities or commodities law, and the judgment has not been reversed, suspended, or vacated.

There had been NO transaction during the last two years, nor is any transaction presently proposed, to which the Company was or is to be a party in which any independent director of the Company, or nominee for election as an independent director, or any member of the immediate family (including spouse, parents, children, siblings, and in-laws) of any of the foregoing persons had or is to have a direct or indirect material interest. In the ordinary and regular course of business, the Company had or may have transactions with other companies in which some of the foregoing persons may have an interest.

Security Ownership of Candidates for Independent Directors

The candidates for independent director own the following number of voting shares as of August 11, 2023:

Type	Name of Beneficial Owner	Amount/Nature Of Beneficial Ownership		Citizenship	Percentage of Ownership
		Direct	Indirect		
Common	Roberto A. Baquiran	1	1,000	Filipino	<0.001%
Common	Jaime F. Del Rosario			Filipino	<0.001%

Voting Trust Holders of 5% or more

The candidates for election as independent directors do not hold more than 5% of any class of the Company's securities under voting trust or similar agreement.

Changes in Control

The election of independent director will not result in a change in control of the Company.

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS
OF
VULCAN INDUSTRIAL & MINING CORPORATION**

Held on October 14, 2022 at 2:00 p.m.
By remote communication

The 2022 Annual Stockholders' Meeting of Vulcan Industrial & Mining Corporation ("VUL" or the "**Company**") was conducted by remote communication or *in absentia* via Zoom at:

<https://us06web.zoom.us/j/85988060920?pwd=MEJRcTlvZHNSdWFlbnZBZE8zbG83QT09>

Prior to the start of the meeting proper, a video of the Philippine National Anthem was shown.

The presence of the members of the Board of Directors and Management at the meeting was acknowledged. The attendance of representatives from SGV & Company and Professional Stock Transfer, Inc. was also noted.

CALL TO ORDER

Mr. Hilario G. Pagauitan, Director, acted as Chairman of the meeting and called the same to order. He announced that in order to ensure everyone's safety during the COVID-19 pandemic, the Annual Stockholders' Meeting was being conducted via remote communication and thanked all those joining the live webcast participating in the meeting by remote communication, or by voting or attending through their proxies.

PROOF OF NOTICE AND CERTIFICATION OF QUORUM

With the permission of the Corporate Secretary, Atty. Gaspar R. Andres, Jr., the Assistant Corporate Secretary, Ana Maria A. Katigbak, reported that pursuant to SEC Notice dated March 16, 2021, the notice (or "**Notice**") of the meeting was published in print and online format in the Business Mirror and Manila Times both newspapers of general circulation, for 2 consecutive days at least 21 days before the meeting. A copy of the Notice, together with the Definitive Information Statement, minutes of the previous

meeting, and other documents related to this meeting were also made accessible through the Company's website.

Qualified stockholders who successfully registered within the prescribed period were included in the determination of quorum. By voting through proxies or by participating remotely in the meeting, a stockholder was deemed present for purposes of determining quorum.

Based on this, the Corporate Secretary certified that there were present at the meeting stockholders owning at least **762,894,770** shares representing at least **52.61%** of the outstanding capital stock of the Company. Therefore, a quorum existed for the transaction of business.

APPROVAL OF MINUTES OF PREVIOUS ANNUAL STOCKHOLDERS' MEETING

The next item of business was the approval of the minutes of the annual meeting of the stockholders held on November 8, 2021, an electronic copy of which was made available at the Company's website.

The Assistant Corporate Secretary presented Management's proposal to approve the minutes of the annual stockholders' meeting held on November 8, 2021. Upon motion made and seconded, the following resolution was approved:

"RESOLVED, that the minutes of the Annual Stockholders' Meeting of Vulcan Industrial & Mining Corporation held on November 8, 2021 be, as it is hereby, approved"

Thereafter, the Assistant Corporate Secretary announced that stockholders owning at least **762,894,770** shares representing at least **52.61%** of the outstanding capital stock voted to approve the resolution while zero shares voted against, and zero shares abstained on the motion. It was noted that the affirmative votes were sufficient to approve the resolution.

CHAIRMAN/PRESIDENT'S REPORT

The next matter on the agenda was the Chairman and President's Report. The Chairman reported on the Company's fold-in status, the different ongoing projects of East Coast Mineral Resources Company Incorporated such as the Valencia Nickel Project and the Libjo Nickel Project, and the Company's business development plan.

MANAGEMENT REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021

The next matter on the agenda was the approval of the management report and audited financial statements, copies of which were made available on the Company's website. The Senior Vice President for Finance and Administration, Mr. Jose T. Nacorda, Jr., reported on the Company's operational highlights and financial results, and the audited financial statements for the year ended December 31, 2021.

After the report, the Assistant Corporate Secretary presented Management's proposal to approve the annual report of Management and the audited financial statements for the year ended December 31, 2021. Upon motion made and seconded, the following resolution was approved:

"RESOLVED, that the annual report of Management as presented by the officers of Vulcan Industrial & Mining Corporation (the "Corporation") and the Corporation's audited financial statements for year ended December 31, 2021 be, as it is hereby, approved."

Thereafter, the Assistant Corporate Secretary announced that stockholders owning at least at least **762,894,770** shares representing at least **52.61%** of the outstanding capital stock voted to approve the resolution while zero shares voted against and zero shares abstained on the motion. It was noted that the affirmative votes were sufficient to approve the resolution.

RATIFICATION OF PREVIOUS CORPORATE ACTS

The next item was the ratification and approval of corporate acts. The Chairman stated that these acts included acts covered by the Chairman/President's Report and the Management Report, as well as resolutions of the Board of Directors duly adopted in the normal course of trade or business.

Upon motion made and seconded, the following resolution was approved:

"RESOLVED, that all acts, contracts, resolutions and actions of the Board of Directors and Management of Vulcan Industrial & Mining Corporation from the date of the last annual stockholders' meeting up to the present be, as they are hereby, approved, ratified and confirmed."

Thereafter, the Assistant Corporate Secretary announced that stockholders owning at least at least 762,894,770 shares representing at least 52.61% of the outstanding capital stock voted to approve the resolution, while zero shares voted against, and zero shares abstained on the motion. It was noted that the affirmative votes were sufficient to approve the resolution.

ELECTION OF DIRECTORS

The next matter on the agenda was the election of the members of the Board of Directors of the Company.

The Assistant Corporate Secretary stated that under the SIXTH Article of the Amended Articles of Incorporation, there were eleven (11) seats in the Board of Directors and the Company was required to have at least two (2) independent directors. She explained that under the SEC rules, all nominations for director shall be submitted to and evaluated by the Nominations and Compensation Committee, nominations for Independent Directors shall appear in the Final List of Candidates set forth in the Definitive Information Statement or other reports submitted to the Securities and Exchange Commission, and no other nominations shall be entertained from the floor.

The Assistant Corporate Secretary informed the stockholders that the Company received a total of nine (9) nominations for Regular Directors, and two (2) for Independent Directors. She explained that nominees receiving the highest number of votes for the 9 available seats for Regular Director, and for the 2 available seats for Independent Director, would be declared as the duly elected members of the Board of Directors for 2022-2023.

The names of the following nominees for regular and independent directors were announced and it was noted that full details of the background and qualifications of the nominees were disclosed in the Company's Definitive Information Statement:

For Regular Directors:

Hilario G. Pagautan
Sofia G. Pagautan
Isaac Hilario G. Pagautan II
Michael Abraham G. Pagautan
Ma. Hilarnie Mercurie P. Parada
Ramon C. Lee
Edgardo V. Caringal

Adrian Paulino S. Ramos
Orlando S. Mercado

For Independent Directors:

Earl J. Torres
Roberto A. Baquiran

At the Chairman's request, the Assistant Corporate Secretary announced that based on the tabulation and validation by the Company's stock and transfer agent, stockholders owning at least at least **762,894,770** shares representing all of the voting stock represented at this meeting, voted to elect all the eleven (11) candidates to the Board of Directors. The above eleven (11) candidates were therefore declared as the duly elected members of the Board of Directors of the Company for the term 2021-2022 to act as such until their successors were duly elected and qualified.

APPOINTMENT OF EXTERNAL AUDITOR

The next matter on the agenda was the appointment of the Company's external auditor. The Audit Committee reviewed the qualifications and performance of the Company's current external auditor, SGV & Co., and endorsed its reappointment for the current year.

Upon motion made and seconded, the following resolution was approved:

"RESOLVED, that the audit firm Sycip Gorres Velayo & Co. be, as it is hereby, appointed as the Corporation's external auditor for the current year 2022."

Thereafter, Assistant Corporate Secretary announced that that stockholders owning at least **762,894,770** shares representing at least **52.61%** of the outstanding capital stock, voted to approve the resolution, while zero shares voted against and zero shares abstained on the motion. It was noted that the affirmative votes were sufficient to approve the resolution.

OTHER MATTERS

The Chairman inquired whether there were any questions raised or comments made on the agenda submitted by email or through the Zoom portal. The Assistant Secretary responded that no questions or comments were received.

ADJOURNMENT

There being no other matters on the agenda, the Chairman adjourned the meeting and conveyed his wishes for the safety and good health of the stockholders and their families.

ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

ATTESTED BY:

HILARIO G. PAGAUTAN
Chairman of the Meeting

EAST COAST VULCAN CORPORATION
(FORMERLY, VULCAN INDUSTRIAL & MINING CORPORATION)
4TH Floor, Pacific Star Building, Low Rise Tower, Makati Avenue corner,
Senator Gil Puyat Avenue, 1209, Makati City
Tel. Nos. (632) 86315139

MANAGEMENT REPORT ACCOMPANYING INFORMATION STATEMENT
PURSUANT TO SRC RULE 20(4)

I. Audited Financial Statements

The Audited Financial Statements of East Coast Vulcan Corporation (formerly, Vulcan Industrial & Mining Corporation) (the “Company” or “ECVC”) for the fiscal year ended December 31, 2022 is attached hereto.

The Quarterly Report on SEC Form 17-Q and Financial Statements for the interim period ended June 30, 2023 are likewise attached hereto.

II. Business and General Information

Business

ECVC was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on January 13, 1953 under the name “Vulcan Manufacturing Corporation” and was listed in the Philippine Stock Exchange (PSE) on August 31, 1970. On June 15, 1977, the Company amended its articles of incorporation and changed its name to “Vulcan Industrial & Mining Corporation”. The Company’s corporate life was extended for another 50 years on January 13, 2003. The Company registered address in 4th Floor, Pacific Star Building, Low Rise Tower, Makati Avenue corner, Senator Gil Puyat Avenue, 1209, Makati City.

The Company is involved in finding, developing and producing oil and gas reserves and other mineral properties. The Company is a participant in several Service Contracts (SCs), Mineral Production Sharing Agreements (MPSAs) and Geophysical Survey and Exploration Contracts (GSECs) entered with the Philippine Government, through the Department of Energy (DOE).

At present, ECVC has no ongoing commercial operations. However, it has always been studying and exploring strategies to generate the most value to its shareholders.

On May 29, 2023, the Securities and Exchange Commission (“SEC”) approved the increase in the authorized capital stock of the Company from Php 4,000,000,000.00 divided into 4,000,000,000 common shares with par value of Php1.00 each share, to Php 12,000,000,000.00 divided into 12,000,000,000 common shares with a par value of Php1.00 per share. The SEC also approved the subscriptions out of the increase in authorized capital stock of a total of 5,180,000,000 new common shares with an aggregate par value of Php5,180,000,000.00 by the majority stockholders of East Coast Mineral Resources Company Incorporated (“ECMRCI”) represented by Hilario G. Pagautan and Sofia G. Pagautan (hereinafter referred to as “the HGP Group”). The subscription by the HGP Group was accomplished through the fold-in of 100% ownership of ECMRCI into the Company, based on an approved value of Php 5.18 Billion. As a result of the SEC’s approval of the increase and the subscriptions to the Company by the HGP Group, ECMRCI became a wholly owned

subsidiary of the Company and ECMRCI's operations are consolidated in the books of the Company.

The fold-in of ECMRCI is notable considering that ECMRCI earns royalties and marketing fees from its operating agreements with its existing contractors in connection with the following MPSAs:

- a. MPSA-233-2007-XIII (SMR) covers an area of 4,226.27 hectares located in Libjo, Dinagat Islands; and
- b. MPSA-078-97-XIII (SMR) covers an area of 697.05 hectares located in Barangay Valencia, Cagdianao, Dinagat Islands.

In view of the fold-in of ECMRCI in the Company, the Company now owns a consistently profitable going concern and cashflow-generating mining business, which will allow the Company to immediately recognize income. The fold-in is also expected to provide the Company the capability to embark on further value-enhancing and growth-oriented expansion initiatives.

Sources and Availability of Raw Materials

Since the Company has not had any commercial operations, it does not depend on any one or a limited number of suppliers for essential raw materials, energy or other items.

Status of Any Publicly-announced New Product or Services – NONE

Competition

Significant and increasing competition exists for petroleum and mineral acquisition opportunities throughout the Philippines. As a result of this competition, the Company may be unable to acquire rights to exploit additional attractive petroleum and mining properties on terms the Company considers acceptable.

The Company had accumulated mineral and petroleum concessions during the time that the industry was at its lowest and, consequently, had a good chance of developing these resources into mineral and petroleum finds. As of December 31, 2018, the Company has written off or assigned all its mineral and petroleum assets in line with its decision to cease to engage in the business of mining, oil, petroleum, industrial development, mineral processing and other related activities.

Mining

As the Company was still in the stages of exploration before the assignment of its mineral assets, it cannot consider any other Company as competitor.

Dependence on One or a Few Major Customers – Not applicable

The Company is not dependent on single or few customers. It has no major existing sales contracts with its current customers.

Transactions with and/or Dependence on Related Parties – Not applicable

Patents, trademarks, Licenses, Franchises, Concessions, Royalty Agreements, or Labor Contracts –

The Company has no patents, trademarks or labor contracts relating to intellectual property matters.

Government Approval of principal products or services- Not applicable.

Effect of existing or probable government regulations on the business

The present existing and probable government regulations will not have so much effect on the current business of the Company because the Company is compliant with the existing laws on mining operations.

Amount Spent on development cost activities, and its percentage to revenues during each of the last three fiscal years – Not applicable.

Cost and effects of compliance with environmental laws

The Company has an outstanding strict policy of adherence to the environmental laws according to the Environmental Clearance Certificate (ECC) granted by the Department of Environment and Natural Resources and the Environmental Protection and Enhancement Program (EPEP).

Having complied with all government and non-government requirements such as MPSA, ECC, environmental programs, etc. have made the Company a recognized entity in the aggregate industry through its former subsidiary, Vulcan Materials Corporation was sold to Anglo Philippine Holding Corporation in December 18, 2012.

Employees

Due to the reorganization of the Company that commenced in the fourth quarter of 2012 and the intended listing of National Book Store, Inc., the Company had retired all of its employees during the first semester of 2013. There are no employees who are subject to any Collective Bargaining Agreement (CBA). The Company was not threatened by any strike in the past three years.

Financial Risk Management

The main risk arising from the Company's financial instruments are credit risk, liquidity risk, equity price risk and interest rate risk. The Board reviews and agrees on policies for managing each of these risks and they are summarized below:

Credit Risk

Credit Risk is the risk the Company will incur losses if its counterparties fail to discharge their contractual obligations.

The Company manages and control credit risk by doing business mostly only with recognized, creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts to a minimum level.

Since the Company trades only with recognized third parties, there is no requirement for collateral.

Liquidity Risk

Liquidity risk is defined as the risk that the Company would not be able to settle or meet its obligations on time or at a reasonable price. Management is responsible for liquidity, funding as well as settlement management. The Company's objective is to maintain a balance between continuity of funding and flexibility by availing of credit facilities from various suppliers. The Company mainly sources its funds through the use of bank loans and advances from related parties.

Equity Price Risk

Equity price risk is the risk that the value of a financial instrument will fluctuate because of changes in market price. The Company is exposed to equity securities price risk because of financial assets held by the Company, which are classified on the parent Company balance sheets as AFS financial assets. The possible changes in the fair value of AFS financial assets could be brought by changes in the equity indices.

MINING CLAIMS

Because of the previous intention to exit the mining industry to explore other businesses, the Company assigned and transferred all its existing mining claims as of December 31, 2018. Shown below are the Company's mining claims.

1. Mining Contracts (in the form of MPSA with the Philippine Government). These mining claims were assigned to its related party Company (United Paragon Mining Corporation). Said assignment was approved by the MGB in an Order dated December 22, 2020.

Mining Claim Number	Location
MPSA 113-98-VI	Sipalay, Negros Occidental
MPSA 092-97-VI	Hinobaan, Negros Occidental

2. Mineral Production Sharing Agreement (MPSA) Application. This mining claim was waived in favor of its original claim owners, Marian Mineral Exploration Company, Inc. and Olympus Mineral Exploration Company, Inc.

Mining Claim Number	Location
APSA-000021-II	Cordon, Isabela & Diadi, Nueva Vizcaya

III. Operational and Financial Information

Properties

The Company has non-performing assets located in Isabela, and in Palawan and some parcels of land and building located in Roxas, Palawan. All properties are free from lien and/or encumbrances. As of December 31, 2018, the Company waived its Isabela property to original claim owners Marian Mineral Exploration Company, Inc. and Olympus Mineral

Exploration Company, Inc. The Palawan property was donated to its former employees occupying the property.

The Registrant does not intend to acquire principal properties in the next twelve months.

Legal Proceedings

There is no material pending legal proceeding to which the Company or its subsidiary or affiliate is a party, or of which any of their property is the subject.

Submission of Matters to a Vote of Security Holders

There were no matters submitted to a vote of security holders during the fiscal year covered by this report, other than those voted upon at the Annual Stockholders' Meetings held on October 14, 2022.

Market for Issuer's Common Equity and Related Stockholder Matters

The principal market where the issuer's common equity is traded to the Philippine Stock Exchange. The high and low sale price of the Company's shares for each quarter during the last two (2) fiscal years 2021 and 2022 and the first quarter of the current fiscal year 2023, expressed in Philippine Pesos, are as follows:

<u>2023</u>	<u>High</u>	<u>Low</u>
First Quarter	1.48	0.78
<u>2022</u>	<u>High</u>	<u>Low</u>
First Quarter	4.20	1.00
Second Quarter	2.90	1.95
Third Quarter	2.75	1.06
Fourth Quarter	1.26	0.91
<u>2021</u>	<u>High</u>	<u>Low</u>
First Quarter	4.20	1.00
Second Quarter	2.90	1.95
Third Quarter	2.75	1.06
Fourth Quarter	1.26	0.91

As of December 31, 2022 of this Annual Report, the market price of the Company's share is P0.80 per share. The Company is not trading its common equity outside of the Philippine Stock Exchange, Inc.

The Company had not declared any dividends in fiscal years 2022 and 2021.

The Company's ability to declare and pay dividends on common equity is restricted by the availability of sufficient retained earnings.

The number of shareholders of record as of December 31, 2022 was one thousand nine hundred (1,900). All of the Company's shares of stock are common shares of which 1.17% or 16,893,902 shares are foreign-owned.

The Top 20 Stockholders as of December 31, 2022 are:

RANK	NAME	# of Shares	% of Total
1	PCD NOMINEE CORPORATION*	903,652,812	62.3209
2	NATIONAL BOOK STORE	486,055,622	33.5211
3	RAMOS, ALFREDO C.	9,006,176	0.6211
4	SY, EUGENE	3,000,000	0.2069
5	BPI FAO IBOD	2,970,555	0.2049
6	ACUNA, EMMANUEL	2,800,000	0.1931
7	YAN, LUCIO W.&OR CLARA YAN	2,500,000	0.1724
8	WISE SECURITIES PHILS., INC	1,690,000	0.1166
9	CAMPOS, LANUZA & CO., INC	1,500,769	0.1035
10	G & L SECURITIES CO., INC	880,000	0.0607
11	L.M. GARCIA & ASSOCIATES, INC	623,724	0.0430
12	VIMC SPECIAL ACCOUNT	576,500	0.0398
13	MENDOZA, ALBERTO & /OR JEANIE C. MENDOZA	564,950	0.0390
14	CARLOS, FILOMENA R.	537,672	0.0371
15	YAN, LUCIO W.	524,904	0.0362
16	LARRGO SECURITIES CO., INC	511,121	0.0352
17	L.M GARCIA SEC. CORP.	500,000	0.0345
18	DE GRACIA, ELEANOR LAYA &/OR LAYA JAIME C.	456,950	0.0315
19	ANSELMO TRINIDAD & CO., INC.	418,035	0.0288
20	ACUNA, EMMANUEL	417,000	0.0288

No unregistered securities were sold during the past three (3) years. All of the Company's issued and outstanding shares of stocks are duly registered in accordance with the provisions of the Securities Regulation Code.

Management's Discussion and Analysis or Plan of Operation

There are NO known trends, demands, commitments, events or uncertainties that have or are reasonably likely to have material impact on the Company's liquidity. Should the Company's cash position be not sufficient to meet current requirements, the Company may consider a) collecting a portion of accounts receivable; b) selling a portion of its treasury shares; and c) private placement. As a means to raise additional funds, the Company has sold all its treasury shares in the first quarter of 2014.

The Company has NO material commitments for capital expenditures EXCEPT for the Company's exploration and development costs in mineral projects.

Results of Operations

2022 compared to 2021 and 2020

For the year 2022, the Company incurred a net loss of ₱5.3 million which is attributable to general administrative expenses incurred by the Company during the year. Thus, the Company incurred a net loss of ₱2.1 million and ₱0.81 million for the year 2021, 2020 respectively. The net loss in 2021 and 2020 was due to general administrative expenses incurred by the Company.

Total costs and expenses for years 2022, 2021 and 2020 amounts to ₱5.3 million, ₱2.1 million, ₱0.81 million, respectively. Expenses incurred in 2022, 2021 and 2020 mostly on taxes, licenses and fees, outside services for consultant and Director fees.

Financial Position

In 2018, the Company has transferred and assigned all its rights and interests in all SCs, MPSAs and GSECs where it is a participant, except for its interest in Negros Copper Projects which has been assigned to United Paragon Mining Corporation (UPMC), in line with its decision to cease to engage in the business of mining, oil, petroleum, industrial development, mineral processing and other related activities.

As of December 31, 2022 and 2021, the Company has incurred cumulative losses resulting to a capital deficiency amounting to ₱8.7 million ₱3.4 million, respectively

The top five (5) key performance indicators of the Company and its subsidiary are as follows:

	31 Dec. 2022	31 Dec. 2021	31 Dec. 2020
Current Ratio	0.04	0.04	0.09
<u>Current Assets</u>	<u>394,509</u>	<u>139,047</u>	<u>131,125</u>
Current Liabilities	9,158,138	3,510,955	1,420,755
Debt to Equity Ratio	(1.05)	(1.04)	(1.10)
<u>Total Liabilities</u>	<u>9,158,138</u>	<u>3,510,955</u>	<u>1,420,755</u>
Stockholders' Equity	(8,711,779)	(3,371,908)	(1,289,630)
Equity to Debt Ratio	(0.95)	(0.96)	(0.91)
<u>Stockholders' Equity</u>	<u>(8,711,779)</u>	<u>(3,371,908)</u>	<u>(1,289,630)</u>
Total Liabilities	9,158,138	3,510,955	1,420,755
Book Value Per Share	(0.006)	(0.0023)	(0.0009)
<u>Stockholders' Equity</u>	<u>(8,711,779)</u>	<u>(3,371,908)</u>	<u>(1,289,630)</u>
Total # of shares	1,450,000,000	1,450,000,000	1,450,000,000
Earnings (Loss) per share	(0.0037)	(0.0014)	(0.0006)
<u>Net Income (Loss)</u>	<u>(5,339,871)</u>	<u>(2,082,278)</u>	<u>(812,916)</u>
Total # of shares	1,450,000,000	1,450,000,000	1,450,000,000

There are NO events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

There are NO material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Company with unconsolidated entities or other persons created during the reporting period

There are NO material commitments for capital expenditures.

There are NO trends, events or uncertainties that have had or reasonably expected to have a material impact on the revenue or income from continuing operations of the Company.

There are NO significant elements of income or loss that did not arise from continuing operations.

There have been NO seasonal aspects that had material effect on the financial condition or result of operations of the Company.

Status of Operation

The Company has assigned and transferred the following remaining mineral properties as of December 31, 2018 as part of the Company's plan to cease the mining and oil and gas business.

a. Marian Project

The Marian Copper and Gold Project covers adjoining areas of Barangay Buaya, Municipality of Diadi, Province of Nueva Vizcaya and Barangay San Luis, Caquilingan, Anonang, Dallao, Villa Meimban, Quimaldero, Municipality of Cordon, Province of Isabela. The area encompasses 6,325 hectares denominated by APSA No. 000021-11.

ECVC started a scoping study of the Marian gold tailings to assess the economic potentials of erecting new Gold CIP processing facility on a stand-alone basis. In the last quarter of 2018, the Company waived its rights and interests therein in favor of the original claim owners Marian Mineral Exploration Company, Inc. and Olympus Mineral Exploration Company, Inc.

b. Negros Copper Projects

The Negros Manlupo Copper Project in Barangay Damutan, Hinoba-an, Negros Occidental has an area of 477 hectares covered by MPSA No. 092-97-VI granted on November 20, 1997. The Negros Luz Copper Project located in Barangay Manlucahoc, Sipalay City, Negros Occidental has an area of 806.57 hectares and is covered by MPSA No. 113-98-VI granted on May 6, 1998. In December 2018, the Company waived its rights and interests in all of its mineral projects except for the Negros Copper Project which were assigned to UPMC, a related Company (see Note 12 of 2018 Audited Financial Statements.) The assignment was approved by the MGB on December 22, 2020.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

None.

The accounting firm of Sycip Gorres Velayo (SGV) with address at 6760 Ayala Avenue, Makati City was appointed external auditor of the Company in 2022 Annual Stockholders Meeting. The fees of the external auditor in the past two (2) years are as follows:

Year	Audit & audit related fees	Tax Fees	Other Fees
2022	300,000	-0-	-0-
2021	215,600	-0-	-0-

For the past two (2) years, the Company has not engaged the services of SGV except for the statements in connection with statutory and regulatory filings for the year 2022 and 2021. The amounts under the caption of “Audit and audit related fees” for the years 2022 and 2021 pertain to these services. The Audit Committee prohibits the Company from engaging the external auditor to provide services that may adversely affect its independence, including those expressly prohibited by regulations of the Securities and Exchange Commission (SEC).

SGV representatives are expected to be present at the Meeting and they will have the opportunity to make statement and respond to appropriate questions.

The Audit Committee reviews and recommends to the Board the appointment of SGV to the stockholders for appointment as external auditor of the Company.

IV. Control and Compensation Information

Directors and Executive Officers of the Registrant

Directors & Executive Officers of the Registrant

Directors elected in the Annual meeting of Stockholders have a term of office of one (1) year and serve as such until their successors are elected and qualified in the next succeeding Annual Meeting of Stockholders, provided that a director who was elected to fill in a vacancy arising in the Board shall only serve the unexpired portion of his predecessor.

The names, ages, positions, periods of service of all incumbent directors and executive officers as such, and their business experience in the past five (5) years are as follows:

Hilario G. Pagautan, 66, Filipino, was elected as Chairman of the Board and CEO of the Company on November 8, 2021. He is the majority owner of East Coast Mineral Resources Company Incorporated, a Company primarily engaged in the business of operating gold and nickel mines. He is the incumbent Mayor of Sta. Maria, Isabela. Mr. Pagautan is a geologist by profession with extensive experience in the mining industry. He has interests in and serves as a director and/or senior officer at other privately-owned mining companies.

Sofia G. Pagautan, 62, Filipino, was appointed Vice-Chairman, of the Company on November 8, 2021. She has served as a director and/or senior officer of companies engaged in mining and construction.

Isaac Hilario G. Pagautan II, 38, Filipino, was elected Director on November 8, 2021 and is the incumbent Senior Vice President - Business Development and Data Privacy Officer. He has served as a director and/or officer of companies engaged in mining, construction, and agriculture. He is presently a Councilor of Sta. Maria, Isabela.

Michael Abraham G. Pagautan, 35, Filipino, was elected Director on November 8, 2021. He is the incumbent Chief Risk Officer and has served as a director and/or officer of companies engaged in mining, construction, and agriculture. He is formerly the Barangay Chairman of Calamagui North Sta. Maria, Isabela and the President of the Liga ng mga Barangay, Sta. Maria, Isabela. He is presently the Vice Mayor of Sta. Maria, Isabela

Ma. Hilarnie Mercurie P. Parada, 41, Filipino, was elected Director on November 8, 2021 and is the incumbent Treasurer of the Company. She has served as a director and/or officer of companies engaged in mining, construction, and agriculture.

Edgardo V. Caringal, 67, Filipino, was elected Director on November 8, 2021 and is the incumbent Senior Vice President – Operations and Chief Compliance Officer. He is a veteran geologist and mining professional. He has extensive experience in the mining industry and has served as senior officer to several mining companies.

Ramon C. Lee, 82, Filipino, was elected Director on November 8, 2021. He is a seasoned businessman with extensive experience in textile and mining.

Orlando S. Mercado, 74, Filipino, was elected Director on October 14, 2022. He is a former Senator, Secretary of Defense and Ambassador. He is a veteran broadcaster and professor of political science, communication and business management. He is currently Chairman of the Multi-Sectoral Advisory Board of the Education, Training and Doctrine Command of the Armed Forces of the Philippines (an advisory group) and a member of the faculty of the Ateneo School of Government, an Eminent Fellow and member of the Academic Council of the Development Academy of the Philippines (DAP). He also teaches MBA courses on FEU Makati.

Adrian Paulino S. Ramos, 44, Filipino, has been a Director of the Company since 2006. For the past five (5) years, he has served as a director and/or executive officer of companies engaged in printing, publication, sale and distribution of books, magazines and other printed media, investment holdings, mining, financial services, securities and water infrastructure.

Earl J. Torres, 62, Filipino, was elected as independent director of the Company on November 8, 2021. He has served as a director and/or officer of companies engaged in construction, real estate development, hospitality, and facilities management.

Roberto A. Baquiran, 62, Filipino, was elected Independent Director on October 14, 2022. He has served in the last five years as the Chief of Staff of the Office of the Commissioner of the Bureau of Internal Revenue. He was also previously a Partner in the law firm of Balayan, Baquiran, Fortes & Jimena. He is a Certified Public Accountant (CPA) and a member of the Integrated Bar of the Philippines.

Jose T. Nacorda, Jr., 67, Filipino, is the incumbent Senior Vice President - Finance and Admin and SEC Compliance Officer.

Gaspar R. Andres, Jr., 92, Filipino, is the incumbent as Corporate Secretary of the Company. He has served as officer and/or corporate secretary or legal counsel of companies involved in mining and mineral processing. He has also been the Corporate Secretary of the Chamber of Mines of the Philippines since 2010. Atty. Andres is a member of the Integrated Bar of the Philippines.

Ana Maria A. Katigbak-Lim, 51, Filipino, is the incumbent Assistant Corporate Secretary and Corporate Information Officer. She is a Senior Partner in Castillo Laman Tan Pantaleon & San Jose Law Firm. She is a member of the Integrated Bar of the Philippines and a graduate of Bachelor of Laws at the University of the Philippines. For the past five years, she has served as assistant corporate secretary in certain publicly-listed companies such as Marcventures Holdings, Inc., Premiere Horizon Alliance Corporation, Mabuhay Holdings Corp., Paxys, Inc., Energy Development Corp., and Solid Group, Inc., and as corporate secretary in Alsons Consolidated Resources, Inc. and IPM Holdings, Inc.

Lester Laurence S. Baguec, 41, Filipino, is the incumbent Corporate Finance, Corporate Planning Executive and Investor Relations Officer.

Dave D. Eustaquio, 25, Filipino, is the incumbent Chief Audit Executive and Internal Audit Head.

Directors with other directorship(s) held in reporting companies

ADRIAN PAULINO S. RAMOS	Alakor Securities Corporation Atlas Consolidated Mining & Dev. Corp. Anglo Philippine Holdings Corporation United Paragon Mining Corporation The Philodrill Corporation
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Involvement in Certain Legal Proceedings

The Company is not aware of any involvement of its executives/officers/directors in any legal proceedings for the past five (5) years.

The following independent directors are not officers or substantial shareholders of the Company nor is a director or officer of its related companies:

1. Roberto A. Baquiran
2. Earl J. Torres¹

Significant Employees

Other than its current officers, the Company has not engaged the services of any person who is expected to make significant contributions to the business of the Company.

Family Relationship

Mr. Hilario G. Pagautitan, Chairman of the Board, President & CEO, is the husband of Mrs. Sofia G. Pagautitan, Vice-Chairman and Isaac Hilario G. Pagautitan II, Senior Vice President - Business Development and Data Privacy Officer, Ma. Hilarnie Mercurie P. Parada, Treasurer, and Michael Abraham G. Pagautitan, Director and Chief Risk Officer, are their children.

Executive Compensation

Information as to the aggregated compensation paid or accrued during the last two fiscal years and to be paid in the ensuing fiscal year to the Company's Chief Executive Officer and four other most highly compensated executive officer as follows:

Chief Executive Officer and highly compensated executive officer	Year	Salary	Bonus	Other Annual Compensation
Hilario G. Pagautitan	Chairman of the Board. President and Principal			

¹ Mr. Earl Torres resigned effective June 6, 2023.

	Executive Officer			
Sofia G. Pagautitan	Vice-Chair			
Isaac Hilario G. Pagautitan II	Senior Vice President – Business Development, Data Privacy Officer and Chief Risk Officer			
	2021	-0-	-0-	-0-
	2022	-0-	-0-	-0-
	2023 (est)	-0-	-0-	-0-
All officers and directors as a group unnamed	2021	-0-	-0-	-0-
	2022	-0-	-0-	-0-
	2023 (est)	-0-	-0-	-0-

There was no compensation for officers in 2022, 2021 and 2020 due to termination of all employees in year 2012.

For the most recently completed fiscal year and the ensuing fiscal year, directors will receive a per diem of P5, 000 per meeting to defray their expenses in attending board meetings. There are no other arrangements for compensation of directors, as such, during the last fiscal year and for the ensuing fiscal year.

There are NO warrants or options outstanding in favor of directors and officers.

Security Ownership of Certain Beneficial Owners and Management

a.) As of December 31, 2022, ECVV knows of no one who beneficially owns in excess of 5% of ECVV's common stock except as set forth in the table below.

Among the participants under PCD, NO account owns more than 5% of the voting stock.

Class	Name and Address of Record Owner / Relationship to Issuer	Name of Beneficial Owner / Relationship with Record Owner	Citizenship	Number of Shares Held	% of Ownership
Common	Hilario G Pagautitan/Sofia G. Pagautitan	Hilario G Pagautitan/Sofia G. Pagautitan (See Note B)	Filipino	486,055,662*	33.52%
Common	Alakor Securities Corporation Quad Alpha Centrum, 125 Pioneer St., Mandaluyong	National Book Store, Inc. /Owner (See Note A)	Filipino	200,000,000	13.79%

	City / Stockholder				
Common	PCD Nominee Corporation - Philippine Stock Exchange Bldg., Ayala Ave., Makati City	Various Clients / Stockholder (See Note A)	Filipino/Non-Filipino	703,652,812	48.53 %

Note:

Note A: Of the total 903,652,812 shares under the name of PCD Nominee Corp., 200,000,000 shares (13.79%) are under the name of Alakor Securities Corporation (ASC) FAO National Bookstore.

Note B: Hilario G. Pagautan/Sofia G Pagautan is the majority owner of East Coast Mineral Resources Company Incorporated, a company primarily engaged in the business of operating gold and nickel mines.

*Their shares were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR.

National Book Store Inc. is a local corporation engaged in retailing business and is a record and beneficial owner owning more than 5% of the Company's common shares. Based on previous practice, it issues proxies nominating, constituting and appointing Mr. Alfredo C. Ramos, Chairman & President, as proxy to vote for the number of shares it beneficially owned as of Record Date.

As a matter of practice, PCD itself does not vote the number of shares registered in its name; instead, PCD issues a general proxy constituting and appointing each of its participants as PCD's proxy to vote for the number of shares owned by such participant in PCD's books as of Record Date.

b.) Security Ownership of the Board and Management as of December 31, 2022

Class	Name of Beneficial Owner	Amount/Nature of Beneficial Ownership		Citizenship	Percentage of Ownership
		Direct	Indirect		
Common	Hilario G. Pagautan/ Sofia G. Pagautan	486,055,663*	0	Filipino	33.52%
Common	Isaac Hilario G. Pagautan II	1	999	Filipino	0.00 %
Common	Adrian Paulino S. Ramos	500	4,072,620	Filipino	0.28 %
Common	Michael Abraham G. Pagautan	1	999	Filipino	0.00 %
Common	Ma. Hilarnie Mercurie P. Parada	1	999	Filipino	0.00 %
Common	Orlando S. Mercado	20,000	0	Filipino	0.00 %
Common	Edgardo V. Caringal	1	999	Filipino	0.00 %
Common	Ramon C. Lee	0	99,999	Filipino	0.00 %

Common	Roberto A. Baquiran	20,000	0	Filipino	0.00 %
Common	Earl J. Torres	1	999	Filipino	0.00 %

*486,055,662 shares are co-owned by Hilario G. Pagautan and Sofia G. Pagautan and were acquired pursuant to the Deed of Assignment dated July 1, 2021 executed between NBS and Hilario G. Pagautan and Sofia G. Pagautan as co/joint owners, for which eCAR is still in process with the BIR. They each own separately 1 direct share and 9,999 indirect shares.

c) Voting Trust Holders of 5% or more

To the extent known to the Company, there is NO PERSON holding more than 5% of any class of the Company's securities under a voting trust or similar agreement.

d) Change in control

Since the last Annual Meeting of Stockholders held last October 14, 2022, there were no changes in the composition of the Board of Directors, as disclosed by the Company on October 14, 2022.

Certain Relationships and Related Transactions

In the ordinary and regular course of the business, the Company had transactions with related parties (i.e., companies with shareholders common with the Company) which principally consist of advances to related parties and loans/advances from related parties, the identities of these related parties, including the amounts and details of the transactions are disclosed in Note No. 8 of the Company's 2022 Audited Financial Statements.

The business purpose of related party transaction is to address immediate working capital requirements of related parties (in cases of advances to related parties) or of the Company (in the case of loans/advances from related parties).

All transactions with related parties are based on prevailing market/commercial rate at the time of the transaction.

There are no on-going contractual or other commitments as a result of the arrangement other than the repayment of money lent or advanced.

V. Corporate Governance

Pursuant to Memorandum Circular No. 20, Series of 2017, issued by the Securities and Exchange Commission (SEC), Annual Corporate Governance Report is no longer required to be attached to the 2022 Annual Report.

The Company filed a copy of its 2021 Integrated Annual Corporate Governance Report (I-ACGR) to the SEC on May 31, 2022 and is posted in the Company website. The I-ACGR for 2022 will be filed with the SEC on or before it falls due for submission.

- a) The Company uses the evaluation system established by the SEC in its Memorandum Circular No. 5, series of 2003, and the Code of Corporate Governance for Publicly-listed Companies, as well as PSE Memo No. 2013-0013 and Memo CN 2013-0007, including the accompanying Corporate Governance Self-

Rating Form (CG-SRF) and Corporate Governance Guidelines Disclosure Survey to measure or determine the level of compliance of the Board of Directors and top-level management with the Company's Corporate Governance manual.

- b) The Company undertakes a self-evaluation process every semester and any deviation from the Company's Corporate Governance Manual is reported to the Management and the Board together with the proposed measures to achieve compliance.
- c) Except as indicated below, the Company is currently in full compliance with the leading practices on good corporate governance embodied in the CG-SRF and Corporate Governance Guidelines Disclosure Survey:
 - 1) As the Company is undergoing reorganization and is in a transition phase, the Company is in the process of drafting and designing the following, among others:
 - a. Code of Conduct for the Board, CEO and staff, as well as existing policies and procedures that can identify and resolve potential conflicts of interest.
 - b. Formal development program for its Board of Directors;
 - c. Establishment of an internal audit group;
 - d. Enterprise Risk Management activities;
 - e. Appointment of a Risk Management Officer; and
 - f. Incentive Mechanism for its employees.
 - 2) The Company's employees and officers undergo professional development programs subject to meeting the criteria set by the Company. Succession plan for senior management is determined by the Board as the need arises.
- d) The Company shall adopt such improvement measures on its corporate governance as they may be necessary from time to time.

The Company undertakes to provide, without charges, upon the written request of a stockholder, a copy of its Annual Report on SEC Form 17-A. Such request should be addressed to the Corporate Secretary, East Coast Vulcan Corporation (formerly, Vulcan Industrial & Mining Corporation) 4th Floor, Pacific Star Building, Low Rise Tower, Makati Avenue corner, Senator Gil Puyat Avenue, 1209, Makati City.

***The Company likewise undertakes to send copies of the Company's Second Quarter Report in SEC Form 17-Q, to the Stockholders via email or through PSE EDGE portal or through the company's website <https://www.vulcanminingcorp.com/>*

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

7 4 4 3

COMPANY NAME

V U L C A N I N D U S T R I A L & M I N I N G C O R
P O R A T I O N

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

6 t h F l o o r Q u a d A l p h a C e n t r u m ,
1 2 5 P i o n e e r S t . , M a n d a l u y o n g C
i t y

Form Type

A A F S

Department requiring the report

C G F D

Secondary License Type, If Applicable

N / A

COMPANY INFORMATION

Company's Email Address

info@vulcanminingcorp.com

Company's Telephone Number/s

(02) 8511-8312

Mobile Number

N/A

No. of Stockholders

1,900

Annual Meeting Month/Day

Last Wednesday of May

Fiscal Year Month/Day

12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Atty. Gaspar R. Andres Jr.

Email Address

grandres14@yahoo.com

Telephone Number/s

(02) 8631-5139

Mobile Number

N/A

CONTACT PERSON's ADDRESS

Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City, Philippines

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

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



Fw: Your BIR AFS eSubmission uploads were received

lesterlaurence@.../Inbox



Rosie Rosaria <rosierosaria@yahoo.com>

To: lesterlaurence@yahoo.com <lesterlaurence@yahoo.com>

17 Apr at 8:43 pm

Hi po.

Forwarding Eafs c9nfirmation receipts.

Thank you.

Rosie

[Sent from Yahoo Mail on Android](#)

----- Forwarded Message -----

From: "eafs@bir.gov.ph" <eafs@bir.gov.ph>

To: "INFO@VULCANMININGCORP.COM" <INFO@VULCANMININGCORP.COM>

Cc: "ROSIEROSARIA@YAHOO.COM" <ROSIEROSARIA@YAHOO.COM>

Sent: Mon, Apr 17, 2023 at 8:33 PM

Subject: Your BIR AFS eSubmission uploads were received

Hi VULCAN INDUSTRIAL AND MINING CORPORATION,

Valid files

- EAFS000062736AFSTY122022.pdf
- EAFS000062736ITRTY122022.pdf

Invalid file

- EAFS000062736RPTY122022.pdf

Warning: Please resubmit the invalid file in the expected PDF format.

Transaction Code: **AFS-0-AEBBLGLG0CDED9JLEQS3WY2NZ0QTZ3MP3T**

Submission Date/Time: **Apr 17, 2023 08:14 PM**

Company TIN: **000-062-736**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

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VULCAN INDUSTRIAL & MINING CORPORATION
6TH Floor Quad Alpha Centrum, 125 Pioneer, Mandaluyong City
Tel (632) 8631-5139: Fax (632) 8631-3113
www.vulcanminingcorp.com

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of Vulcan Industrial and Mining Corporation is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the year ended December 31, 2022, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

The Board of Directors (Trustees) review and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

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



Hilario G. Pagautan

President/CEO/Chairman of the Board



Sofia G. Pagautan

Vice Chairman



Ma. Hilarnie Mercurie P. Parada

Treasurer

Signed this 11th day of April 2023

MAKATI CITY
APR 14 2023

Doc. No. 106

Page No. 25

Book No. 6

Series of 2023


ATTY. JOEL FERRER FLORES

NOTARY PUBLIC FOR MAKATI CITY

UNTIL DECEMBER 31, 2023 (2023-2024)

APPOINTMENT NO. M-115

ROLL NO. 77376 / MCLE (EXEMPT)

PTR NO. 9563564 / JAN. 03, 2023 / MAKATI CITY

IBP NO. 261994 / JAN. 03, 2023 / PASIG CITY

1107 D. BATAAN ST., GUADALUPE NUEVO, MAKATI CITY

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Vulcan Industrial & Mining Corporation
6th Floor, Quad Alpha Centrum
125 Pioneer St., Mandaluyong City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Vulcan Industrial & Mining Corporation (the Company), which comprise the statements of financial position as at December 31, 2022 and 2021, and the statements of comprehensive income, statements of changes capital deficiency and statements of cash flows for each of the three years in the period ended December 31, 2022, and notes to the financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that the Company has incurred cumulative losses resulting to deficit amounting to ₱1,001.2 million and ₱995.9 million as at December 31, 2022 and 2021, respectively, which resulted to capital deficiency amounting to ₱8.7 million and ₱3.4 million, respectively. In addition, the Company has negative working capital of ₱8.8 million and ₱3.4 million in 2022 and 2021, respectively. The Company is currently non-operating due to the cessation of its mining business and amendment of its primary and secondary purposes as a corporation from mining to holding. As stated in Note 1, these conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.



Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. Except for the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined that there are no other key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2022, but does not include the financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2022 are expected to be made available to us after the date of this auditor's report.

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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



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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 14 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of the management of Vulcan Industrial & Mining Corporation. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

The partner in charge of the audit resulting in this independent auditor's report is Eleanore A. Layug.

SYCIP GORRES VELAYO & CO.



Eleanore A. Layug

Partner

CPA Certificate No. 0100794

Tax Identification No. 163-069-453

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 100794-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-097-2020, November 27, 2020, valid until November 26, 2023

PTR No. 9564637, January 3, 2023, Makati City

April 11, 2023



VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF FINANCIAL POSITION

	December 31	
	2022	2021
ASSETS		
Current Assets		
Cash (Note 4)	₱163,313	₱139,047
Advances to suppliers and contractors	208,096	–
Input value added tax (VAT)	23,100	–
Total Current Assets	394,509	139,047
Noncurrent Asset		
Property and equipment (Note 5)	51,850	–
TOTAL ASSETS	₱446,359	₱139,047
LIABILITIES AND CAPITAL DEFICIENCY		
Current Liabilities		
Accrued expenses (Note 6)	₱486,383	₱175,000
Due to related parties (Note 7)	8,671,755	3,335,955
Total Current Liabilities	9,158,138	3,510,955
Capital Deficiency		
Capital stock (Note 8)	992,497,120	992,497,120
Deficit (Note 1)	(1,001,208,899)	(995,869,028)
Total Capital Deficiency	(8,711,779)	(3,371,908)
TOTAL LIABILITIES AND CAPITAL DEFICIENCY	₱446,359	₱139,047

See accompanying Notes to Financial Statements.



VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2022	2021	2020
GENERAL AND ADMINISTRATIVE EXPENSES (Note 9)	₱5,339,977	₱2,082,495	₱813,040
OTHER INCOME			
Interest income from bank deposits (Note 4)	106	217	124
NET LOSS	(₱5,339,871)	(2,082,278)	(812,916)
OTHER COMPREHENSIVE INCOME	—	—	—
TOTAL COMPREHENSIVE LOSS	(₱5,339,871)	(₱2,082,278)	(₱812,916)
BASIC/DILUTED LOSSES PER SHARE (Note 11)	(₱0.005)	(₱0.002)	(₱0.001)

See accompanying Notes to Financial Statements.



VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF CHANGES IN CAPITAL DEFICIENCY
FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 and 2020

	Capital Stock (Note 8)				Deficit	
	Issued	Subscribed	Subscription Receivable	Total	(Note 1)	Total
Balances at December 31, 2019	963,944,338	486,055,662	(457,502,880)	992,497,120	(992,973,834)	(476,714)
Total comprehensive loss	—	—	—	—	(812,916)	(812,916)
Balances at December 31, 2020	963,944,338	486,055,662	(457,502,880)	992,497,120	(993,786,750)	(1,289,630)
Total comprehensive loss	—	—	—	—	(2,082,278)	(2,082,278)
Balances at December 31, 2021	₱963,944,338	₱486,055,662	(₱457,502,880)	₱992,497,120	(₱995,869,028)	(₱3,371,908)
Total comprehensive loss	—	—	—	—	(5,339,871)	(5,339,871)
Balances at December 31, 2022	₱963,944,338	₱486,055,662	(₱457,502,880)	₱992,497,120	(₱1,001,208,899)	(₱8,711,779)

See accompanying Notes to Financial Statements.



VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2022	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss	(P5,339,871)	(P2,082,278)	(P812,916)
Adjustments for:			
Depreciation (Note 9)	13,645	—	—
Interest income (Note 4)	(106)	(217)	(124)
Operating loss before working capital changes	(5,326,332)	(2,082,495)	(813,040)
Decrease (increase) in:			
Advances to suppliers and contractors	(208,096)	—	—
Input VAT	(23,100)	—	—
Increase (decrease) in:			
Accrued expenses	311,383	(9,800)	(157,849)
Due to related parties	5,335,800	2,100,000	1,043,344
Net cash flows from operations	89,655	7,705	72,455
Interest received	106	217	124
Net cash flows from operating activities	89,761	7,922	72,579
CASH FLOW FROM AN INVESTING ACTIVITY			
Additions to property and equipment (Note 5)	(65,495)	—	—
NET INCREASE IN CASH	24,266	7,922	72,579
CASH AT BEGINNING OF YEAR	139,047	131,125	58,546
CASH AT END OF YEAR	P163,313	P139,047	P131,125

See accompanying Notes to Financial Statements.



VULCAN INDUSTRIAL & MINING CORPORATION

NOTES TO FINANCIAL STATEMENTS

1. Corporate Information and Status of Operations

Corporate Information

Vulcan Industrial & Mining Corporation (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on January 13, 1953 under the name “Vulcan Manufacturing Corporation” and was listed in the Philippine Stock Exchange (PSE) on August 31, 1970. On June 15, 1977, the Company amended its articles of incorporation and changed its name to “Vulcan Industrial & Mining Corporation”. The Company’s corporate life was extended for another 50 years on January 13, 2003.

As of December 31, 2022 and 2021, National Book Store, Inc. (NBS) owned the 13.8% of the shares of the Company.

The Company was involved in finding, developing and producing oil and gas reserves and other mineral properties. The Company was a participant in several Service Contracts (SCs), Mineral Production Sharing Agreements (MPSAs) and Geophysical Survey and Exploration Contracts (GSECs) entered with the Philippine Government, through the Department of Energy (DOE).

On December 7, 2018, the Company’s Board of Directors (BOD) and the Stockholders resolved that the Company cease to engage in the business of mining, oil, petroleum, industrial development and mineral processing. Further, the BOD and Stockholders resolved to amend the primary and secondary purposes from mining to holding and such other purposes as management deems fit and in the best interest of the Company. The Company is still in the process of filing the amendment to the SEC.

On July 1, 2021, the Company entered into a Memorandum of Agreement (MOA) with majority stockholders (HGP Group) of East Coast Mineral Resources Company Incorporated (ECRMCI) for the latter’s subscription up to 5.18 billion shares of the Company arising from the increase in authorized capital stock (see Note 8).

In 2021, the BOD and Stockholders have approved the following amendment in the Company’s Articles of Incorporation

- Change in corporate name to East Coast Vulcan Corporation;
- Change in principal office address to 4th Floor, Low Rise, Pacific Star Building, 1226 Sen. Gil J. Puyat Ave., Makati City, Metro Manila; and
- Increase in authorized capital stock from 4 billion shares to 12 billion shares (see Note 8).

In 2022, the Company submitted its application for the amendment of Articles of Incorporation to the Philippine SEC. As of April 11, 2023, SEC has not yet approved the application.

The Company’s registered office address is at 6th Floor Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City.



Status of Operations

The Company has incurred cumulative losses resulting to deficit amounting to ₱1,001.2 million and ₱995.9 million as at December 31, 2022 and 2021, respectively, which resulted to capital deficiency amounting to ₱8.7 million and ₱3.4 million, respectively. In addition, the Company has negative working capital of ₱8.8 million and ₱3.4 million in 2022 and 2021, respectively. The Company is currently non-operating due to the cessation of its mining business and amendment of its primary and secondary purposes as a corporation from mining to holding. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, that the Company may be unable to realize its assets and discharge its liabilities in the normal course of business.

Management has neither the intention nor the need to liquidate the Company in the foreseeable future. East Coast Mineral Resources Company Incorporated, an affiliated company owned by the HGP Group, is committed to provide financial support to enable the Company to continue paying its expenses and settle its liabilities, for at least 12 months from the balance sheet date, and to enable the Company to operate as a going concern. Further, the Company is currently preparing for the backdoor listing with ECMRCI. As a result of the Memorandum of Agreement entered with HGP Group, the Company filed for an increase in its authorized capital stock in 2022 to SEC for the subscription to new shares of the Company by the HGP Group through the transfer of the latter's 99.99% ownership of ECMRCI into the Company amounting to ₱5.18 billion. As such, the financial statements have been prepared on a going concern basis.

The financial statements as of December 31, 2022 and 2021 were approved and authorized for issue by the BOD on April 11, 2023.

2. Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Disclosures and Summary of Significant Accounting Policies

Basis of Preparation

The Company's financial statements have been prepared under the historical cost basis. The financial statements are presented in Philippine peso (₱), which is the Company's functional currency. All amounts are rounded to the nearest Philippine Peso, except as otherwise stated.

Statement of Compliance

The financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs).

Changes in Accounting Policies and Disclosures

New and Amended Standards and Interpretations

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the new standards effective in 2022. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have an impact on the financial statements of the Company.



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

The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential ‘day 2’ gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

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

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

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*

The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a “directly related cost approach”. The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

- *Annual Improvements to PFRSs 2018-2020 Cycle*

- Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*

The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported in the parent’s consolidated financial statements, based on the parent’s date of transition to PFRS, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

- Amendments to PFRS 9, *Financial Instruments, Fees in the ‘10 per cent’ test for derecognition of financial liabilities*

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other’s behalf.



- Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

Standards Issued but not yet Effective

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

Effective beginning on or after January 1, 2023

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*
- Amendments to PAS 8, *Definition of Accounting Estimates*
- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

Deferred effectivity

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

Summary of Significant Accounting Policies

Cash in Bank

Cash in bank earn interest at floating rates based on daily bank deposit rates presented as "Interest income from bank deposits" in the statements of comprehensive income.

Fair Value Measurement

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

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

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

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

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



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

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

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

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

Financial Instruments

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

Financial Assets: Initial Recognition and Measurement

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

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Contractual Cash Flows Characteristics

If the financial asset is held within a business model whose objective is to hold assets to collect contractual cash flows or within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, the Company assesses whether the cash flows from the financial asset represent 'solely payments of principal and interest' (SPPI) on the principal amount outstanding.

In making this assessment, the Company determines whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes consideration only for the time value of money, credit risk and other basic lending risks and costs associated with holding the financial asset for a particular period of time. In addition, interest can include a profit margin that is consistent with a basic lending arrangement. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual terms that introduce exposure to risks or volatility in the contractual cash flows that is unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI on the principal amount outstanding.



Business Model

The Company's business model is determined at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Company's business model does not depend on management's intentions for an individual instrument.

The Company's business model refers to how it manages its financial assets in order to generate cash flows. The Company's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. Relevant factors considered by the Company in determining the business model for a group of financial assets include how the performance of the business model and the financial assets held within that business model are evaluated and reported to the Company's key management personnel, the risks that affect the performance of the business model (and the financial assets held within that business model) and how these risks are managed and how managers of the business are compensated.

Financial Assets: Subsequent Measurement

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

- Financial assets at amortized cost (debt instruments);
- Financial assets at FVTPL;
- Financial assets at fair value through other comprehensive income (FVOCI), where cumulative gains or losses previously recognized are reclassified to profit or loss (debt instruments); and
- Financial assets at FVOCI, where cumulative gains or losses previously recognized are not reclassified to profit or loss (equity instruments).

The Company's financial assets are all classified and measured at amortized cost.

Financial Assets at Amortized Cost

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

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

These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost using the effective interest (EIR) method, less any impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the EIR. The amortization is included in "Interest income" in the statements of comprehensive income and is calculated by applying the EIR to the gross carrying amount of the financial asset, except for (i) purchased or originated credit-impaired financial assets and (ii) financial assets that have subsequently become credit-impaired, where, in both cases, the EIR is applied to the amortized cost of the financial asset.

The Company's financial asset at amortized cost includes cash in bank.



Impairment of Financial Assets

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

ECLs are measured in a way that reflects the following:

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

Financial assets migrate through the following three stages based on the change in credit quality since initial recognition:

Stage 1: 12-month ECL

For credit exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit-impaired upon origination, the portion of lifetime ECLs that represent the ECLs that result from default events that are possible within the 12 months after the reporting date are recognized.

Stage 2: Lifetime ECL - not credit-impaired

For credit exposures where there has been a significant increase in credit risk since initial recognition on an individual or collective basis but are not credit-impaired, lifetime ECLs representing the ECLs that result from all possible default events over the expected life of the financial asset are recognized.

Stage 3: Lifetime ECL - credit-impaired

Financial assets are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of those financial assets have occurred. For these credit exposures, lifetime ECLs are recognized and interest revenue is calculated by applying the credit-adjusted EIR to the amortized cost of the financial asset.

For cash in bank, the Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available. At every reporting date, the Company evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Company uses the rating from external credit agencies to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial Liabilities: Initial Recognition and Measurement

Financial liabilities are classified, at initial recognition, as FVTPL, at amortized cost or as derivatives designated as hedging instruments in an effective hedge, as appropriate.



All financial liabilities are recognized initially at fair value and, in the case of financial liabilities at amortized cost, net of directly attributable transaction costs.

The Company's financial liabilities are all classified and measured at amortized cost.

Subsequent Measurement – Financial Liabilities at Amortized Cost

This is the category most relevant to the Company. After initial recognition, interest-bearing financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statements of comprehensive income when the liabilities are derecognized as well as through the EIR amortization process.

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

The Company's financial liabilities at amortized cost consist of accrued expenses and due to related parties.

Reclassifications of Financial Instruments

The Company reclassifies its financial assets when, and only when, there is a change in the business model for managing the financial assets. Reclassifications shall be applied prospectively by the Company and any previously recognized gains, losses or interest shall not be restated. The Company does not reclassify its financial liabilities.

Derecognition of Financial Assets and Liabilities

Financial Assets

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

1. the rights to receive cash flows from the asset have expired;
2. the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
3. the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.



Financial Liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statements of comprehensive income.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statements of financial position if there is a currently enforceable legal right to set off the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. The Company assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Company and all of the counterparties.

VAT

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the statement of financial position to the extent of the recoverable amount.

Advances to Suppliers and Contractors

Advances to suppliers and contractors pertains to advance payment contractors for the purchase of goods or services. These advances will be offset against the billings upon delivery of goods or services by the supplier or contractors. These are expected to be realized within 12 months after the end of reporting period.

Property and Equipment

Property and equipment are carried at cost, excluding the cost of day-to-day servicing, less accumulated depreciation and any accumulated impairment in value. The initial cost of an item of property and equipment consists of its purchase price including import duties, taxes, and any directly attributable costs of bringing the asset to its working condition and location of its intended use. Such costs include the cost of replacing part of such property and equipment when that cost is incurred, only if the recognition criteria are met. Expenditures incurred after the asset has been put into operation, such as repairs and maintenance, are normally charged to statement of comprehensive income in the period in which the costs are incurred.

In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment. Major maintenance cost that are capitalized as part of property and equipment are depreciated on straight-line basis over the shorter of their estimated useful life, typically the period until the next major maintenance or inspection.



Depreciation of property and equipment is computed using the straight-line basis, net of any estimated residual value, over their estimated useful lives as follows:

Category	Number of Years
Office equipment	2

Depreciation of property and equipment begins when it becomes available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation do not cease when the asset becomes idle or is retired from active use unless the asset is fully depreciated and amortized. Depreciation of an asset ceases when the asset is derecognized.

Each part of an item of property and equipment with a cost that is significant in relation to the total cost of an item shall be depreciated and amortized separately.

The useful lives and depreciation method are reviewed at each reporting date to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

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

When items of property and equipment are retired or otherwise disposed of, their cost and related accumulated depreciation and amortization and any impairment in value are eliminated from the accounts and any resulting gain or loss on disposal is included in the statements of comprehensive income. Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further depreciation is recorded.

Impairment of Nonfinancial Assets

Input VAT and Advances to suppliers and contractors

The Company assesses at each financial reporting date, its input VAT and advances to suppliers and contractors to determine whether there is any indication that the assets may be impaired. If there is an indication of possible impairment, the recoverable amount of input VAT and advances to suppliers and contractors is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognized immediately in the statements of comprehensive income.

The Company provides allowance for impairment losses on nonfinancial input VAT and advances to suppliers and contractors when they can no longer be realized. The amounts and timing of recorded expenses for any period would differ if the Company made different judgments or utilized different estimates. An increase in allowance for impairment losses would increase recorded expenses and decrease input VAT and advances to suppliers and contractors.

Property and equipment

The Company assesses at each financial reporting date whether there is an indication that property and equipment may be impaired. If any such indication exists, or when the annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell (FVLCS) and its value-in-use (VIU)



and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining FVLCS, an appropriate valuation model is used, with the calculations corroborated by other available fair value indicators. Any impairment loss is recognized in the statements of comprehensive income in those expense categories consistent with the function of the impaired asset.

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

Capital Stock

The Company has issued capital stock that is classified as equity and recorded at par. Incremental costs directly attributable to the issue of new capital stock are shown in equity as a deduction, net of tax, from the proceeds.

Subscription Receivable

Subscription receivable pertains to the amount of subscribed capital stock less the amount paid-up. Subscription receivable is presented as deduction from capital stock.

Deficit

Deficit includes accumulated profits and losses attributable to the Company's stockholders. Deficit may also include effect of changes in accounting policy as may be required by the standard's transitional provisions.

Interest Income

Interest income is recognized as it accrues taking into account the effective yield of the asset.

Expenses

Expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. General and administrative expenses are costs related to the direction and general administration of day-to-day operations of the Company. These expenses are recognized when incurred.

Income Taxes

Current Income Tax

Current income tax assets and liabilities for the current and prior year periods are measured at the amount expected to be recovered from, or paid to, the tax authority. The tax rates and tax laws used to compute the amount are those that have been enacted or substantively enacted as at the reporting date.



Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions when appropriate.

Deferred Income Tax

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

Deferred income tax assets are recognized for all deductible temporary differences, carryforward of unused tax credits and unused net operating loss carry-over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of unused tax credits and unused NOLCO can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilized. Unrecognized deferred income tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred income tax assets to be recovered.

Deferred income tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Basic/Diluted Losses Per Share

Basic losses per share (LPS) is computed by dividing net loss attributable to equity holders of the Company for the year by the weighted average number of common shares outstanding during the year after giving retroactive effect to stock dividends declared and stock rights exercised during the year, if any. The Company currently does not have potential dilutive common shares.

Segment Reporting

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

There is only one reportable segment due to the amendment of the primary and secondary purposes of the Company from mining to holding (see Note 12).

Related Party Transactions

Transactions with related parties accounted for based on the nature and substance of the agreement, and financial effects are included in the appropriate asset, liabilities, income and expense accounts.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the



expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statements of comprehensive income, net of any reimbursement.

Contingencies

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

Events After the Reporting Date

Post year-end events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are non-adjusting events are disclosed in the notes to the financial statements when material.

3. Significant Accounting Judgments, Estimates and Assumptions

The Company's financial statements prepared in accordance with PFRSs require management to make judgment, estimates and assumptions that affect the amounts reported in the financial statements and related notes. The estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the Company's financial statements. Actual results could differ from such estimates.

Judgments, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

In the process of applying the Company's accounting policies, management has made the following significant judgments, apart from those including estimations and assumptions, which have the most significant effect on the amounts recognized in the financial statements.

Going Concern

The use of going concern assumption requires management to make judgments at a particular point in time about the future outcomes of events and conditions that are inherently uncertain. The underlying assumption in the preparation of financial statements is that the Company has neither the intention nor the need to liquidate the business.

Management has made an assessment of the Company's ability to continue as going concern and believes that financial support from ECMRCI is sufficient to provide the Company the ability to continue as a going concern. Accordingly, the Company prepares its financial statements on a going concern basis.



Estimates and Assumptions

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

Estimating Realizability of Deferred Income Tax Assets

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

The Company did not recognize deferred income tax assets on carryforward benefits of unused NOLCO amounting to ₱8.2 million and ₱4.3 million as of December 31, 2022 and 2021, respectively, as management assessed that it is not probable that sufficient taxable income will be available to allow all or part of deferred income tax assets to be utilized in the future (see Note 10).

4. Cash

	2022	2021
Cash in bank	₱63,313	₱139,047
Cash on hand	100,000	—
	₱163,313	₱139,047

Cash in bank generally earn interest based on prevailing bank deposit rates. Interest income earned from cash in bank, net of final taxes withheld, amounted to ₱106, ₱217 and ₱124 in 2022, 2021 and 2020, respectively.

5. Property and Equipment

	Office equipment
Cost:	
Beginning balance	₱—
Additions	65,495
Ending balance	65,495
Accumulated depreciation	
Beginning balances	—
Depreciation (Note 9)	13,645
Ending balance	13,645
Net book value	₱51,850

6. Accrued Expenses

	2022	2021
Accrued expenses	₱473,120	₱175,000
Withholding tax	4,000	—
Others	9,263	—
	₱486,383	₱175,000

Accrued expenses pertain to accruals for general and administrative expenses.



7. Related Party Disclosures

Related party relationship exists when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities, which are under the common control with the reporting enterprises and its key management personnel, directors, or its shareholders. In considering each related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

In the normal course of business, the Company has transactions with its affiliates and stockholders. Transactions pertain to advances from related parties to meet the Company's working capital requirements. The outstanding balance is presented as "Due to related parties" in the statements of financial position.

	2022		2021			
	Transactions During the Year	Outstanding Balance	Transactions During the Year	Outstanding Balance	Terms	Conditions
<i>Affiliates:</i>						
<i>Advances</i>						
NBS	₱—	₱152,610	₱—	₱192,610	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
Anglo Philippine Holdings Corporation (APHC)	35,538	3,178,883	2,100,000	3,143,345	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
Libjo Mining Corporation (LMC)	1,516,965	1,516,965	—	—	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
ECMRCI	1,143,375	1,143,375	—	—	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
<i>Stockholder</i>						
Individual stockholder	2,679,922	2,679,922	—	—	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
	₱8,671,755			₱3,335,955		

Compensation of Key Management Personnel

The financial and administrative functions of the Company are being handled by its affiliate, ECMRCI.



8. Capital Stock

Authorized:

Common shares - ₱1 par value in 2022 and 2021	
4,000,000,000 shares in 2022 and 2021	₱4,000,000,000

Issued:

Common shares - ₱1 par value in 2022 and 2021	
963,944,338 shares in 2022 and 2021	₱963,944,338

Subscribed:

Common shares - ₱1 par value in 2022 and 2021	
486,055,662 shares in 2022 and 2021 (net of subscriptions receivable of ₱457,502,880)	28,552,782
	₱992,497,120

On August 11, 2014, the Company and NBS executed a subscription agreement for 363,944,338 common shares of the Company, to be issued in consideration of the assignment of NBS' existing deposit for future subscriptions amounting to ₱363.9 million in full payment of the total subscription price.

Simultaneously, the Company and NBS also executed a subscription agreement for 486,055,662 common shares of the Company, to be issued in consideration of a total subscription price of ₱486.1 million, payable in cash as follows:

- (i) ₱24.3 million upon execution of the subscription agreement: and
- (ii) The balance of ₱461.8 million upon call of the BOD

Both agreements were executed to comply with the documentary requirements of the Philippine SEC in connection with the Company's application for increase in authorized capital stock. On October 30, 2014, the Philippine SEC approved the Company's application for increase in authorized capital stock.

On November 4, 2014, the Company received ₱4.3 million from NBS as partial payment of the subscription balance that is payable upon call of the BOD.

Total share issuance costs incurred in connection with the increase in authorized capital stock and subscription agreements amounting to ₱11.0 million in 2014 were recognized directly in equity. On February 24, 2016, the Company issued the previously subscribed 363,944,338 common shares amounting to ₱363.9 million to NBS.

In 2021, the Company entered into a MOA with majority stockholders of ECRMCI for the latter's subscription up to 5.18 billion shares of the Company arising from the increase in authorized capital stock. Such increase in authorized capital stock from 4 billion shares to 12 billion shares has been approved by the BOD and Stockholders and still pending approval from Philippine SEC (see Note 1).



The table below provides information regarding the number of stockholders of the Company as of December 31, 2022, 2021 and 2020:

	2022	2021	2020
Common shares	1,900	1,901	1,901

Capital Management

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

The Company considers the following as its core economic capital:

	2022	2021
Due to related parties	₱8,671,755	₱3,335,955
Capital stock	992,497,120	992,497,120
Deficit	(1,001,208,899)	(995,869,028)
	(₱40,024)	(₱35,953)

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may obtain additional advances from related parties and stockholders or look for strategic and financial investors to invest in the Company.

No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2022 and 2021.

9. General and Administrative Expenses

	2022	2021	2020
Consultant fees	₱3,307,269	₱82,900	₱167,050
Taxes and licenses	511,358	280,379	272,079
Director's fees	480,000	1,350,000	—
Representation	466,409	—	—
Outside services	245,240	309,000	276,000
Rental	175,340	—	—
Transportation	21,845	—	55,000
Depreciation (Note 5)	13,645	—	—
Others	118,871	60,216	42,911
	₱5,339,977	₱2,082,495	₱813,040

10. Income Taxes

The Company has no provision for current income tax in 2022, 2021 and 2020 due to its gross loss and net taxable loss positions. The Company's interest income from bank deposits is subject to final tax.



The reconciliation of provision for income tax computed at the statutory income tax rate to provision for income tax shown in the statements of comprehensive income follows:

	2022	2021	2020
Income tax at statutory tax rate	(P1,067,974)	(P416,456)	(P243,875)
Additions to (reductions from)			
income tax			
resulting from:			
Change in unrecognized			
deferred income tax assets	1,067,995	416,499	243,912
Income already subjected to final			
tax	(21)	(43)	(37)
	P-	P-	P-

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of Bayanihan to Recover as One Act” which states that the NOLCO incurred for taxable years 2021 and 2020 can be carried over and claimed as deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As of December 31, 2022, the Company has incurred NOLCO in taxable year 2022 which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Year Incurred	Availment Period	Amount	Expired	Applied	NOLCO Unapplied
2019	2020-2022	P1,399,638	P1,399,638	P-	P-
2022	2023-2025	5,339,977	-	-	5,339,977
		P6,739,615	P1,399,638	P-	P5,339,977

As of December 31, 2022, the Company has incurred NOLCO in taxable year 2021 and 2020 which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover as One Act, as follows:

Year Incurred	Availment Period	Amount	Expired	Applied	NOLCO Unapplied
2020	2021-2025	P813,040	P-	P-	P813,040
2021	2022-2026	2,082,495	-	-	2,082,495
		P2,895,535	P-	P-	P2,895,535

The Company did not recognize deferred income tax asset on the carryforward benefits of unused NOLCO, since management assessed that it is not probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized in the future.



11. Basic/Diluted Losses Per Share

	2022	2021	2020
Net loss for the year	(P5,339,871)	(P2,082,278)	(P812,916)
Divided by weighted average number of common shares	992,497,120	992,497,120	992,497,120
Basic/diluted losses per share	(P0.005)	(P0.002)	(P0.001)

As of December 31, 2022, 2021 and 2020, the Company has no potential dilutive shares. Therefore, the basic and diluted losses per share are the same as of those dates.

12. Segment Information

In 2022, 2021 and 2020, the Company has only one reportable segment since the Company has ceased to engage in the business of mining, oil, petroleum, industrial development, mineral processing and other related activities. The primary and secondary purposes of the Company has been amended from mining to holding (see Note 1).

Management monitors the operating results of its operating segments for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on net income or loss and is measured consistently with the total comprehensive income in the financial statements.

The Company's assets are located in the Philippines (i.e., one geographical location). Therefore, geographical segment information is no longer presented.

13. Financial Instruments and Financial Risk Management Objectives and Policies

The Company's principal financial instruments consist of cash in bank and due to related parties. The main purpose of these financial instruments is to fund the Company's operations. The Company has other financial instruments such as accrued expenses which arise directly from its operations.

The carrying values of the Company's financial asset and liabilities per category are as follows:

	2022	
	Financial asset at amortized cost	Financial liabilities at amortized cost
Cash in bank	P63,313	P—
Accrued expenses	—	486,383
Due to related parties	—	8,671,755
	P63,313	P9,158,138

	2021	
	Financial asset at amortized cost	Financial liabilities at amortized cost
Cash in bank	P139,047	P—
Accrued expenses	—	175,000
Due to related parties	—	3,335,955
	P139,047	P3,510,955



The BOD has overall responsibility for the establishment and oversight of the Company's risk management framework. The Group's risk management policies are established to identify and manage the Company's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the Company's activities.

The main risks arising from the use of financial instruments are credit risk and liquidity risk. The Company's BOD reviews and approves the policies for managing each of these risks and they are summarized below:

Credit Risk

Credit risk represents the loss that the Company would incur if counterparties fail to perform their contractual obligations. The Company established controls and procedures on its credit policy to determine and monitor the credit worthiness of counterparties.

With respect to the credit risk from the Company's cash in bank, the exposure arises from the default of the counterparty. The Company's maximum exposure to credit risk is equal to the carrying amount of its cash in bank amounting to ₱63,313 and ₱139,047 as of December 31, 2022 and 2021, respectively.

Cash in bank are neither past due nor impaired and assessed by the Company as high quality financial assets as these are deposited with reputable bank duly approved by the BOD.

The Company has an assessment of ECL for its cash in bank. As of December 31, 2022 and 2021, the ECL relating to the said financial asset is minimal as these are deposited in reputable bank which are of good standing and are considered to have lower credit risk.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's objectives to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Company's credit standing.

The Company manages liquidity risk by maintaining a balance between continuity of funding and flexibility. As part of its liquidity risk management, the Company regularly evaluates its projected and actual cash flows.

The following summarize the Company's financial asset that can be used to manage its liquidity risk and the maturity profile of the Company's financial liabilities as of December 31, 2022 and 2021 based on contractual undiscounted payments:

	2022		Total
	On Demand	Within 1 Year	
Financial asset at amortized cost:			
Cash in bank	₱63,313	—	₱63,313
Cash on hand	100,000	—	100,000
	163,313	—	163,313
Financial liabilities at amortized cost:			
Accrued expenses*	—	482,383	482,383
Due to related parties	8,671,755	—	8,671,755



	8,671,755	482,383	9,154,138
Net Outflows	(P8,508,442)	(P482,383)	(P8,990,825)
<i>*excluding withholding tax amounting to P4,000</i>			
	2021		
	On Demand	Within 1 Year	Total
Financial asset at amortized cost:			
Cash in bank	P139,047	P—	P139,047
Cash on hand	—	—	—
Financial liabilities at amortized cost:			
Accrued expenses	—	175,000	175,000
Due to related parties	3,335,955	—	3,335,955
	3,335,955	175,000	3,510,955
Net Outflows	(P3,196,908)	(P175,000)	(P3,371,908)

Fair Values of Financial Instruments

The Company's financial asset and financial liabilities approximate their fair values due to the short-term nature and/or maturity as of December 31, 2022 and 2021.

Fair Value Hierarchy

Cash in bank, accrued expenses and due to related parties are classified under Level 3 category under the fair value hierarchy. There were no transfers between levels in the fair value hierarchy in 2022 and 2021.

14. Supplementary Information Required Under Revenue Regulations (R.R.) No. 15-2010

In compliance with the requirements set forth by R.R. No. 15-2010, hereunder are the information on taxes, duties and license fees paid or accrued during the taxable year 2022:

VAT

The Company is a VAT-registered company with no VAT output tax declaration for the year ended December 31, 2022. The Company has no sales subject to VAT of 12% for the year ended December 31, 2022.

Taxes and Licenses

This includes all other taxes, local and national, including license and permit fees lodged under "Taxes and licenses", which is presented under "General and administrative expenses" line item in the 2022 statement of comprehensive income.

National:	
PSE annual listing fee	P250,000
BIR annual registration fee	500
Local:	
Permits and licenses	260,858
	P511,358



Withholding Taxes

Withholding taxes paid and accrued by the Company in 2022 are as follows:

	Paid	Accrued
	₱-	₱-
Withholding taxes on compensation and benefits		
EWT	(9,263)	(4,000)
	<u>(₱9,263)</u>	<u>(₱4,000)</u>

Tax Assessments and Contingencies

The Company has no tax cases under preliminary investigation nor litigation and/or prosecution in courts or bodies outside of the administration of BIR as of December 31, 2022.



INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Board of Directors and Stockholders
Vulcan Industrial & Mining Corporation
6th Floor, Quad Alpha Centrum
125 Pioneer St., Mandaluyong City

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Vulcan Industrial & Mining Corporation as at December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022, included in this Form 17-A, and have issued our report thereon dated April 11, 2023. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to the Financial Statements and Supplementary Schedules are the responsibility of the Company's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Eleanore A. Layug

Partner

CPA Certificate No. 0100794

Tax Identification No. 163-069-453

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 100794-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-097-2020, November 27, 2020, valid until November 26, 2023

PTR No. 9564637, January 3, 2023, Makati City

April 11, 2023



INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Board of Directors and Stockholders
Vulcan Industrial & Mining Corporation
6th Floor, Quad Alpha Centrum
125 Pioneer St., Mandaluyong City

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Vulcan Industrial & Mining Corporation (the Company) as at December 31, 2022 and 2021 and for each of the three years in the period ended December 31, 2022, and have issued our report thereon dated April 11, 2023. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Company's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Company's financial statements as at December 31, 2022 and 2021 and for each of the three years in the period ended December 31, 2022 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.



Eleanore A. Layug

Partner

CPA Certificate No. 0100794

Tax Identification No. 163-069-453

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 100794-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-097-2020, November 27, 2020, valid until November 26, 2023

PTR No. 9564637, January 3, 2023, Makati City

April 11, 2023



COVER SHEET

SEC Registration Number

VULCAN INDUSTRIAL & MINING CORPORATION

(Company's Full Name)

6th / F QUAD ALPHA CENTRUM, 125 PIONEER ST MANDALUYON CITY

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

Atty. Gaspar R. Andres Jr. 631-5139

Contact Person

Company Telephone Number

12 31 SEC Form 17-Q March 31, 2023 FORM TYPE 05 31

Month Day Fiscal Year

FORM TYPE

Month Day Annual Meeting

Secondary License Type, If Applicable

Dept Requiring this Doc Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

Print and Fill in BLACK ink for scanning purposes

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

1. For the quarterly period ended **March 31, 2023**

2. Commission identification number **7443**

3. BIR Tax Identification No. **000 – 062 – 736**

4. Exact name of issuer as specified in its charter

VULCAN INDUSTRIAL & MINING CORPORATION

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

6. Industry Classification Code: (SEC Use Only)

7. Address of issuer's principal office **125 Pioneer Street Mandaluyong City** Postal Code **1550**

8. Issuer's telephone number, including area code **Tel (632) 8511-8312**

9. Former name, former address and former fiscal year, if changed since last report

N/A

10. Securities registered pursuant to Sections 8 and 12 of the RSA

Title of each class	Number of shares of common stock outstanding
Common	1,450,000,000

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

Yes ☒ No ☐

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and RSC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11 (a)-1 thereunder, and Sections 28 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or such shorter period the registrant was required to file such reports)

Yes ☒ No ☐

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

Yes ☒ No ☐

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

The financial statements are filed as part of this Form 17-Q.

The interim financial reports of the Company are in compliance with the generally accepted accounting principles applied on a basis consistent with that of the preceding quarters/period.

The financial statements are prepared in conformity with the same accounting policies and methods of computation are followed in the interim financial statements as compared with the most recent annual financial statements.

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

Comparative financial highlights for the quarter ended March 31, 2023 and March 31, 2022 are presented below:

	Unaudited 31 March 2023	Unaudited 31 March 2022
Revenues	17	31
Net Loss	1,599,260	492,409
Total Assets	468,188	103,238
Total Liabilities	10,779,227	3,967,556
Net Worth	(10,311,039)	(3,864,317)
Issued and Outstanding Capital	1,450,000,000	1,450,000,000

The Company has no revenue for the period March 31, 2023 and March 31, 2022 and incurred a net loss of P1.6 million and P0.5 million, respectively. The net loss pertains to administrative expenses incurred such as PSE annual listing fees, licenses and fees.

The Company has total assets of P0.5 million and P0.1 million as of the period ended March 31, 2023 and March 31, 2022, respectively. Total assets decreased due to general and administrative expenses incurred by the Company.

The Company's total liabilities increased to P10.8 million as of March 31, 2023 as compared to P3.9 million as of March 31, 2022 due to additional advances from related party and accrual of some expenses.

Cumulative losses resulting to deficit increased to P1 Billion as of March 31, 2023 compared to P996.4 million as of March 31, 2022. The increase was due to the net losses incurred by the Company during the period.

Capital deficiency increased to P1 Billion as of March 31, 2023 compared to P3.9 million as of March 31, 2022 to due to net loss incurred by Company during from March 31, 2022 to March 31, 2023.

The top five (5) key performance indicators of the Company and its wholly owned subsidiary are as follows:

	<u>31 March 2023</u>	<u>31 Dec. 2022</u>	<u>31 March 2022</u>
Current Ratio	0.04:1	0.04:1	0.03:1
<u>Current Assets</u>	<u>424,525</u>	<u>394,509</u>	<u>103,238</u>
Current Liabilities	10,779,227	9,158,137	3,967,556
 Debt to Equity Ratio	 (1.05):1	 (1.05):1	 (1.03):1
<u>Total Liabilities</u>	<u>10,779,227</u>	<u>9,158,137</u>	<u>3,967,556</u>
Stockholders Equity	(10,311,039)	(8,711,778)	(3,864,317)
 Equity to Debt Ratio	 (0.95):1	 (0.96):1	 (0.97):1
<u>Stockholders Equity</u>	<u>(10,311,039)</u>	<u>(8,711,778)</u>	<u>(3,864,317)</u>
Total Liabilities	10,779,227	9,158,137	3,967,556
 Book Value Per Share	 (0.0071)	 (0.0060)	 -0.0023
<u>Stockholders' Equity</u>	<u>(10,311,039)</u>	<u>(8,711,778)</u>	<u>(3,864,317)</u>
Total # of shares	1,450,000,000	1,450,000,000	1,450,000,000
 Earnings (Loss) per share	 (0.0011)	 (0.0037)	 -0.00003
<u>Net Income (Loss)</u>	<u>(1,599,260)</u>	<u>(5,339,871)</u>	<u>(492,409)</u>
Total # of shares	1,450,000,000	1,450,000,000	1,450,000,000

The change in key indicators as of March 31, 2023 as compared to March 31, 2023 and December 31, 2022 noted a significant decrease in all areas due to net loss incurred during each period.

In general, Management is not aware of any material event or uncertainty that has affected the current fiscal period and/or would have a material impact on future operations of the Company, **EXCEPT**, That:

The Company is currently preparing for the intended backdoor listing of the HGP Group for which it had previously sought the necessary shareholder approvals. As planned, the Company filed in SEC the capital increase on August 8, 2022, already approved in Company Registration and Monitoring Department (CRMD) and it is now under process in Financial Analysis & Audit Division (FAAD) via the subscription to new shares of the Company by the HGP Group through the fold-in of 99.99% ownership of East Coast Mineral Resources Company Inc. (ECMRCI) into the Company, based on an approved value of Php 5.18 billion. Thereafter upon the approval of the Securities and Exchange Commission of the said capital increase transaction, the Company shall file for the listing of the attendant shares with the Philippine Stock Exchange. The contemplated approval of the said business combination transaction will result to

ECMRCI becoming a wholly owned subsidiary of the Company and thus will allow the Company to consolidate ECMRCI's operations into its books.

There are NO known trends, demands, commitments, events or uncertainties that have or are reasonably likely to have material impact on the Company's liquidity, EXCEPT: that the Company is considering a private placement of at most 700,000,000 shares from the unissued capital stock to provide working capital and funding requirements for the Company.

The Company has NO material commitments for capital expenditures.

The standards mentioned in SEC Memorandum Circular No. 6 Series of 2013 are not applicable to the Company's interim financial statements as of the period ended March 31, 2023.

There will be no purchase /sale of significant equipment in the next twelve months.

The number of employees will have no significant change in the next twelve (12) months.

Any material commitment for capital expenditures- the Company has NO material commitments for capital expenditures.

Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations is not applicable

Any significant elements of income or loss that did not arise from the issuer's continuing operations is not applicable

Any seasonal aspects that had material effect on the financial condition or results of operations is not applicable

The Company activities expose it to a variety of financial risks. The Board of Directors reviews and approves on policies for managing each of these risks namely:

Liquidity Risk

Liquidity risk is the risk the Company will not be able to meet its financial obligations as they fall due. The Company's objective to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Company's credit standing.

The company manages liquidity risk by maintaining balance between continuity of funding and flexibility. As part of its liquidity risk management, the Company regularly evaluates its projected cash flows.

The financial assets held by the Company for liquidity purposes consist of cash, all of the Company's financial liabilities are either due and demandable or payable within the year.

Equity Price Risk

Equity price risk is the risk that the value of a financial instrument will fluctuate because of changes in market prices. The Company is exposed to equity price risk because of quoted financial assets held by the Company, which are classified on the financial statements of consolidated balance sheets as AFS financial assets.

Financial instruments

The Company's financial instruments consist of cash. The main purpose of the financial instruments is to fund the Company's operations. The Company has various other financial instruments such as accrued expenses and other payables that arise directly from its operations.

Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of asset) or received (in case of a liability). The initial measurement of financial instruments, except for those financial assets and financial liabilities at fair value through profit or loss (FVPL), includes transaction cost.

On initial recognition, the Company classifies its financial assets in the following categories: Held-for-Maturity (HTM) investments, AFS financial assets, and loans and receivables. The classification depends on the purpose for which the investments were acquired and whether they are quoted in an active market. Management determines the classification of its financial assets at initial recognition and, where allowed and appropriate, re-evaluates such designation at every financial reporting date.

Under PAS 39, all financial liabilities are recognized initially at fair value and in case of loans and borrowings, plus directly attributable transaction costs. Financial liabilities are classified as FVPL, loans and borrowings and derivatives designated as hedging instruments in an effective hedge, as appropriate.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual agreement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity net of any related income tax benefits.

The Company's financial assets consist of loans and receivables and AFS investments. The Company's financial liabilities are classified as loans and borrowings. The Company has no financial assets and liabilities at FVPL and HTM investment.

The fair value of financial instruments that are actively traded in organized financial markets is determined by reference to quoted market bid prices at the close of business on the reporting date. For investments and all other financial instruments where there is no active market, fair value is determined by using generally accepted valuation techniques. Such techniques include using arm's length market transactions; reference to the current market value of another instrument, which are substantially the same; discounted cash flow analysis and other valuation models.

Financial Soundness Indicators

<i>Profitability Ratios</i>	March 31, 2023	March 31, 2022
Return on Assets	-376.72%	-476.97%
Return on Equity	15.51%	12.74%
Gross profit margin	—%	—%
Net profit margin	-	-
<i>Liquidity and Solvency Ratios</i>		
Current Ratio	0.04: 1	0.03
Quick Ratio	0.04: 1	0.03
Solvency Ratio	0.039: 1	0.03
<i>Financial Leverage Ratios</i>		
Asset to Equity Ratio	(0.05): 1	(0.03)
Debt Ratio	25.39: 1	38.43
Debt to Equity Ratio	(1.05): 1	(0.03)
Interest Coverage Ratio	0	0

PART II - OTHER INFORMATION

There were items for disclosure that were made under SEC Form 17-C during the current interim period (01 January to March 31, 2023).

SIGNATURE


Pursuant to the requirements of Section 11 of the RSA and Section 141 of the Corporation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned; thereunto duly authorized, in the City of Mandaluyong on _____May 2023.

VULCAN INDUSTRIAL & MINING CORPORATION

Issuer

Pursuant to the requirements of the Revised Securities Act, this annual report has been signed by the following persons in the capacities and on the dates indicated.

By:



Hilario G. Pagautan
Chairman of the Board
President/CEO



Ma. Hilarnie Mercurio P. Parada
Treasurer

VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF FINANCIAL POSITION

	Unaudited March 31, 2023	Audited 2022
ASSETS		
Current Assets		
Cash in bank and on hand	P163,329	P163,313
Advances to suppliers and contractors	208,096	208,096
Input value added tax (VAT)	53,100	23,100
Total Current Assets	424,525	394,509
Noncurrent Asset		
Property and equipment	43,663	51,850
TOTAL ASSETS	P468,188	P446,359
LIABILITIES AND CAPITAL DEFICIENCY		
Current Liabilities		
Accrued expenses	P531,520	P486,383
Due to related parties	10,247,707	8,671,755
Total Current Liabilities	10,779,227	9,158,138
Capital Deficiency		
Capital stock	992,497,120	992,497,120
Deficit	(1,002,808,159)	(1,001,208,899)
Total Capital Deficiency	(10,311,039)	(8,711,779)
TOTAL LIABILITIES AND CAPITAL DEFICIENCY	P468,188	P446,359

VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF COMPREHENSIVE INCOME

	Unaudited	
	March 31, 2023	March 31, 2022
GENERAL AND ADMINISTRATIVE EXPENSES	₱1,599,277	₱492,440
OTHER INCOME		
Interest income from bank deposits	17	31
NET LOSS	(1,599,260)	(492,409)
OTHER COMPREHENSIVE INCOME	—	—
TOTAL COMPREHENSIVE LOSS	(₱1,599,260)	(₱492,409)
BASIC/DILUTED LOSSES PER SHARE	(₱0.002)	(₱0.0003)

VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

	Unaudited	
	March 31, 2023	March 31, 2022
CAPITAL STOCK		
Authorized:		
Common shares - ₱1 par value 4,000,000,000 shares	₱4,000,000,000	₱4,000,000,000
Issued:		
Common shares - ₱1 par value 963,944,338 shares	₱963,944,338	₱963,944,338
Subscribed:		
Common shares - ₱1 par value 486,055,662 shares (net of subscriptions receivable of ₱457,502,880)	28,552,782 ₱992,497,120	28,552,782 ₱992,497,120
DEFICIT		
Beginning	(₱996,361,437)	(₱995,869,028)
Add Net loss during the period	(1,599,260)	(492,409)
Ending	(1,002,808,159)	(996,361,437)
BALANCE	(₱10,311,039)	(₱3,864,317)

VULCAN INDUSTRIAL & MINING CORPORATION
STATEMENTS OF CASH FLOWS

	Unaudited	
	March 31, 2023	March 31, 2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	(P1,599,260)	(P492,409)
Adjustments for:		
Depreciation (Note 9)	8,187	—
Interest income (Note 4)	(17)	—
Operating loss before working capital changes	(1,591,090)	(492,409)
Decrease (increase) in:		
Advances to suppliers and contractors	—	—
Input VAT	(30,000)	—
Increase (decrease) in:		
Accrued expenses	45,136	(456,600)
Due to related parties	1,575,953	—
Net cash flows from operations	(1)	(35,809)
Interest received	17	—
Net cash flows from operating activities	16	(35,809)
CASH FLOW FROM AN INVESTING ACTIVITY		
Additions to property and equipment (Note 5)	—	—
NET INCREASE IN CASH	16	(35,809)
CASH AT BEGINNING OF YEAR	163,313	139,407
CASH AT END OF YEAR	P163,329	P103,238

VULCAN INDUSTRIAL & MINING CORPORATION

NOTES TO FINANCIAL STATEMENTS

1. Corporate Information and Status of Operations

Corporate Information

Vulcan Industrial & Mining Corporation (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on January 13, 1953 under the name “Vulcan Manufacturing Corporation” and was listed in the Philippine Stock Exchange (PSE) on August 31, 1970. On June 15, 1977, the Company amended its articles of incorporation and changed its name to “Vulcan Industrial & Mining Corporation”. The Company’s corporate life was extended for another 50 years on January 13, 2003.

As of December 31, 2022 and 2021, National Book Store, Inc. (NBS) owned the 13.8% of the shares of the Company.

The Company was involved in finding, developing and producing oil and gas reserves and other mineral properties. The Company was a participant in several Service Contracts (SCs), Mineral Production Sharing Agreements (MPSAs) and Geophysical Survey and Exploration Contracts (GSECs) entered with the Philippine Government, through the Department of Energy (DOE).

On December 7, 2018, the Company’s Board of Directors (BOD) and the Stockholders resolved that the Company cease to engage in the business of mining, oil, petroleum, industrial development and mineral processing. Further, the BOD and Stockholders resolved to amend the primary and secondary purposes from mining to holding and such other purposes as management deems fit and in the best interest of the Company. The Company is still in the process of filing the amendment to the SEC.

On July 1, 2021, the Company entered into a Memorandum of Agreement (MOA) with majority stockholders of East Coast Mineral Resources Company Incorporated (ECRMCI) for the latter’s subscription up to 5.18 billion shares of the Company arising from the increase in authorized capital stock (see Note 8).

In 2021, the BOD and Stockholders have approved the following amendment in the Company’s Articles of Incorporation

- Change in corporate name to East Coast Vulcan Corporation;
- Change in principal office address to 4th Floor, Low Rise, Pacific Star Building, 1226 Sen. Gil J. Puyat Ave., Makati City, Metro Manila; and
- Increase in authorized capital stock from 4 billion shares to 12 billion shares (see Note 8).

In 2022, the Company submitted its application for the amendment of Articles of Incorporation to the Philippine SEC. As of April 12, 2023, SEC has not yet approved the application.

The Company’s registered office address is at 6th Floor Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City.

Status of Operations

The Company has incurred cumulative losses resulting to deficit amounting to ₱1,001.2 million and ₱995.9 million as at December 31, 2022 and 2021, respectively, which resulted to capital deficiency amounting to ₱8.7 million and ₱3.4 million, respectively. In addition, the Company has negative working capital of ₱8.8 million and ₱3.4 million in 2022 and 2021, respectively. The Company is currently non-operating due to the cessation of its mining business and amendment of its primary and secondary purposes as a corporation from mining to holding. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company’s ability to continue as a going concern. Management has neither the intention nor the need to liquidate the Company in the foreseeable future. ECRMCI is committed to provide financial support to enable

the Company to continue paying its expenses and settle its liabilities, for at least 12 months from end of the reporting period, and to enable the Company to operate as a going concern.

The financial statements as of December 31, 2022 and 2021 were approved and authorized for issue by the BOD on April 12, 2023.

2. **Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Disclosures and Summary of Significant Accounting Policies**

Basis of Preparation

The Company's financial statements have been prepared under the historical cost basis. The financial statements are presented in Philippine peso (₱), which is the Company's functional currency. All amounts are rounded to the nearest Philippine Peso, except as otherwise stated.

Statement of Compliance

The financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs).

Changes in Accounting Policies and Disclosures

New and Amended Standards and Interpretations

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the new standards effective in 2022. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have an impact on the financial statements of the Company.

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

The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

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

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

- ***Amendments to PAS 37, Onerous Contracts – Costs of Fulfilling a Contract***

The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs

directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

- *Annual Improvements to PFRSs 2018-2020 Cycle*
 - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*

The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported in the parent's consolidated financial statements, based on the parent's date of transition to PFRS, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

- Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

- Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

Standards Issued but not yet Effective

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

Effective beginning on or after January 1, 2023

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*
- Amendments to PAS 8, *Definition of Accounting Estimates*
- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

Deferred effectivity

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

Summary of Significant Accounting Policies

Cash in Bank

Cash in bank earn interest at floating rates based on daily bank deposit rates presented as "Interest income from bank deposits" in the statements of comprehensive income.

Fair Value Measurement

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

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

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

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

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

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

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

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

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

Financial Instruments

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

Financial Assets: Initial Recognition and Measurement

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

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Contractual Cash Flows Characteristics

If the financial asset is held within a business model whose objective is to hold assets to collect contractual cash flows or within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, the Company assesses whether the cash flows from the financial asset represent 'solely payments of principal and interest' (SPPI) on the principal amount outstanding.

In making this assessment, the Company determines whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes consideration only for the time value of money, credit risk and other basic lending risks and costs associated with holding the financial asset for a particular period of time. In addition, interest can include a profit margin that is consistent with a basic lending arrangement. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual terms that introduce exposure to risks or volatility in the contractual cash flows that is unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI on the principal amount outstanding.

Business Model

The Company's business model is determined at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Company's business model does not depend on management's intentions for an individual instrument.

The Company's business model refers to how it manages its financial assets in order to generate cash flows. The Company's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. Relevant factors considered by the Company in determining the business model for a group of financial assets include how the performance of the business model and the financial assets held within that business model are evaluated and reported to the Company's key management personnel, the risks that affect the performance of the business model (and the financial assets held within that business model) and how these risks are managed and how managers of the business are compensated.

Financial Assets: Subsequent Measurement

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

- Financial assets at amortized cost (debt instruments);
- Financial assets at FVTPL;
- Financial assets at fair value through other comprehensive income (FVOCI), where cumulative gains or losses previously recognized are reclassified to profit or loss (debt instruments); and
- Financial assets at FVOCI, where cumulative gains or losses previously recognized are not reclassified to profit or loss (equity instruments).

The Company's financial assets are all classified and measured at amortized cost.

Financial Assets at Amortized Cost

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

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

These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost using the effective interest (EIR) method, less any impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the EIR. The amortization is included in "Interest income" in the statements of comprehensive income and is calculated by applying the EIR to the gross carrying amount of the financial asset, except for (i) purchased or originated credit-impaired financial assets and (ii) financial assets that have subsequently become credit-impaired, where, in both cases, the EIR is applied to the amortized cost of the financial asset.

The Company's financial asset at amortized cost includes cash in bank.

Impairment of Financial Assets

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

ECLs are measured in a way that reflects the following:

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

Financial assets migrate through the following three stages based on the change in credit quality since initial recognition:

Stage 1: 12-month ECL

For credit exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit-impaired upon origination, the portion of lifetime ECLs that represent the ECLs that result from default events that are possible within the 12 months after the reporting date are recognized.

Stage 2: Lifetime ECL - not credit-impaired

For credit exposures where there has been a significant increase in credit risk since initial recognition on an individual or collective basis but are not credit-impaired, lifetime ECLs representing the ECLs that result from all possible default events over the expected life of the financial asset are recognized.

Stage 3: Lifetime ECL - credit-impaired

Financial assets are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of those financial assets have occurred. For these credit exposures, lifetime ECLs are recognized and interest revenue is calculated by applying the credit-adjusted EIR to the amortized cost of the financial asset.

For cash in bank, the Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available. At every reporting date, the Company evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Company uses the rating from external credit agencies to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial Liabilities: Initial Recognition and Measurement

Financial liabilities are classified, at initial recognition, as FVTPL, at amortized cost or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of financial liabilities at amortized cost, net of directly attributable transaction costs.

The Company's financial liabilities are all classified and measured at amortized cost.

Subsequent Measurement – Financial Liabilities at Amortized Cost

This is the category most relevant to the Company. After initial recognition, interest-bearing financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statements of comprehensive income when the liabilities are derecognized as well as through the EIR amortization process.

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

The Company's financial liabilities at amortized cost consist of accrued expenses and due to related parties.

Reclassifications of Financial Instruments

The Company reclassifies its financial assets when, and only when, there is a change in the business model for managing the financial assets. Reclassifications shall be applied prospectively by the Company and any previously recognized gains, losses or interest shall not be restated. The Company does not reclassify its financial liabilities.

Derecognition of Financial Assets and Liabilities

Financial Assets

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

1. the rights to receive cash flows from the asset have expired;
2. the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; or
3. the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company’s continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statements of comprehensive income.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statements of financial position if there is a currently enforceable legal right to set off the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. The Company assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Company and all of the counterparties.

VAT

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the statement of financial position to the extent of the recoverable amount.

Advances to Suppliers and Contractors

Advances to suppliers and contractors pertains to advance payment contractors for the purchase of goods or services. These advances will be offset against the billings upon delivery of goods or services by the supplier or contractors. These are expected to be realized within 12 months after the end of reporting period.

Property and Equipment

Property and equipment are carried at cost, excluding the cost of day-to-day servicing, less accumulated depreciation and any accumulated impairment in value. The initial cost of an item of property and equipment consists of its purchase price including import duties, taxes, and any directly attributable costs of bringing the asset to its working condition and location of its intended use. Such costs include the cost of replacing part of such property and equipment when that cost is incurred, only if the recognition criteria are met. Expenditures

incurred after the asset has been put into operation, such as repairs and maintenance, are normally charged to statement of comprehensive income in the period in which the costs are incurred.

In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment. Major maintenance cost that are capitalized as part of property and equipment are depreciated on straight-line basis over the shorter of their estimated useful life, typically the period until the next major maintenance or inspection.

Depreciation of property and equipment is computed using the straight-line basis, net of any estimated residual value, over their estimated useful lives as follows:

Category	Number of Years
Office equipment	5

Depreciation of property and equipment begins when it becomes available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation do not cease when the asset becomes idle or is retired from active use unless the asset is fully depreciated and amortized. Depreciation of an asset ceases when the asset is derecognized.

Each part of an item of property and equipment with a cost that is significant in relation to the total cost of an item shall be depreciated and amortized separately.

The useful lives and depreciation method are reviewed at each reporting date to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

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

When items of property and equipment are retired or otherwise disposed of, their cost and related accumulated depreciation and amortization and any impairment in value are eliminated from the accounts and any resulting gain or loss on disposal is included in the statements of comprehensive income. Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further depreciation is recorded.

Impairment of Nonfinancial Assets

Input VAT and Advances to suppliers and contractors

The Company assesses at each financial reporting date, its input VAT and advances to suppliers and contractors to determine whether there is any indication that the assets may be impaired. If there is an indication of possible impairment, the recoverable amount of input VAT and advances to suppliers and contractors is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognized immediately in the statements of comprehensive income.

The Company provides allowance for impairment losses on nonfinancial input VAT and advances to suppliers and contractors when they can no longer be realized. The amounts and timing of recorded expenses for any period would differ if the Company made different judgments or utilized different

estimates. An increase in allowance for impairment losses would increase recorded expenses and decrease input VAT and advances to suppliers and contractors.

Property and equipment

The Company assesses at each financial reporting date whether there is an indication that property and equipment may be impaired. If any such indication exists, or when the annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell (FVLCS) and its value-in-use (VIU) and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining FVLCS, an appropriate valuation model is used, with the calculations corroborated by other available fair value indicators. Any impairment loss is recognized in the statements of comprehensive income in those expense categories consistent with the function of the impaired asset.

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

Capital Stock

The Company has issued capital stock that is classified as equity and recorded at par. Incremental costs directly attributable to the issue of new capital stock are shown in equity as a deduction, net of tax, from the proceeds.

Subscription Receivable

Subscription receivable pertains to the amount of subscribed capital stock less the amount paid-up. Subscription receivable is presented as deduction from capital stock.

Deficit

Deficit includes accumulated profits and losses attributable to the Company's stockholders. Deficit may also include effect of changes in accounting policy as may be required by the standard's transitional provisions.

Interest Income

Interest income is recognized as it accrues taking into account the effective yield of the asset.

Expenses

Expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. General and administrative expenses are costs related to the direction and general administration of day-to-day operations of the Company. These expenses are recognized when incurred.

Income Taxes

Current Income Tax

Current income tax assets and liabilities for the current and prior year periods are measured at the amount expected to be recovered from, or paid to, the tax authority. The tax rates and tax laws used to compute the amount are those that have been enacted or substantively enacted as at the reporting date.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions when appropriate.

Deferred Income Tax

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

Deferred income tax assets are recognized for all deductible temporary differences, carryforward of unused tax credits and unused net operating loss carry-over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of unused tax credits and unused NOLCO can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilized. Unrecognized deferred income tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred income tax assets to be recovered.

Deferred income tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Basic/Diluted Losses Per Share

Basic losses per share (LPS) is computed by dividing net loss attributable to equity holders of the Company for the year by the weighted average number of common shares outstanding during the year after giving retroactive effect to stock dividends declared and stock rights exercised during the year, if any. The Company currently does not have potential dilutive common shares.

Segment Reporting

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

There is only one reportable segment due to the amendment of the primary and secondary purposes of the Company from mining to holding (see Note 12).

Related Party Transactions

Transactions with related parties accounted for based on the nature and substance of the agreement, and financial effects are included in the appropriate asset, liabilities, income and expense accounts.

Provisions

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

liability. When discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statements of comprehensive income, net of any reimbursement.

Contingencies

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

Events After the Reporting Date

Post year-end events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are non-adjusting events are disclosed in the notes to the financial statements when material.

3. Significant Accounting Judgments, Estimates and Assumptions

The Company's financial statements prepared in accordance with PFRSs require management to make judgment, estimates and assumptions that affect the amounts reported in the financial statements and related notes. The estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the Company's financial statements. Actual results could differ from such estimates.

Judgments, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

In the process of applying the Company's accounting policies, management has made the following significant judgments, apart from those including estimations and assumptions, which have the most significant effect on the amounts recognized in the financial statements.

Going Concern

The use of going concern assumption requires management to make judgments at a particular point in time about the future outcomes of events and conditions that are inherently uncertain. The underlying assumption in the preparation of financial statements is that the Company has neither the intention nor the need to liquidate the business.

Management has made an assessment of the Company's ability to continue as going concern and believes that financial support from ECMRCI is sufficient to provide the Company the ability to continue as a going concern. Accordingly, the Company prepares its financial statements on a going concern basis.

Estimates and Assumptions

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

Estimating Realizability of Deferred Income Tax Assets

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

The Company did not recognize deferred income tax assets on carryforward benefits of unused NOLCO amounting to ₱8.2 million and ₱4.3 million as of December 31, 2022 and 2021, respectively, as management assessed that it is not probable that sufficient taxable income will be available to allow all or part of deferred income tax assets to be utilized in the future (see Note 10).

4. **Cash**

	March 31, 2023	2022
Cash in bank	₱63,329	₱63,313
Cash on hand	100,000	100,000
	₱163,329	₱163,313

Cash in bank generally earn interest based on prevailing bank deposit rates. Interest income earned from cash in bank, net of final taxes withheld, amounted to ₱17, and ₱106, in March 31, 2023, 2022, respectively.

5. **Property and Equipment**

	Office equipment
Cost:	
Beginning balance	P—
Additions	65,495
Ending balance	65,495
Accumulated depreciation	
Beginning balances	13,645
Depreciation (Note 9)	8,187
Ending balance	21,832
Net book values	P43,663

6. **Accrued Expenses**

	March 31, 2023	2022
Accrued expenses	P529,520	P473,120
Withholding tax	2,000	4,000
Others	-	9,263
	P531,520	P486,383

Accrued expenses pertain to accruals for general and administrative expenses.

7. **Related Party Disclosures**

Related party relationship exists when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities, which are under the common control with the reporting enterprises and its key management personnel, directors, or its shareholders. In considering each related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

In the normal course of business, the Company has transactions with its affiliates and stockholders. Transactions pertain to advances from related parties to meet the Company's working capital requirements. The outstanding balance is presented as "Due to related parties" in the statements of financial position.

	March 31, 2023		2022			
	Transaction s During the Year	Outstandin g Balance	Transaction s During the Year	Outstandin g Balance	Terms	Conditions
<i>Affiliates:</i>						
<i>Advances</i>						
NBS	P-	P-	P-	P152,610	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
Anglo Philippine Holdings Corporation (APHC)				3,178,883	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
Libjo Mining Corporation (LMC)	1,301,263		1,516,965	1,516,965	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
ECMRCI	84,689		1,143,375	1,143,375	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
Stockholder Individual stockholder	190,000		2,679,922	2,679,922	Noninterest-bearing; Payable in cash; Due and demandable	Unsecured
			P	P8,671,755		

Compensation of Key Management Personnel

The financial and administrative functions of the Company are being handled by its affiliate, ECMRCI.

8. Capital Stock

Authorized:

Common shares - P1 par value in 2022 and 2021
4,000,000,000 shares in 2022 and 2021

P4,000,000,000

Issued:

Common shares - P1 par value in 2022 and 2021
963,944,338 shares in 2022 and 2021

P963,944,338

Subscribed:

Common shares - P1 par value in 2022 and 2021
486,055,662 shares in 2022 and 2021 (net of subscriptions
receivable of P457,502,880)

28,552,782

₱992,497,120

On August 11, 2014, the Company and NBS executed a subscription agreement for 363,944,338 common shares of the Company, to be issued in consideration of the assignment of NBS' existing deposit for future subscriptions amounting to ₱363.9 million in full payment of the total subscription price.

Simultaneously, the Company and NBS also executed a subscription agreement for 486,055,662 common shares of the Company, to be issued in consideration of a total subscription price of ₱486.1 million, payable in cash as follows:

- (i) ₱24.3 million upon execution of the subscription agreement: and
- (ii) The balance of ₱461.8 million upon call of the BOD

Both agreements were executed to comply with the documentary requirements of the Philippine SEC in connection with the Company's application for increase in authorized capital stock. On October 30, 2014, the Philippine SEC approved the Company's application for increase in authorized capital stock.

On November 4, 2014, the Company received ₱4.3 million from NBS as partial payment of the subscription balance that is payable upon call of the BOD.

Total share issuance costs incurred in connection with the increase in authorized capital stock and subscription agreements amounting to ₱11.0 million in 2014 were recognized directly in equity. On February 24, 2016, the Company issued the previously subscribed 363,944,338 common shares amounting to ₱363.9 million to NBS.

In 2021, the Company entered into a MOA with majority stockholders of ECRMCI for the latter's subscription up to 5.18 billion shares of the Company arising from the increase in authorized capital stock. Such increase in authorized capital stock from 4 billion shares to 12 billion shares has been approved by the BOD and Stockholders and still pending approval from Philippine SEC (see Note 1).

The table below provides information regarding the number of stockholders of the Company as of December 31, 2022, 2021 and 2020:

	March 31, 2023	2022	2021
Common shares	1,900	1,901	1,901

Capital Management

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

The Company considers the following as its core economic capital:

	March 31, 2023	2022
Due to related parties	₱10,247,707	₱8,671,755
Capital stock	992,497,120	992,497,120
Deficit	(1,002,808,159)	(1,001,208,899)
	(₱63,332)	(₱40,024)

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may obtain additional advances from related parties and stockholders or look for strategic and financial investors to invest in the Company.

No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2022 and 2021.

9. General and Administrative Expenses

	Mar 31, 2023	2022	2021
Consultant fees	P284,000	P3,307,269	P82,900
Taxes and licenses	266,787	511,358	280,379
Director's fees	—	480,000	1,350,000
Representation	—	466,409	—
Outside services	1,033,600	245,240	309,000
Rental	—	175,340	—
Transportation	—	21,845	—
Depreciation (Note 5)	8,187	13,645	—
Others	6,702	118,871	60,216
	P1,599,276	P5,339,977	P2,082,495

10. Income Taxes

The Company has no provision for current income tax in 2022, 2021 and 2020 due to its gross loss and net taxable loss positions. The Company's interest income from bank deposits is subject to final tax.

The reconciliation of provision for income tax computed at the statutory income tax rate to provision for income tax shown in the statements of comprehensive income follows:

	2022	2021	2020
Income tax at statutory tax rate	(P1,067,974)	(P416,456)	(P243,875)
Additions to (reductions from) income tax resulting from:			
Change in unrecognized deferred income tax assets	1,067,995	416,499	243,912
Income already subjected to final tax	(21)	(43)	(37)
	P=	P=	P=

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of Bayanihan to Recover as One Act" which states that the NOLCO incurred for taxable years 2021 and 2020 can be carried over and claimed as deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As of December 31, 2022, the Company has incurred NOLCO in taxable year 2022 which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Year Incurred	Availment Period	Amount	Expired	Applied	NOLCO Unapplied
2019	2020-2022	₱1,399,638	₱1,399,638	₱–	₱–
2022	2023-2025	5,339,977	–	–	5,339,977
		₱6,739,615	₱1,399,638	₱–	₱5,339,977

As of December 31, 2022, the Company has incurred NOLCO in taxable year 2021 and 2020 which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover as One Act, as follows:

Year Incurred	Availment Period	Amount	Expired	Applied	NOLCO Unapplied
2020	2021-2025	₱813,040	₱–	₱–	₱813,040
2021	2022-2026	2,082,495	–	–	2,082,495
		₱2,895,535	₱–	₱–	₱2,895,535

The Company did not recognize deferred income tax asset on the carryforward benefits of unused NOLCO, since management assessed that it is not probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized in the future.

11. Basic/Diluted Losses Per Share

	March 31, 2023	2022	2021
Net loss for the year	(₱1,599,260)	(₱5,339,871)	(₱2,082,278)
Divided by weighted average number of common shares	992,497,120	992,497,120	992,497,120
Basic/diluted losses per share	(₱0.002)	(₱0.005)	(₱0.002)

As of December 31, 2022, 2021 and 2020, the Company has no potential dilutive shares. Therefore, the basic and diluted losses per share are the same as of those dates.

12. Segment Information

In 2022, 2021 and 2020, the Company has only one reportable segment since the Company has ceased to engage in the business of mining, oil, petroleum, industrial development, mineral processing and other related activities. The primary and secondary purposes of the Company has been amended from mining to holding (see Note 1).

Management monitors the operating results of its operating segments for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on net income or loss and is measured consistently with the total comprehensive income in the financial statements.

The Company's assets are located in the Philippines (i.e., one geographical location). Therefore, geographical segment information is no longer presented.

13. Financial Instruments and Financial Risk Management Objectives and Policies

The Company's principal financial instruments consist of cash in bank and due to related parties. The main purpose of these financial instruments is to fund the Company's operations. The Company has other financial instruments such as accrued expenses which arise directly from its operations.

The carrying values of the Company's financial asset and liabilities per category are as follows:

	March 31, 2023	
	Financial asset at amortized cost	Financial liabilities at amortized cost
Cash in bank	P63,329	P-
Accrued expenses	-	531,520
Due to related parties	-	10,247,707
	P63,329	P10,779,227

	2022	
	Financial asset at amortized cost	Financial liabilities at amortized cost
Cash in bank	P63,313	P-
Accrued expenses	-	486,383
Due to related parties	-	8,671,755
	P63,313	P9,158,138

The BOD has overall responsibility for the establishment and oversight of the Company's risk management framework. The Group's risk management policies are established to identify and manage the Company's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the Company's activities.

The main risks arising from the use of financial instruments are credit risk and liquidity risk. The Company's BOD reviews and approves the policies for managing each of these risks and they are summarized below:

Credit Risk

Credit risk represents the loss that the Company would incur if counterparties fail to perform their contractual obligations. The Company established controls and procedures on its credit policy to determine and monitor the credit worthiness of counterparties.

With respect to the credit risk from the Company's cash in bank, the exposure arises from the default of the counterparty. The Company's maximum exposure to credit risk is equal to the carrying amount of its cash in bank amounting to P63,313 and P139,047 as of December 31, 2022 and 2021, respectively.

Cash in bank are neither past due nor impaired and assessed by the Company as high quality financial assets as these are deposited with reputable bank duly approved by the BOD.

The Company has an assessment of ECL for its cash in bank. As of December 31, 2022 and 2021, the ECL relating to the said financial asset is minimal as these are deposited in reputable bank which are of good standing and are considered to have lower credit risk.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's objectives to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Company's credit standing.

The Company manages liquidity risk by maintaining a balance between continuity of funding and flexibility. As part of its liquidity risk management, the Company regularly evaluates its projected and actual cash flows.

The following summarize the Company's financial asset that can be used to manage its liquidity risk and the maturity profile of the Company's financial liabilities as of December 31, 2022 and 2021 based on contractual undiscounted payments:

March 31, 2023			
	On Demand	Within 1 Year	Total
Financial asset at amortized cost:			
Cash in bank	₱63,329	–	₱63,329
Cash on hand	100,000	–	100,000
	163,329	–	163,329
Financial liabilities at amortized cost:			
Accrued expenses*	–	531,520	531,520
Due to related parties	10,247,707	–	10,247,707
	10,247,707	531,520	10,779,227
Net Outflows	(₱10,247,707)	(₱531,520)	(₱10,779,227)
<i>*excluding withholding tax amounting to ₱4,000</i>			
2022			
	On Demand	Within 1 Year	Total
Financial asset at amortized cost:			
Cash in bank	₱63,313	–	₱63,313
Cash on hand	100,000	–	100,000
	163,313	–	163,313
Financial liabilities at amortized cost:			
Accrued expenses	–	482,383	482,383
Due to related parties	8,671,755	–	8,671,755
	8,671,755	482,383	9,154,138
Net Outflows	8,671,755	482,383	9,154,138

Fair Values of Financial Instruments

The Company's financial asset and financial liabilities approximate their fair values due to the short-term nature and/or maturity as of December 31, 2022 and 2021.

Fair Value Hierarchy

Cash in bank, accrued expenses and due to related parties are classified under Level 3 category under the fair value hierarchy. There were no transfers between levels in the fair value hierarchy in 2022 and 2021.

14. Supplementary Information Required Under Revenue Regulations (R.R.) No. 15-2010

In compliance with the requirements set forth by R.R. No. 15-2010, hereunder are the information on taxes, duties and license fees paid or accrued during the taxable year 2022:

VAT

The Company is a VAT-registered company with no VAT output tax declaration for the year ended December 31, 2022. The Company has no sales subject to VAT of 12% for the year ended December 31, 2022.

Taxes and Licenses

This includes all other taxes, local and national, including license and permit fees lodged under "Taxes and licenses", which is presented under "General and administrative expenses" line item in the 2022 statement of comprehensive income.

National:	
PSE annual listing fee	₱250,000
BIR annual registration fee	500
Local:	
Permits and licenses	260,858
	₱511,358

Withholding Taxes

Withholding taxes paid and accrued by the Company in 2022 are as follows:

	Paid	Accrued
Withholding taxes on compensation and benefits	P-	P-
EWT	(9,263)	(4,000)
	(₱9,263)	(₱4,000)

Tax Assessments and Contingencies

The Company has no tax cases under preliminary investigation nor litigation and/or prosecution in courts or bodies outside of the administration of BIR as of December 31, 2022.

VULCAN INDUSTRIAL & MINING CORPORATION
INDEX TO THE FINANCIAL STATEMENTS
AND SUPPLEMENTARY SCHEDULES
AS OF DECEMBER 31, 2022

COMPANY FINANCIAL STATEMENTS

Statements of Financial Position as of December 31, 2022 and 2021

Statements of Comprehensive Income for the periods December 31, 2022, 2021 and 2020

Statements of Changes in Capital Deficiency for the periods December 31, 2022, 2021 and 2020

Statements of Cash Flows for the periods December 31, 2022, 2021 and 2020

Notes to Financial Statements

SUPPLEMENTARY SCHEDULES

I. Schedules required by Annex 68-J:

A. Financial Assets

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

C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements

D. Long-Term Debt

E. Indebtedness to Related Parties (Long-Term Loans from Related Companies)

F. Guarantees of Securities of Other Issuers

G. Capital Stock

II. Reconciliation of Retained Earnings Available for Dividend Declaration (Annex 68-D)

III. Schedule of Financial Soundness Indicators (Annex 68-E)

IV. Map showing the relationships of the Companies within the Group

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE A - FINANCIAL ASSETS
DECEMBER 31, 2022

Name of issuing entity and association of each issue	Number of shares or principal amounts of bonds and notes	Amount shown in the statement of financial position	Value based on market quotation at end of reporting period	Income received and accrued
<i>Cash in Bank</i>				
Eastwest Banking Corporation		₱63,313	₱63,313	₱106
Revolving Fund		100,000	100,000	

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE B - AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS,
EMPLOYEES, RELATED PARTIES AND PRINCIPAL STOCKHOLDERS
(OTHER THAN RELATED PARTIES)
DECEMBER 31, 2022

Name and Designation of Debtor	Balance at Beginning period	Additions	Amounts Collected	Amounts Written off	Current	Not Current	Balance at end of period
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—Not applicable—

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE C - AMOUNTS RECEIVABLE FROM RELATED PARTIES
WHICH ARE ELIMINATED DURING THE
CONSOLIDATION OF FINANCIAL STATEMENTS
DECEMBER 31, 2022

Name and Designation of Debtor	Balance at Beginning period	Additions	Amounts Collected/ Settlements	Amounts Written off	Current	Not Current	Balance at end of period
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–Not applicable–

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE D - LONG-TERM DEBT
DECEMBER 31, 2022

Title of Issue and type of obligation	Amount authorized by: Indenture	Amount shown under the caption "Current Portion of long-term debt" in related statement of financial position	Amount shown under caption "Long-term debt" in related statement of financial position
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—Not applicable—

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE E - INDEBTEDNESS TO RELATED PARTIES
(LONG-TERM LOANS FROM RELATED COMPANIES)
DECEMBER 31, 2022

Name of Related Party	Balance at beginning of period	Balance at end of period
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—Not applicable—

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE F - GUARANTEES OF SECURITIES OF OTHER ISSUERS
DECEMBER 31, 2022

Name of issuing entity of securities guaranteed by the company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owed by person for which statement is filed	Nature of guarantee
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—Not applicable—

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE G - CAPITAL STOCK
DECEMBER 31, 2022

Title of Issue	Number of shares authorized	Number of shares issued and outstanding as shown under related statement of financial position caption	Number of shares reserved for options, warrants, conversions and other rights	Number of shares held by		
				Related parties	Directors, officers and employees	Others
Common Shares at ₱1 par value	4,000,000,000	992,497,120	–	228,552,783	4,238,120	759,706,217

VULCAN INDUSTRIAL & MINING CORPORATION
RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND
DECLARATION (ANNEX 68-D)
AS OF DECEMBER 31, 2022

Deficit at January 1, 2022 (P995,869,028)

Add: Net income (loss) actually earned/realized during the period

Net loss during the period closed to Retained Earnings (5,339,871)

Net loss actually earned/realized during the period (5,339,871)

TOTAL RETAINED EARNINGS AVAILABLE FOR DIVIDEND
AS OF DECEMBER 31, 2022

P-

**The amount is zero since the reconciliation results to a deficit of P1,001,208,899 as at December 31, 2022.*

VULCAN INDUSTRIAL & MINING CORPORATION
SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS (ANNEX 68-E)
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

Ratio	Formula	2022	2021
Liquidity and Solvency Ratios:			
Current ratio	Total Current Assets Divided by: Total Current Liabilities	0.04:1	0.04:1
Quick ratio	(Cash + Receivables) Divided by: Total Current Liabilities	0.02:1	0.04:1
Solvency ratio	(Net Income + Depreciation) Divided by: Total Liabilities	(0.58:1)	(0.59:1)
Financial Leverage Ratios:			
Asset to equity ratio	Total Assets Divided by: Total Equity	(0.05:1)	(0.04:1)
Debt ratio	Total Liabilities Divided by: Total Assets	20.52:1	25.25:1
Debt to equity ratio	Total Liabilities Divided by: Total Equity	(1.05:1)	(1.04:1)
Interest coverage ratio	Net Income Before Tax Divided by: Interest Expense	–	–
Price earnings ratio	Current Share Price Divided by: Earnings Per Share	148.69:1	598.86:1
Profitability Ratios:			
Return on assets	Net Income Before Tax Divided by: Total Assets	(1,196%)	(1,498%)
Return on equity	Net Income Before Tax Divided by: Total Equity	(61%)	(62%)
Gross profit margin	Gross Income Divided by: Net Sales	0%	0%
Net profit margin	Net Income Divided by: Net Sales	0%	0%

VULCAN INDUSTRIAL & MINING CORPORATION
MAP SHOWING THE RELATIONSHIPS OF THE COMPANIES WITHIN
THE GROUP
AS OF DECEMBER 31, 2022
PURSUANT TO REVISED SRC RULE 68

—Not applicable—

Note: The Company does not have any subsidiary or associate as of
December 31, 2022

