SECURITIES AND EXCHANGE COMMISSION
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6609

SEC Registration Number

PAXYS, INC.

(Company's Full Name)

15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City

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

Atty. Ana Maria A. Katigbak

(Contact Person)

(+632) 8817-6791

(Company Telephone Number)

12	31
Month	*Day*

(Calendar Year)

17-A

(Form Type)

05	07
Month	*Day*

(Annual Meeting)

2025

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

714

Total No. of Stockholders

-	-
Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SECTION 141 OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the calendar year ended **2025**

2. SEC Identification Number **6609**

3. BIR Tax Identification No. **000-233-218**

4. Exact Name of the registrant as specified in its charter **PAXYS, INC.**

5. Province, Country or other jurisdiction of incorporation: **Makati City, Philippines**

6. Industry Classification Code: ____________ (SEC Use Only)

7. Address of principal office: **15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City**

8. Issuer's telephone number, including area code: **(+632) 8250-3800**

9. Former name, former address, and former fiscal year, if changed since last report: **Not applicable**

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

a) Authorized Capital Stock

Common shares, ₱1.00 par value	1,800,000,000 shares

b) Issued and Outstanding Shares

Common shares, ₱1.00 par value	1,148,534,866 shares

c) Amount of Debt Outstanding as of December 31, 2025:

Nil

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

Yes [x]   No [ ]

11. Check whether the issuer:

(i) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports);

Yes [x]   No [ ]

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

Yes [x]   No [ ]

12. Aggregate market value of the voting stock held by non-affiliates:

₱448,529,938.11 (171,850,551 shares @ ₱2.61 per share as of December 31, 2025)

PAXYS, INC.

SUPPLEMENTAL SCHEDULES
TO THE FINANCIAL STATEMENTS REQUIRED BY THE
SECURITIES AND EXCHANGE COMMISSION
AS AT AND FOR THE YEARS ENDED DECEMBER 31, 2025, 2024, AND 2023
AND INDEPENDENT AUDITORS' REPORT

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PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Description of Business

Corporate Information

Paxys, Inc. (Paxys, the Company, or the Parent Company) is an investment holding company incorporated in the Philippines and listed on the Philippine Stock Exchange. Formerly known as Fil-Hispano Holdings Corporation, Paxys was registered with the Philippine Securities and Exchange Commission (SEC) on February 14, 1952. As at December 31, 2025, its major shareholders are All Asia Customer Services Holdings Ltd. (AACSHL), a privately held company incorporated in Hong Kong, and Paxys NV, a wholly owned subsidiary of the Company, with 54.93% and 30.09% interests, respectively.

Though its operating subsidiary, Paxys provides general transcription, data conversion, contact center and other business process outsourcing services.

Previous investments of Paxys include the following:

- The Parent Company expanded its business and made several acquisitions in Australia through Paxys Australia Pty Ltd ("PAU"). The most significant acquisition was made in April 2006 when PAU acquired SmartSalary Pty Ltd ("SmartSalary"), a salary packaging company based in Australia. In 2009, SmartSalary acquired two major Australian providers of in-house salary packaging software solutions, namely, Melbourne System Group Pty Ltd and Seqoya Pty Ltd. In 2010, PAU incorporated a wholly-owned subsidiary, Smartfleet Management Pty Ltd ("Smartfleet"), for the purpose of engaging in fleet management-related business. Smartfleet further expanded by acquiring the assets of Webfleet Management Services Pty Ltd, a leading provider of software solutions for online fleet management. Smartfleet also acquired Australian Vehicle Consultants Pty Ltd, a full-service fleet management company and a leading provider of vehicle maintenance services. SmartSalary also acquired PBI Benefit Solutions Pty Ltd, a company engaged in issuing credit card products to employees of public hospitals and public benevolent institutions in Australia. In June 2012, the Company, through Paxys N.V., sold its 100% interest in PAU and its subsidiaries to SmartGroup Investments Pty Ltd.

- In January 2007, Paxys, together with joint venture partner Stellar Global, Inc., established Stellar Global Solutions Philippines, Inc. ("SGSP"). SGSP was organized to provide cost-effective Philippine offshore outsourcing for the Australian and UK clients of the Stellar Community. In April 2011, SGSP formed a wholly-owned subsidiary – Stellar Philippines, Inc. ("Stellar Philippines") to further expand Stellar's operations in the Philippines. Paxys sold all its equity interests in SGSP and Stellar Philippines to Stellar Global, Inc. in July 2013.

- In 2008, Paxys partnered with WNS Global Services Netherlands Cooperative U.A. ("WNS Global") to form WNS Philippines, Inc. Based in Mumbai India, WNS Global is a leading provider of business process outsourcing for various services such as banking, travel, telecommunications, logistics, insurance, and healthcare. In October 2011, Paxys transferred all its equity interests in WNS Philippines, Inc. to its foreign partner.

- To further improve its IT capabilities and expertise, the Company acquired a majority stake in Ubaldo Reidenbach Solutions, Inc. ("URSI") in 2008. URSI is a Philippine company engaged in IT consultancy focusing on Linux, Open Source Software, and Red Hat Software. In 2008, Paxys acquired majority ownership in Global Idealogy Corporation ("GIC"), a software solutions provider. In October 2012, Paxys transferred all of its equity interests in URSI in favor of URSI's minority shareholders. In August 2011, Paxys sold all its equity interests in GIC in favor of GIC's minority shareholders.

In 2014, Paxys N.V., a wholly-owned subsidiary of the Parent Company, completed a tender offer to acquire 345,622,477 common shares of the Parent Company representing 30.09% of its outstanding capital stock at the price of ₱3.20 per share. As of December 31, 2025, AACSHL remains the majority shareholder owning 54.93% of the Parent Company's total issued and outstanding shares. The public ownership level of Paxys is at 14.96% as of December 31, 2025.

The registered office address of the Parent Company is at 15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City, Philippines.

<u>Bankruptcy/Receivership for the Group</u>

There has been no bankruptcy, receivership, or similar proceeding for the Paxys Group.

<u>Business Combinations and Status of Discontinued Operations</u>

Paxys Ltd. and Simpro Solutions Limited (SSL)

In 2012, Paxys purchased one hundred percent (100%) equity in Paxys Limited, a company registered and incorporated in Hong Kong. Paxys Ltd. owns 50% of SSL, a company incorporated in Hong Kong; along with its joint venture partner, Simpro Solutions, Inc., a Canadian BPO company engaged in contact center and back-office outsourcing activities.

SSL established Simpro Solutions Philippines, Inc. (SSPI) in 2012 for its BPO business in the Philippines. Effectively, Paxys has joint control in SSPI through its wholly-owned subsidiary, Paxys Limited.

In 2015, SSPI terminated its Philippine operations due to non-renewal of its service contracts with its customers. With the approval of the Board, SSPI thereafter amended its Articles of Incorporation shortening the term of its existence up to June 30, 2018. Said amendment has been approved by the Board of Directors on March 15, 2017, and by the Securities and

Exchange Commission on May 24, 2017. By virtue of the Amended Articles of Incorporation, the corporate existence of SSPI was terminated on June 30, 2018.

Principal Products or Service

Paxys is an investment holding company. Through its operating subsidiaries, Paxys has been engaged in diversified services such as business process outsourcing, data conversion, and facilities management throughout the Philippines and internationally. For the past years, Paxys divested its call center, salary packaging, IT consulting, and software solutions business.

Percentage of revenues contributed by foreign sales *(In Millions Php)*

	2025		2024		2023	
	Amount	**Percentage**	Amount	Percentage	Amount	Percentage
Foreign	**₱-**	**-%**	**₱-**	**-%**	₱-	-%
Local	**3.5**	**100%**	**10.7**	**100%**	16.7	100%
Total	**₱3.5**	**100%**	**₱10.7**	**100%**	₱16.7	100%

Distribution methods of the products or services

To ensure that all the clients' needs are properly addressed and met, the team has developed the Group's website (www.paxys.com). Through this site, clients can easily access all the subsidiaries' services and individual websites.

For its data transcription service, SWA delivered the service to its clients using a proprietary system which integrates marketing, transcription upload and download, job monitoring, customer service, and customer payment all on its website.

Status of any publicly- announced new product or service

There are no new products nor services introduced in 2025.

Competition

The Company's competition within the global BPO services industry includes US-based outsourcing companies, offshore BPO companies, managed facility services companies, and systems integration companies

Sources and Availability of Raw Materials and the Names of Principal Suppliers

Paxys and its subsidiaries obtain equipment and other materials mostly from local suppliers. The Company is not dependent upon one or limited number of suppliers for essential equipment and other materials as it continuously looks for new suppliers that can satisfy the Company's requirements.

Major Customers

The revenues in 2025 consist of service fees received by Paxys; in 2024 and 2023, revenues from external customers pertain to revenue from facility management services.

Related Party Transactions

Paxys has established procedures to ensure the integrity and transparency of related party transactions between and among the Company and its joint venture partners, subsidiaries, associates, affiliates, major stockholders, officers and directors, including their spouses, children and dependent siblings and parents, and of interlocking director relationships by directors and officers. The arms-length principle is applied, and these transactions are properly recorded and disclosed in the financial records. The Group complies and shall disclose material RPTs in accordance with the SEC rules on material related party transactions for publicly listed companies.

For the year ending December 31, 2025, 2024, and 2023, there are no material related party transactions nor any pending or proposed transactions, to which the Company was or is to be a party and/or in which any of its directors and officers, any close family members of such individuals, had or is to have a direct or indirect material interest except as provided hereunder.

Complete details of the related party transactions of the company were disclosed in the notes to the financial statements.

Licenses

Scopeworks Asia, Inc. (SWA)
On November 25, 2009, SWA's registration of its expanding business process outsourcing service in the field of data transcription activity was approved by BOI. This certification entitled SWA to a three-year ITH starting December 2009 until November 2012. The ITH was limited only to the revenue generated from the registered expansion project. As a registered entity, SWA is required to export at least 70% of its total services, among other requirements. SWA's ITH incentive expired in 2012 and it is now subject to 20% regular corporate income tax.

Simpro Solutions Philippines, Inc. (SSPI)
SSPI was registered with the Philippine Economic Zone Authority in October 2012 as an Ecozone Information Technology Enterprise. Under SSPI's registration conditions, SSPI's operations is not entitled to Income Tax Holiday (ITH), but only to 5% Gross Income Tax (GIT) incentive, in lieu of all national and local taxes, including the additional deduction of training expenses, as provided in RA 7916, as amended, and to incentives under Article 77, Book VI of EO 226 provided that it complies with the export sales requirement prescribed for Ecozone IT Enterprises.

As at December 31, 2025, SSPI has not availed the 5% GIT incentive and has been subjected to regular corporate income tax rate of 30% following the termination of its registered activities in June 2015. Given the termination of the corporate existence of SSPI as of June 30, 2018, the Group is also processing the cancellation of its PEZA registration.

Effect of existing or probable governmental regulations on the business

The limitation and conditions on SWA imposed by BOI ended in November 2012. Starting 2013, SWA is already subject to government regulations governing regular business entities.

Research and Development

The Company has not spent any amount during the last three calendar years on research and development activities.

Environmental Matters

The Company is not involved in any action or proceeding involving non-compliance in any material respect with relevant environmental laws and regulations of the Philippines.

Employee and Labor Relations

As of December 31, 2025, the Group has eight (8) employees. There are no existing collective bargaining agreements (CBA) covering Paxys employees nor its subsidiaries.

The Group provides its employees with medical insurance and leave benefits, gives loyalty awards and rewards, and sponsors, among others, year-end activities.

Additional Requirements as to Certain Issues or Issuers

Debt Issues

The Company's net worth exceeds ₱25.0 million. There are no unsecured bonds issued and to be issued as of December 31, 2025.

Item 2. Properties

The Group's assets consist of computer and communication equipment, leasehold improvements, furniture and fixtures, transportation equipment and software licenses. None of these assets were held as collateral in 2025 and 2024.

Below is the list of leased properties of the Group, including conditions thereof as of December 31, 2025:

PAXYS Location	Expiration of Lease	Term of Renewal
15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City	April 30, 2026	Upon agreement of both parties

SWA Location	Expiration of Lease	Term of Renewal
3rd Floor, GA Alvarez Building, 21A Mabini Street, Poblacion San Pedro, Laguna	June12, 2026	Auto renewal, unless otherwise advised

SWA Location	Expiration of Lease	Conditions
Building No.1, Diode St., Light Industry & Science Park (LISP), Brgy. Diezmo, Cabuyao Laguna	June 30, 2024	Not renewed

SWA Location	Expiration of Lease	Term of Renewal
10th Floor, Skyrise 4A, West Geonzon, Cebu City IT Park	May 17, 2024	Not renewed

Item 3. Legal Proceedings

There are no material pending legal proceedings to which the Company nor any of its subsidiary or affiliates is a party, or of which any of their property is the subject.

Item 4. Submission of Matters to a Vote of Security Holders

There were no matters submitted to a vote of security holders during the year covered by this report.

PART II – SECURITIES

Item 5. Market for Registrant's Common Equity and Related Stockholders Matters

Market Information

Principal market where common equity is traded: **Philippine Stock Exchange**

High and low sales prices for each quarter within the last two fiscal years:

The following are the high and low closing sales prices of the Corporation's shares:

	Closing Prices	
	High	**Low**
2025		
1st quarter	3.55	1.45
2nd quarter	3.39	2.54
3rd quarter	3.38	2.20
4th quarter	2.93	2.50
2024		
1st quarter	1.70	1.20
2nd quarter	1.38	1.09
3rd quarter	1.50	1.04
4th quarter	2.09	1.08

Price information as of latest practicable trading date:

As of December 31, 2025, Paxys shares are traded on the Philippine Stock Exchange at the price of ₱2.61 per share.

Description of Registrant's Securities

Common Stock

Common share with par value of ₱1.00 is the only class of shares of Paxys. As of December 31, 2025, total issued and outstanding shares of the Company amounted to 1,148,534,866 shares. The total authorized capital shares of stock is 1.8 billion shares.

Debt Securities

The Company does not have any debt securities to be registered.

Securities Subject to Redemption or Call

There are no securities subject to redemption or call.

Dividends

There were no dividends declared as at December 31, 2025, 2024, and 2023.

Holders

The number of stockholders of record as of December 31, 2025 in the Company's stock and transfer book was 714. The total common shares issued as of December 31, 2025 was 1,148,534,866. The list of the top 20 stockholders of Paxys common shares as of December 31, 2025 is stated hereunder:

Name	No. of Shares	% of Total
All Asia Customer Services Holdings Ltd.	621,260,820*	**54.10%**
PCD Nominee Corporation (Non-Filipino)	463,984,506	**40.40%**
PCD Nominee Corporation (Filipino)	61,383,728	**5.34%**
Kho, Jimmy Jao	250,000	**0.02%**
Chua, Carmen	216,276	**0.02%**
Granados, Juan P.	158,112	**0.01%**
Yao Shiong Shio	95,184	**0.01%**
Kaw Sek & Company	86,088	**0.01%**
Lim, Ghee Keong	81,800	**0.01%**
Paredes, Antonio	79,728	**0.01%**
Urrutia, Kevin	75,000	**0.01%**
Willis, Hugh Warren	63,111	**0.01%**
Jalandoni, Rodegelio M.	62,052	**0.01%**
Celis, Angela	55,776	**0.00%**
Martinez, Emilio G.	55,236	**0.00%**
Santiago, Eduardo A.	37,920	**0.00%**
Tangco, Francisco F.	37,896	**0.00%**
Co, Victor C.	31,536	**0.00%**
Asiamerit Securities, Inc.	24,000	**0.00%**
Reyes, Leopoldo T.	19,800	**0.00%**
Hollywood Stars Cosmetics, Inc.	19,788	**00.00%**
Total	**1,148,078,357**	**99.96%**

**. The total number of shares owned by All Asia Customer Services Holdings Ltd. is 630,844,038, representing 54.93% of the total outstanding shares*

PART III – FINANCIAL INFORMATION

Item 6. Management's Discussion and Analysis and Plan of Action

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF ACTION OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Year Ended December 31, 2025 Compared with Year Ended December 31, 2024

The following discussion and analysis of the financial condition and results of operations of Paxys, Inc. and its subsidiaries should be read in conjunction with the audited consolidated financial statements and other accompanying disclosures set forth elsewhere in this report.

Results of Operation

Consolidated Financial and Operational Highlights
(*In Thousand Pesos unless otherwise stated*)

	2025	2024	YoY Change
Service Income	₱3,497	₱10,722	-67%
Gross Profit	3,497	1784	96%
EBITDA[1]	152,827	155,701	-1.80%
Loss from operations[2]	(89,429)	(85,442)	4.7%
Net Income attributed to equity holders	137,288	132,372	3.7%

The Group generated ₱3.5 million and ₱10.7 million revenues in 2025 and 2024, respectively, coming from service fees paid to Paxys in 2025 and combined service and facilities management fees in 2024. Revenues went down by about 67% due to the end of its facilities management contracts with its clients effective May and June 2024.

Cost and expenses went down by about 3.4% due to cost saving initiatives undertaken to mitigate the impact of lower revenues.

The Interest Income from the Group's surplus funds amounted to about ₱229.2 million in 2025. This is higher by 2.5% compared to ₱217.5 million interest income earned in 2024, due to higher interest rates in the market.

[1] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization.
[2] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income

Scopeworks Asia, Inc. (SWA)
(in Thousand Pesos unless otherwise stated)

	2025	2024	YoY Change
Service Income	₱–	₱7,038	-100%
Gross Profit (Loss)	–	(1,900)	-100%
EBITDA[1]	(2,031)	7,070	-129%
Loss from operations[2]	(1,902)	(6,507)	-71%
Net Income	(2,045)	706	-390%

The contracts for the data conversion business of SWA ended on March 31, 2022. Upon cessation of this segment of the business, SWA focused on facilities management. SWA operated its managed facility business from 2022 to June 2024. The completion of the facilities management contracts in 2024 resulted in zero revenues for SWA in 2025. Overall, operations resulted in a net loss of ₱ 2 million in 2025.

SWA is continuously looking for and exploring other business opportunities to further increase its revenues and not just limited to business processing outsourcing and facilities management but also in other similar services such as systems integration.

Financial Position

Consolidated Financial and Operational Highlights
(in Thousand Pesos unless otherwise stated)

	2025	2024	YoY Change
Current Assets	₱4,435,211	₱4,402,751	.74%
Noncurrent Assets	193,813	18,129	-969%
Assets	4,629,024	4,420,880	4.7%
Current Liabilities	26,210	32,177	-18.5%
Noncurrent Liabilities	29,041	29,309	-0.91%
Equity	4,573,773	4,359,394	4.9%

The Group's assets are mainly cash equivalents and investment securities. These funds are invested in various local and international banks and provides interest income to fund the overhead of the group. With minimal corporate overhead, the Interest Income earned from these funds are more than enough to cover the Group's expenses.

[1] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization
[2] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income

Liquidity and Capital Resources

Consolidated Financial and Operational Highlights
(In Thousand Pesos unless otherwise stated)

	2025	2024	YoY Change
Net Cash provided by Operating Activities	₱146,612	₱134,998	8.6%
Net Cash provided by (used in) Investing Activities	1,416,223	(732,236)	293%
Net Cash used in Financing Activities	(8,444)	(13,312)	-36.5%
Net increase (decrease) in Cash and Cash Equivalents	1,554,391	(610,550)	355%

The net increase in cash pertains mainly to cash provided by investing activities as disclosed in the Group's consolidated financial statements for the year 2025. The total investment of the group at year-end, which consists of investments in time deposits, treasury bills, and securities amounted to ₱4,326.1 and ₱4,225.2 million in 2025 and 2024, respectively, registering an increase of ₱100 million or about 2%. Aside from the higher interest earned on the investments, increase in cash was also provided by redemption of certain investment securities.

The Company's management believes that the current level of cash generated from operations and the Company's borrowing capability are sufficient to meet the Company's immediate future cash needs. The Company does not anticipate any liquidity problems that may arise from its operating activities in the near future.

Top Financial Ratios

The following are the major financial ratios of the Company for the year ended December 31, 2025 and year ended December 31, 2024:

	2025	2024	YoY Change
Current Ratio	169.22	136.83	33%
Debt to Equity Ratio	0.01	0.01	–%
Return on Equity	3.00%	3.04%	11%
EBITDA Margin	4,370%	1,452%	159%
Net Income margin	3,926%	1,234%	183%

All KPI ratios are within the management's expectation within the periods under review.

1. Current ratio – Current ratio is a measurement of liquidity. It measures the Group's ability to cover its short-term liabilities with its current assets. This is derived by dividing the total current assets of the Group over total current liabilities. Higher ratio means higher liquidity.

2. Debt to equity ratio – indicates the relative proportion of the debt used to finance the Group's assets over its total shareholders' equity.

3. Return on equity ratio – Return on equity ratio is a profitability measure. This is computed by dividing the net income over total stockholders' equity.

4. EBITDA Margin – this is equal to the Group's earnings before interest, tax, depreciation, and amortization (EBITDA) divided by total revenue.

5. Net Income Margin – ratio of net profits to revenues

Other Matters

a. Subsequent event
There are no material subsequent events that occurred after December 31 2025.

b. Contingencies
As of December 31, 2025, the Company has no material contingencies.

c. Commitments
There were no material commitments for expansion as of December 31, 2025.

d. There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons during the reporting period.

e. There are no unusual items as to nature and amount affecting assets, liabilities, equity, net income or cash flows, except those stated in Management's Discussion and Analysis of Financial Conditions and Results of Operations.

f. There were no known trends, demands, commitments, events, or uncertainties that will have a material impact on the Company's liquidity.

g. There were no known trends, events or uncertainties that have had or that are reasonably expected to have a favorable or an unfavorable impact on net sales or revenue or income from continuing operation.

h. The causes for any material change from period to period are stated under Management's discussion and analysis section "financial condition".

i. The effects of seasonality or cyclicality on the operations of the Company's business are not material.

j. There were no material changes in estimates of amounts reported in interim periods of the current year or changes in estimates of amounts reported in prior financial years.

Year Ended December 31, 2024 Compared with Year Ended December 31, 2023

The following discussion and analysis of the financial condition and results of operations of Paxys, Inc. and its subsidiaries should be read in conjunction with the audited consolidated financial statements and other accompanying disclosures set forth elsewhere in this report.

Results of Operation

Consolidated Financial and Operational Highlights
(In Thousand Pesos unless otherwise stated)

	2024	2023	YoY Change
Service Income	₱7,038	₱16,662	-58%
Gross Profit (Loss)	(1,900)	1,055	-280%
EBITDA[1]	155,701	142,091	10%
Loss from operations[2]	(89,126)	(81,593)	9%
Net Income attributed to equity holders	132,372	110,725	20%

The Group generated ₱7.0 million and ₱16.7 million revenues in 2024 and 2023, respectively, coming mainly from the managed facility service programs of Scopeworks Asia, Inc. (SWA), the remaining operating subsidiary of the Group. Compared to prior year, the 2024 revenues went down by about 58% due to the end of its facilities management contracts with its clients effective May and June 30, 2024.

Direct costs of operations also went down by about 43% due to cost saving initiatives undertaken to mitigate the impact of lower revenues. The resulting Gross Loss of ₱1.9 million in 2024 is 280% lower compared to 2023 Gross Profit of ₱1.1 million.

The Interest Income from the Group's surplus funds amounted to ₱217.5 million in 2024. This is higher by 14.5% compared to ₱189.9 million interest income earned in 2023, due to higher interest rates in the market.

<u>Scopeworks Asia, Inc. (SWA)</u>
(in Thousand Pesos unless otherwise stated)

	2024	2023	YoY Change
Service Income	₱7,038	₱16,662	-58%
Gross Profit (Loss)	(1,900)	1,055	-280%
EBITDA[3]	7,070	17,351	-59%
Loss from operations[4]	(6,507)	(7,067)	-8%
Net Income	706	3,159	-78%

[1] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization.
[2] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income
[3] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization
[4] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income

The contracts for the data conversion business of SWA ended on March 31, 2022. Upon cessation of this segment of the business, SWA focused on facilities management. SWA operated its managed facility business from 2022 to June 2024. Revenues in 2024 dropped by 58% compared to the revenue in 2023 as a result of the end of its facilities management agreements. Total direct cost and administrative expenses went down by 43% compared to 2023. Overall, operations resulted in a net profit of P 0.7 million in 2024.

SWA is continuously looking for and exploring other business opportunities to further increase its revenues and not just limited to business processing outsourcing and facilities management but also in other similar services such as systems integration.

Financial Position

Consolidated Financial and Operational Highlights
(in Thousand Pesos unless otherwise stated)

	2024	2023	YoY Change
Current Assets	₱4,402,751	₱4,116,966	7%
Noncurrent Assets	18,129	34,281	-47%
Assets	4,420,880	4,151,247	6%
Current Liabilities	32,177	40,089	-20%
Noncurrent Liabilities	29,309	20,895	-40%
Equity	4,359,394	4,090,263	7%

The Group's assets are mainly cash equivalents and investment securities. These funds are invested in various local and international bank and provided interest income to fund the overhead of the group. With minimal corporate overhead, the Interest Income earned from these funds are more than enough to cover the Group's expenses.

Liquidity and Capital Resources

Consolidated Financial and Operational Highlights
(In Thousand Pesos unless otherwise stated)

	2024	2023	YoY Change
Net Cash provided by Operating Activities	₱134,998	₱86,810	55%
Net Cash used in Investing Activities	(732,236)	(526,127)	39%
Net Cash used in Financing Activities	(13,312)	(22,381)	-40%
Net decrease in Cash and Cash Equivalents	(610,550)	(461,698)	32%

The net decrease in cash pertains mainly to additional investment in securities as disclosed in the Group's consolidated financial statements for the year 2024. The total investment securities of the group amounted to ₱2,436.4 million and ₱1,617.1 million in 2024 and 2023, respectively, registering an increase of ₱819.3 million or about 51%.

The Company's management believes that the current level of cash generated from operations and its borrowing capability are sufficient to meet the Company's immediate future cash needs. The Company does not anticipate any liquidity problems that may arise from its operating activities in the near future.

Top Financial Ratios

The following are the major financial ratios of the Company for the year ended December 31, 2024 and year ended December 31, 2023:

	2024	2023	YoY Change
Current Ratio	136.83	102.70	33%
Debt to Equity Ratio	0.01	0.01	–%
Return on Equity	3.04%	2.71%	12%
EBITDA Margin	2,212%	853%	159%
Net Income margin	1,881%	665%	183%

All KPI ratios are within the management's expectation within the periods under review.

1. Current ratio – Current ratio is a measurement of liquidity. It measures the Group's ability to cover its short-term liabilities with its current assets. This is derived by dividing the total current assets of the Group over total current liabilities. Higher ratio means higher liquidity.

2. Debt to equity ratio – indicates the relative proportion of the debt used to finance the Group's assets over its total shareholders' equity.

3. Return on equity ratio – Return on equity ratio is a profitability measure. This is computed by dividing the net income over total stockholders' equity.

4. EBITDA Margin – this is equal to the Group's earnings before interest, tax, depreciation, and amortization (EBITDA) divided by total revenue.

5. Net Income Margin – ratio of net profits to revenues

Other Matters

a. Subsequent event
   There are no material subsequent events that occurred after December 31 2024.

b. Contingencies
   As of December 31, 2024, the Company has no material contingencies.

c. Commitments
   There were no material commitments for expansion as of December 31, 2024.

d. There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons during the reporting period.

e. There are no unusual items as to nature and amount affecting assets, liabilities, equity, net income or cash flows, except those stated in Management's Discussion and Analysis of Financial Conditions and Results of Operations.

f. There were no known trends, demands, commitments, events, or uncertainties that will have a material impact on the Company's liquidity.

g. There were no known trends, events or uncertainties that have had or that are reasonably expected to have a favorable or an unfavorable impact on net sales or revenue or income from continuing operation.

h. The causes for any material change from period to period are stated under Management's discussion and analysis section "financial condition".

i. The effects of seasonality or cyclicality on the operations of the Company's business are not material.

j. There were no material changes in estimates of amounts reported in interim periods of the current year or changes in estimates of amounts reported in prior financial years.

Year Ended December 31, 2023 Compared with Year Ended December 31, 2022

The following discussion and analysis of the financial condition and results of operations of Paxys, Inc. and its subsidiaries should be read in conjunction with the audited consolidated financial statements and other accompanying disclosures set forth elsewhere in this report.

Results of Operation

Consolidated Financial and Operational Highlights
(In Thousand Pesos unless otherwise stated)

	2023	2022	YoY Change
Service Income	₱16,662	₱29,044	-43%
Gross Profit	1,055	6,127	-83%
EBITDA[1]	142,091	57,396	148%
Loss from operations[2]	(81,593)	(70,807)	-15%
Net Income attributed to equity holders	110,725	31,074	256%

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[1] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization.
[2] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income

The Group generated ₱16.7 million and ₱29.0 million revenues in 2023 and 2022, respectively, coming mainly from the managed facility services of Scopeworks Asia, Inc. (SWA), the remaining operating subsidiary of the Group. Compared to prior year, the 2023 revenues went down by about 43% due to the termination of SWA's contract with a major client effective March 31, 2022.

Direct costs of operations also went down by about 32% due to cost saving initiatives undertaken to mitigate the impact of lower revenues. The resulting Gross Profit of ₱1.1 million in 2023 is 83% lower compared to 2022 Gross Profit of ₱6.1 million.

The Interest Income from the Group's surplus funds amounted to ₱189.9 million in 2023. This is higher by 114% compared to ₱88.6 million interest income earned in 2021, due to higher interest rates in the market.

Scopeworks Asia, Inc. (SWA)
(in Thousand Pesos unless otherwise stated)

	2023	2022	YoY Change
Service Income	₱16,662	₱29,044	-43%
Gross Profit	1,055	6,127	-83%
EBITDA[1]	17,351	15,431	12%
Loss from operations[2]	(7,067)	(4,443)	59%
Net Income	3,159	3,583	-12%

Advances in technology and, to a certain extent, the Covid-19 pandemic, had a significant impact on the operations of the Company causing a decrease in business volume, which consequently resulted in the termination of the Company's contract with its client effective March 31, 2022. This in turn resulted in a 43% decline in revenues for 2023 compared to the previous year. Cost saving initiatives were undertaken to cushion the impact of lower revenues. The resulting gross profit is 83% lower than the 2022 gross profit. Direct cost and administrative expenses went down by 32% and 23%, respectively. Overall, operations resulted in a net profit of P3.2 million in 2023.

SWA is continuously looking for and exploring other business opportunities to further increase its revenues and not just limited to business processing outsourcing but also in other similar services, particularly facility management.

[1] EBITDA is defined as Earnings Before Interest Expense, Income Taxes, Depreciation and Amortization

[2] Operating Income (Loss) = Gross Profit - Gen & Admin Expenses. Exclusive of Other Income

Financial Position

Consolidated Financial and Operational Highlights
(in Thousand Pesos unless otherwise stated)

	2023	2022	YoY Change
Current Assets	₱4,116,966	₱4,012,167	3%
Noncurrent Assets	34,281	55,539	-38%
Assets	4,151,247	4,067,706	2%
Current Liabilities	40,089	49,373	-19%
Noncurrent Liabilities	20,895	33,053	-37%
Equity	4,090,263	3,985,280	3%

The Group's assets are mainly cash equivalents and investment securities. These funds are invested in various local and international bank and the Group and provided interest income to fund the overhead of the group. With minimal corporate overhead, the Interest Income earned from these funds are more than enough to cover the Group's expenses.

Liquidity and Capital Resources

Consolidated Financial and Operational Highlights
(In Thousand Pesos unless otherwise stated)

	2023	2022	YoY Change
Net Cash provided by Operating Activities	₱86,810	₱82,645	5%
Net Cash provided by (used in) Investing Activities	(526,127)	511,618	-203%
Net Cash used in Financing Activities	(22,381)	(19,195)	17%
Net increase (decrease) in Cash and Cash Equivalents	(461,698)	575,068	-180%

The net decrease in cash pertains mainly to additional investment in securities as disclosed in the Group's consolidated financial statements for the year 2023. The total investment securities of the group amounted to ₱1,617.1 million and ₱1,071.8 million in 2023 and 2022, respectively, registering an increase of ₱545.3 million or about 51%.

The Company's management believes that the current level of cash generated from operations and its borrowing capability are sufficient to meet the Company's immediate future cash needs. The Company does not anticipate any liquidity problems that may arise from its operating activities in the near future.

Top Financial Ratios

The following are the major financial ratios of the Company for the year ended December 31, 2023 and year ended December 31, 2022:

	2023	2022	YoY Change
Current Ratio	102.70	81.27	26%
Debt to Equity Ratio	0.01	0.02	-50%
Return on Equity	2.71%	0.78%	247%
EBITDA Margin	853%	198%	331%
Net Income margin	665%	107%	521%

All KPI ratios are within the management's expectation within the periods under review.

1. Current ratio – Current ratio is a measurement of liquidity. It measures the Group's ability to cover its short-term liabilities with its current assets. This is derived by dividing the total current assets of the Group over total current liabilities. Higher ratio means higher liquidity.

2. Debt to equity ratio – indicates the relative proportion of the debt used to finance the Group's assets over its total shareholders' equity.

3. Return on equity ratio – Return on equity ratio is a profitability measure. This is computed by dividing the net income over total stockholders' equity.

4. EBITDA Margin – this is equal to the Group's earnings before interest, tax, depreciation, and amortization (EBITDA) divided by total revenue.

5. Net Income Margin – ratio of net profits to revenues

Other Matters

a. <u>Subsequent event</u>
   There are no material subsequent events that occurred after December 31 2023.

b. <u>Contingencies</u>
   As of December 31, 2023, the Company has no material contingencies.

c. <u>Commitments</u>
   There were no material commitments for expansion as of December 31, 2023.

d. There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons during the reporting period.

e. There are no unusual items as to nature and amount affecting assets, liabilities, equity, net income or cash flows, except those stated in Management's Discussion and Analysis of Financial Conditions and Results of Operations.

f. There were no known trends, demands, commitments, events, or uncertainties that will have a material impact on the Company's liquidity.

g. There were no known trends, events or uncertainties that have had or that are reasonably expected to have a favorable or an unfavorable impact on net sales or revenue or income from continuing operation.

h. The causes for any material change from period to period are stated under Management's discussion and analysis section "financial condition".

i. The effects of seasonality or cyclicality on the operations of the Company's business are not material.

j. There were no material changes in estimates of amounts reported in interim periods of the current year or changes in estimates of amounts reported in prior financial years.

Item 7. Financial Statements

Please refer to the attached consolidated financial statements of Paxys Group (Exhibit C) as at and for the years ended December 31, 2025, 2024, and 2023.

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

The Group's external auditor from calendar year 2014 is Reyes Tacandong & Co.

The Group adopts the SEC Rule 68 policy on rotation of external auditors and complies with the provision of the long association of personnel (including partner rotation) as prescribed in the Code of Ethics for Professional Accountants in the Philippines as adopted by the Board of Accountancy and Philippine Regulation Commission and such other standards adopted by the SEC.

The Group's previous external auditor, SGV & Co. served the Group for more than five taxable years and the change was made in line with the corporate governance policies of the Group.

There are no disagreements with the current nor previous auditors regarding accounting and financial disclosure.

The consolidated fees billed for the audit of the Company's annual financial statements amounted to P1.35 million in 2025 and P1.3 million in 2024 and 2023 respectively.

There are no other assurance and related services rendered by the external auditors.

The audit fees were approved by the Audit Committee based on the scope of work of external auditors and the complexity of accounting and audit issues identified. There are no professional services rendered by the external auditor for tax accounting, compliance, advice, planning and any other form of tax services for the last two fiscal years.

PART IV. MANAGEMENT AND CERTAIN SECURITY HOLDERS

Item 9. Directors and Executive Officers of the Registrant

Directors, including independent directors and executive officers:

NAME	POSITION	AGE	CITIZENSHIP
Tarcisio M. Medalla	Chairman & President	77	Filipino
Roger Leo A. Cariño	Director/ Treasurer	66	Filipino
Christopher B. Maldia	Director	65	Filipino
Ghee Keong Lim	Director	58	Malaysian
Roberto A. Atendido	Director	78	Filipino
George Edwin SyCip	Independent Director	69	American
Jose Antonio A. Lichauco	Independent Director	66	Filipino
Ana Maria A. Katigbak	Assistant Corporate Secretary/CIO	56	Filipino
Pablito O. Lim	Group Chief Financial Officer	67	Filipino
Sheri A. Inocencio	Chief Risk Officer	60	Filipino
Ruth Marinas	Chief Audit Executive	41	Filipino

Mr. Tarcisio M. Medalla *(Chairman and President)*, 77 years old, Filipino, has been the Chairman and President of the Company since 30 December 2003. He is concurrently a Director of UT Global Services Limited, a privately held company with an RHQ in Manila and affiliated with All Asia Customer Services Holdings Ltd., an investment holding company that owns the controlling equity interest in Paxys. He has been connected with the Group since 1983. He is also a director of Pacific Online Systems Corporation, a company listed with the Philippine Stock Exchange. He graduated with a BSC degree, major in Accounting, from De La Salle University. He attended the Advanced Management Program (AMP) at the Harvard Business School. He is a Certified Public Accountant.

Mr. Roger Leo A. Cariño *(Director and Treasurer)*, 66 years old, Filipino, has been a Director of the Company since 30 December 2003. He is currently the Company's Treasurer, which he also held from 2004 to 2006 and 2009. He is concurrently a Director of UT Global Services Limited, a privately held investment company with an RHQ in Manila and affiliated with All Asia Customer Services Holdings Ltd. He is also the Chairman and President of UT Foundation, Inc. He has been connected with the Group since 1990. He graduated with a BSC degree, major in Accountancy, from Ateneo de Naga University and attended the MBA Program at Murdoch University and the Strategic Business Economics program at the University of Asia and the Pacific. He is a Certified Public Accountant.

Mr. Christopher B. Maldia *(Director)*, 65 years old, Filipino, has been a Director of the Company since December 2003. He graduated with a Bachelor of Laws degree from the Ateneo de Manila University. He also has a Master of Laws in International Legal Studies from New York University School of Law. He is a member of the Philippine Bar and the New York Bar.

Mr. Lim Ghee Keong *(Director)*, 58 years old, Malaysian, was appointed as Director of the Company on 3 June 2005. He has more than 30 years' experience in financial and general management. Prior to joining Usaha Tegas Sdn. Bhd. (UTSB) in 1995, he was attached to General Electric Capital Corporation in the USA and Ban Hin Lee Bank in Malaysia. He is a Director and Chief Executive Officer of UTSB and serves on the boards of several companies in which UTSB Group has interests, such as Maxis Berhad (listed on Bursa Malaysia Securities Berhad (**"Bursa Securities"**) and Astro Malaysia Holdings Berhad (listed on Bursa Securities). He holds a Bachelor of Business Administration degree, majoring in Finance from the University of Hawaii at Manoa, USA.

Mr. Roberto A. Atendido *(Director)*, 78 years old, Filipino, has been a Director of the Corporation since 1 October 2004. He is currently the President of Asian Alliance Holdings and Develop Corp., and Chairman/Director of Myka Advisory & Consultancy Services, Inc. He is currently a member of the board of the following companies: Philippine Business Bank, Clark Development Corporation and Macay Holdings Inc. He is also an independent Director of Mega Global Corporation. He holds a Masters Degree in Business Management from the Asian Institute of Management.

Mr. George Edwin SyCip *(Independent Director)*, 69 years old, American, has been a Director of the Company since 1 October 2004. He advises a variety of companies in their cross-border endeavors between the US/Europe and Asia and serves on the corporate Boards of Asian Alliance Holdings and Development Corp., Cityland Development Corporation, and Bank of the Orient in San Francisco. He is also a Trustee of the International Institute for Rural Reconstruction, Chairman Emeritus of Give2Asia, and served 15 years on the Board of Stanford University's Institute for International Studies. He holds a Master's Degree in Business Administration from Harvard Business School and a Bachelor's degree in International Relations/Economics from Stanford University.

Mr. Jose Antonio A. Lichauco *(Independent Director)*, 66 years old, Filipino, is the Treasurer and a Director of Automated Technology (Philippines), Inc. where he was previously Senior Vice-President and Chief Financial Officer. He was previously the President of Asian Alliance Investment Corp. and specialized in Investment Banking and Corporate Finance. He also held positions at Insular Investment and Trust Corporation and at SGV & Co. He obtained his Masters Degree in Business Administration from Columbia University in New York, USA in 1989.

Atty. Ana Maria A. Katigbak, 56 years old, Filipino, is the Assistant Corporate Secretary of the Company and has held the office since 1997. She is a senior partner in Castillo, Laman, Tan, Pantaleon & San Jose Law Offices and also acts as Director of Mabuhay Holdings, Inc., Corporate Secretary of Alsons Consolidated Resources, Inc. and IPM Holdings, Inc., and Assistant Corporate Secretary of Energy Development Corporation, Marcventures Holdings, Inc., Premiere Horizon Alliance Corporation, Solid Group, Inc. and Vulcan Industrial and Mining Corp. She is a member of the Integrated Bar of the Philippines.

Mr. Pablito O. Lim, 67 years old, Filipino, is the Chief Financial Officer of the Group since 2013 of the Company. He was the former CFO of Stellar Philippines, Inc. and Stellar Global Solutions Philippines, Inc. Prior to joining the Group, he was the CFO of Brightpoint Italy, Srl. and served as an Audit Executive in Sycip Gorres Velayo & Co., a member firm of Ernst & Young. He is also concurrently a Director of some of the Company's subsidiaries such as Simpro Solutions Philippines, Inc., Scopeworks Asia, Inc. and Paxys Realty, Inc. (formerly known as Paxys Global Services, Inc.). He is a Certified Public Accountant (CPA), Certified Compliance Officer (CCO), and completed the Executive Development Program and the Management Development Program at the Asian Institute of Management.

Ms. Sheri A. Inocencio, 60 years old, Filipino, is the Group's Chief Risk Officer (CRO). Prior to joining the Group, she was the Vice President for Finance in BA Continuum Philippines, Inc. (a subsidiary of Bank of America) from August 2013 up to February 2015 and in Advanced Contact Solutions, Inc. from March 2003 up to November 2008. She also held several key finance and audit roles in C3/Customer Contact Channels, Inc., Prople, Inc., NGL Pacific Ltd., Pacific Cable & DTU Systems, Inc., and SGV & Co. Ms. Inocencio graduated cum laude from University of the Philippines with a degree in Business Administration and Accountancy and is a Certified Public Accountant.

Ms. Ruth Marinas, 41 years old, Filipino, is the Group's Independent Chief Audit Executive effective 15 December 2021.She is a Certified Public Accountant with comprehensive experience in fields of general accounting, financial auditing, and taxation. She is knowledgeable in handling local and international companies of different industries, as well as small and medium enterprises.

KEY EMPLOYEES

All the employees are considered important assets of the Company who collectively make significant contributions to the Company. The key employees of the Company as at December 31, 2025 are as follows:

1. Mr. Tarcisio M. Medalla—Chairman and President
2. Mr. Pablito O. Lim— Group Chief Financial Officer
3. Ms. Sheri A. Inocencio – Chief Risk Officer
4. Ms. Ruth Marinas –Chief Audit Executive

The relevant experience and professional details of the above key employees were exhaustively discussed in the previous pages.

Family Relationship

None of the directors and executive officers is related to each other by affinity or consanguinity.

Involvement in Certain Legal Proceedings

None of the directors and executive officers was involved during the past five years and as of date of this report in any bankruptcy proceeding. Neither have they been convicted by final judgment in any criminal proceeding or been subject to any order, judgment or decree of competent jurisdiction, permanently or temporarily enjoining, barring, suspending, or otherwise limiting their involvement in any type of business, securities, commodities or banking activities, nor found in action by any court or administrative body to have violated a securities or commodities law.

Item 10. Executive Compensation

Year/ Top Highly Compensated Officers* *(Amounts in Million Pesos)*	Compensation and other benefits	Stock Options	Total
2025: Chairman and President, Corporate Counsel and Compliance Officer	₱24.09	₱-	₱24.09
2024: Chairman and President, Corporate Counsel, and Compliance Officer	₱21.9	₱-	₱21.9
2023: Chairman and President, Corporate Counsel, and Compliance Officer	₱22.9	₱-	₱22.9

**The Group has a lean organizational structure. There are no other highly compensated officers other than the above. The names are shown in Item 9 part of this report.*

Per diem fees of the Group's executive officers and directors amounted to ₱880,000, ₱866,000, and ₱836,000 for the last three years ending December 31, 2025, 2024, and 2023 respectively.

Employment Contracts and Termination of Employment and Change-in-Control Arrangements

There are no agreements between the registrant and its key management personnel providing for benefits upon termination of employment, except for such benefits to which they may be entitled under the law.

Warrants and Options Outstanding: Repricing

Not applicable. The Company has no outstanding warrants and options.

Item 11. Security Ownership of Certain Beneficial Owners and Management

Security Ownership of Certain Record and Beneficial Owners

As of December 31, 2025, the Company has no knowledge of any individual or any party who beneficially owns in excess of 5% of Paxys common stock except as set forth in the table below:

Title of Class	Name and Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of Shares Held	Percent of Class
Common	All Asia Customer Services Holdings, Ltd. (AACSHL) Room 1918, 19F Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong	Expac Holdings Ltd. owns 100% of AACSHL. Paxys has neither corporate relationship nor information about Expac Holdings Ltd.	Hong Kong	630,844,038*	54.93%
Common	Paxys N.V. Kaya W.F.G. (Jombi) Mensing 36, Curaçao	Paxys, Inc. owns 100% equity of Paxys N.V.	Curaçao	345,622,477**	30.09%
Common	PCD Nominee Corp. G/F MSE Bldg., 6767 Ayala Ave., Makati City	Beneficial owners are the clients of the PCD participants' brokers. There are no beneficial owners owning more than 5% of the Registrant's capital stock.	Philippines	170,162,539	14.81%
			Total	**1,146,629,054**	**99.83%**

** Inclusive of 9,583,218 shares lodged under PCD Nominee Corporation (Non-Filipino)*
*** Lodged under PCD Nominee Corporation (Non-Filipino)*

Ownership Security of Management as of December 31, 2025:

Title of Class	Name of Beneficial Owner	Amount of Beneficial Ownership	Citizenship	Percent of Class
Common	**Tarcisio M. Medalla** Chairman & President	1,120	Filipino	0.0001%
Common	**Christopher B. Maldia** Director	129,520	Filipino	0.0113%
Common	**Ghee Keong Lim** Director	82,800	Malaysian	0.0072%
Common	**Roger Leo A. Cariño** Director	1,120	Filipino	0.0001%
Common	**Roberto A. Atendido** Director	1,000	Filipino	0.0001%
Common	**George Edwin SyCip** Independent Director	1,120	American	0.0001%
Common	**Jose Antonio A. Lichauco** Independent Director	1,120	Filipino	0.0001%
Common	**Ana Maria A. Katigbak** Assistant Corporate Secretary/ CIO/ Assistant Compliance Officer	0	Filipino	-
Common	**Pablito O. Lim** Group Chief Financial Officer	**0**	Filipino	-
	Total	**₱217,800**		**0.0189%**

The shareholdings of the above-named directors and officers aggregate to 217,800 shares or 0.0189% of the outstanding capital stock of the Company.

As reported in the Public Ownership Report as of December 31, 2025, 171,850,551 common shares are held by public shareholders, which is approximately 14.96% of the total issued and outstanding shares. The Company is compliant with the 10% minimum public ownership rule.

Voting Trust Holder of 5% or more

There are no voting trust agreements or any other similar agreement which may result in a change in control of the Company of which the Company has any knowledge.

Changes in control

No change in control of the Registrant has occurred since the previous fiscal year.

Item 12. Certain Relationships and Related Transactions

Except for those mentioned in **Item 1 (viii),** there has 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 director or executive officer of the Company, or nominee for election as a director, or owner of more than 10% of the Company's voting securities, or voting trust holder of 10% or more of any class of the Company's securities, or any member of the immediate family 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.

PART V.
CORPORATE GOVERNANCE

(Please refer to the Company's I-ACGR)

This will be exhaustively discussed in the Integrated Annual Corporate Governance Report of the Group (I-ACGR).

Pursuant to SEC Memorandum Circular No. 15, Series of 2017, publicly-listed are mandated to provide disclosure on compliance/non-compliance with the recommendations provided under the Code of Corporate Governance requirements of the Securities and Exchange Commission and the Philippine Stock Exchange through the I-ACGR. The I-ACGR will be published and disclosed to the PSE not later than May 30, 2026.

PART VI.
EXHIBITS AND SCHEDULES

(Please refer to the following attachments)

Exhibit A - Report on SEC Form 17-C

Exhibit B – Directors' Attendance of Board Meetings for the year 2025

Exhibit C – Audited Financial Statements as at December 31, 2025

PART VII.
INDEX TO THE CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

Item 14 – Supplementary Schedules required by Annex 68-E

Item 15 – Reconciliation of Retained Earnings Available for Dividend Declaration

Item 16 – Schedule of Effective Standards and Interpretations

Item 17 – Map of the relationships of the Companies within the Group

The above schedules formed part of the Supplementary Schedules attached in the Audited Consolidated Financial Statements as at and for the year ending December 31, 2025, 2024, and 2023.

SIGNATURES

Pursuant to the requirements of Section 17 of the Code 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 Makati on 0 7 APR 2026 April 2026.

Issued By:
PAXYS, INC.

TARCISIO M. MEDALLA
Chairman & President

ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

PABLITO O. LIM
Chief Financial Officer

SUBSCRIBED AND SWORN to before me this 0 7 day of APR 2026 2026 affiant(s) exhibiting to me their Passport Nos., as follows:

NAMES	PASSPORT No. / DRIVER'S LICENSE	VALID UNTIL	PLACE OF ISSUE
Tarcisio M. Medalla			
Ana Maria A. Katigbak			
Pablito O. Lim			

Doc. No. 449
Page No. 91 ;
Book No. XXII;
Series of 2026.

NOTARY PUBLIC

ATTY. RYAN ANTHONY G. PEREÑA
NOTARY PUBLIC for MAKATI CITY
Commission No. M-012 until Dec. 31, 2027
Roll of Attorneys 77327
PTR No. 10764513; 01/02/2026; Makati City
IBP OR No. 566188 12/16/2025; Pasig City
MCLE Compliance No. VIII-0000389
8553 San Jose St., Guadalupe Nuevo, Makati City

Exhibit A

<u>Reports on SEC Form 17-C</u>

Date Filed	Items Reported
5 January 2025	The Company submitted the Directors' Attendance for year 2024.
19 February 2025	The Company informed the Exchange that Atty. Mayette H. Tapia, the Corporate Secretary, Investor Relations Officer, Corporate Legal Counsel, Corporate Information Officer and Compliance Officer of the Company has resigned effective 27 February 2025.
21 March 2025	The Company informed the Exchange that the scheduled annual meeting of the stockholders of Paxys Inc. is on 7 May 2025 at the Manila Golf & Country Club, Harvard Road, Forbes Park, Makati City, Philippines.
8 April 2025	The Company submitted the notarized Independent Director's Certificates of Mr. Jose Antonio A. Lichauco and Mr. George Edwin Sycip.
11 April 2025	The Company submitted the certified list of stockholders of Paxys Inc. as of 7 April 2025, the record date of our Annual Stockholders' Meeting, which is scheduled on 7 May 2025.
29 April 2025	The Company submitted the Notice of Annual Stockholders Meeting with Agenda
7 May 2025	The Company informed the SEC of the results of the Annual Stockholders' Meeting on 7 May 2025.

Exhibit B

PAXYS INC.
DIRECTORS' ATTENDANCE OF BOARD MEETINGS FOR THE YEAR 2025

Name of Director	Regular Meeting **21 March 2025**	Organizational Meeting **7 May 2025**	Regular Meeting **7 May 2025**	Regular Meeting **8 August 2025**	Regular Meeting **10 November 2025**
Tarcisio M. Medalla	✓	✓	✓	✓	✓
Roger Leo A. Cariño	✓	✓	✓	✓	✓
Roberto A. Atendido	✓	✓	✓	✓	✓
Christopher B. Maldia	✓	✓	✓	✓	✓
Jose Antonio A. Lichauco	✓	✓	✓	✓	✓
Lim Ghee Keong	✓	✓	✓	✓	✓
George Edwin Sycip	✓	✓	✓	✓	✓

✓ - Present
A - Absent

SECURITIES AND EXCHANGE COMMISSION
THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/emessagemo@sec.gov.ph

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Industry Classification: J66940
Company Type: Stock Corporation

Document Information

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PAXYS

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Paxys, Inc.** (the Company) is responsible for the preparation and fair presentation of the separate financial statements as at and for the years ended December 31, 2025 and 2024, including the schedules attached therein, 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 separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate 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 to do so.

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

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

Reyes Tacandong & Co., the independent auditor appointed by the stockholders, has audited the separate 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.

Tarcisio M. Medalla
Chairman of the Board and President

Pablito O. Lim
Group Chief Financial Officer

Signed this 16th day of March 2026.

15th Floor • 6750 Ayala Office Tower
Ayala Avenue, Makati City, Philippines 1226
Tel No. (02) 8250-3800 • Fax No. (02) 8250-3801
www.paxys.com

PAXYS

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S. S.

Before me, a Notary Public for and in Makati City this 16th day of March 2026, personally appeared the following:

Name	Passport No.	Date/Place of Issue
Mr. Tarcisio M. Medalla		
Mr. Pablito O. Lim		

known to me to be the same persons who executed the foregoing instrument and that they acknowledged to me that the same is their free and voluntary act and deed and that of the corporation they represent.

IN WITNESS WHEREOF, I have hereunto affixed my notarial seal at the date and place first above written.

ATTY. RYAN ANTHONY G. PEREÑA
NOTARY PUBLIC for MAKATI CITY
Commission No. M-012 until Dec. 31, 2027
Roll of Attorneys 77327
PTR No. 10764513; 01/02/2026; Makati City
IBP OR No. 566188 12/16/2025; Pasig City
MCLE Compliance No. VIII-0000389
553 San Jose St., Guadalupe Nuevo, Makati City

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Series of 2026

15th Floor • 6750 Ayala Office Tower
Ayala Avenue, Makati City, Philippines 1226
Tel No. (02) 8250-3800 • Fax No. (02) 8250-3801
www.paxys.com

COVER SHEET
for
AUDITED SEPARATE FINANCIAL STATEMENTS

SEC Registration Number

6	6	0	9

COMPANY NAME

P A X Y S , I N C .

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

1 5 t h F l o o r , 6 7 5 0 A y a l a O f f i c e T o w e r ,
A y a l a A v e n u e , M a k a t i C i t y

Form Type	Department Requiring the Report	Secondary License Type, If Applicable
A A S F S	C R M D	N / A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
investor_relations@paxys.com	(632) 8250-3800	0919-088-5563

No. of Stockholders	Annual Meeting (Month / Day)	Calendar Year (Month / Day)
714	Any day of May	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Atty. Ana Maria A. Katigbak	ana.katigbak@cltpsj.com.ph	(632) 8250-3800	0920-928-6552

CONTACT PERSON'S ADDRESS

The Valero Tower, 122 Valero Street, Salcedo Village Makati City

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 shall not excuse the corporation from liability for its deficiencies.

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
Paxys, Inc.
15th Floor, 6750 Ayala Office Tower
Ayala Avenue, Makati City

Opinion

We have audited the separate financial statements of Paxys, Inc. (the Company), which comprise the separate statements of financial position as at December 31, 2025 and 2024, separate statements of comprehensive income, separate statements of changes in equity and separate statements of cash flows for the years then ended, and notes to separate financial statements, including a summary of material accounting policies.

In our opinion, the accompanying separate financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Separate 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), as applicable to the audits of financial statements of public entities, together with the ethical requirements that are relevant to the audit of the separate financial statements of public interest entities in the Philippines. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 PSA 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, these could reasonably be expected to influence the economic decisions of users taken on the basis of the separate financial statements.

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

- Identify and assess the risks of material misstatement of the separate 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 audits 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 auditors' report to the related disclosures in the separate 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 auditors' 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 separate financial statements, including the disclosures, and whether the separate 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 audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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

REYES TACANDONG & CO.

MICHELLE R. MENDOZA-CRUZ
Partner
CPA Certificate No. 97380
Tax Identification No. 201-892-183-000
BOA Accreditation No. 4782/P-011; Valid until June 6, 2026
SEC Accreditation No. 97380-SEC Group A
Issued April 8, 2021
Valid for Financial Periods 2024 to 2025
BIR Accreditation No. 08-005144-012-2025
Valid until September 10, 2028
PTR No. 10764028
Issued January 2, 2026, Makati City

March 16, 2026
Makati City, Metro Manila

PAXYS, INC.

SEPARATE STATEMENTS OF FINANCIAL POSITION

	Note	December 31 2025	2024
ASSETS			
Current Assets			
Cash and cash equivalents	4	**₱855,203,715**	₱834,938,536
Receivables	5	**5,414,295**	28,566,176
Current portion of right-of-use (ROU) asset	17	**3,596,255**	–
Other current assets	6	**19,461,524**	16,970,907
Total Current Assets		**883,675,789**	880,475,619
Noncurrent Assets			
Investments in subsidiaries and a joint venture	7	**422,659,900**	422,659,900
Right-of-use assets – net of current portion	17	**–**	10,788,761
Property and equipment	8	**318,238**	122,374
Other noncurrent assets	9	**6,476,177**	6,424,299
Total Noncurrent Assets		**429,454,315**	439,995,334
		₱1,313,130,104	₱1,320,470,953
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	10	**₱9,444,619**	₱9,786,547
Current portion of lease liability	17	**2,812,472**	8,127,354
Income tax payable		**21,373**	128,032
Dividends payable	12	**6,554,030**	6,554,030
Total Current Liabilities		**18,832,494**	24,595,963
Noncurrent Liabilities			
Retirement liability	11	**28,898,605**	26,354,556
Lease liability - net of current portion	17	**–**	2,812,472
Total Noncurrent Liabilities		**28,898,605**	29,167,028
Total Liabilities		**47,731,099**	53,762,991
Equity			
Capital stock	12	**1,148,534,866**	1,148,534,866
Additional paid-in capital	12	**451,364,252**	451,364,252
Deficit		**(315,877,177)**	(314,568,220)
Other equity reserves	11	**(18,622,936)**	(18,622,936)
Total Equity		**1,265,399,005**	1,266,707,962
		₱1,313,130,104	₱1,320,470,953

See accompanying Notes to Separate Financial Statements.

PAXYS, INC.

SEPARATE STATEMENTS OF COMPREHENSIVE INCOME

		Years Ended December 31	
	Note	**2025**	2024
SERVICE INCOME		**₱3,497,080**	₱3,683,330
COST AND EXPENSES	14	**(52,273,816)**	(59,138,815)
INTEREST INCOME - NET OF AMORTIZATION	16	**44,723,732**	50,060,704
NET FOREIGN EXCHANGE GAIN		**2,592,596**	5,932,669
INTEREST EXPENSE ON LEASE LIABILITY	17	**(316,694)**	(631,904)
OTHER INCOME - Net	16	**8,290,961**	5,762,162
INCOME BEFORE INCOME TAX		**6,513,859**	5,668,146
PROVISION FOR CURRENT INCOME TAX	18	**(7,822,816)**	(9,022,545)
NET LOSS		**(1,308,957)**	(3,354,399)
OTHER COMPREHENSIVE LOSS *Item not to be reclassified to profit or loss -* Remeasurement loss on retirement liability	11	**–**	(18,326,840)
OTHER COMPREHENSIVE LOSS		**(₱1,308,957)**	(₱21,681,239)

See accompanying Notes to Separate Financial Statements.

PAXYS, INC.

SEPARATE STATEMENTS OF CHANGES IN EQUITY

	Note	Years Ended December 31 2025	2024
CAPITAL STOCK	12	**₱1,148,534,866**	₱1,148,534,866
ADDITIONAL PAID-IN CAPITAL	12	**451,364,252**	451,364,252
DEFICIT			
Balance at beginning of year		**(314,568,220)**	(311,213,821)
Net loss		**(1,308,957)**	(3,354,399)
Balance at end of year		**(315,877,177)**	(314,568,220)
OTHER EQUITY RESERVES			
Cumulative Remeasurement Losses on Retirement Liability	11		
Balance at beginning and end of year		**(18,622,936)**	(296,096)
Remeasurement loss		**–**	(18,326,840)
Balance at end of year		**(18,622,936)**	(18,622,936)
		₱1,265,399,005	₱1,266,707,962

See accompanying Notes to Separate Financial Statements.

PAXYS, INC.

SEPARATE STATEMENTS OF CASH FLOWS

	Note	Years Ended December 31 2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax		**₱6,513,859**	₱5,668,146
Adjustments for:			
Interest income	16	**(44,723,732)**	(50,060,704)
Gain on reversal of provision for ECL on receivables	5	**(8,288,960)**	(5,762,162)
Depreciation and amortization	16	**7,384,471**	7,311,108
Retirement benefits	11	**2,544,049**	1,260,769
Net unrealized foreign exchange gain		**(2,525,877)**	(5,939,317)
Provision for ECL on receivables	5	**1,762,769**	2,828,323
Interest expense on lease liability	17	**316,694**	631,904
Write-off of investment in joint venture	7	**–**	2,885,750
Operating loss before changes in working capital		**(37,016,727)**	(41,176,183)
Increase in:			
Receivables		**(85,622)**	(106,562)
Other current assets		**(2,490,617)**	(2,442,845)
Decrease in trade and other payables		**(341,928)**	(172,064)
Net cash used for operations		**(39,934,894)**	(43,897,654)
Interest received		**43,473,297**	61,694,091
Income taxes paid		**(7,929,475)**	(8,908,478)
Net cash flows provided by (used in) operating activities		**(4,391,072)**	8,887,959
CASH FLOWS FROM INVESTING ACTIVITIES			
Decrease (increase) in due from related parties		**30,864,657**	(777,621)
Additions to property and equipment	8	**(369,707)**	(89,000)
Additions to intangible assets	9	**(70,000)**	–
Net cash flows provided by (used in) investing activities		**30,424,950**	(866,621)
CASH FLOW FROM A FINANCING ACTIVITY			
Payments of lease liability	17	**(8,444,048)**	(8,365,870)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**17,589,830**	(344,532)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		**2,675,349**	5,040,969
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**834,938,536**	830,242,099
CASH AND CASH EQUIVALENTS AT END OF YEAR	4	**₱855,203,715**	₱834,938,536

See accompanying Notes to Separate Financial Statements.

NOTES TO SEPARATE FINANCIAL STATEMENTS
AS AT AND FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

1. Corporate Information

Paxys, Inc. (Paxys or the Company) is an investment holding company incorporated in the Philippines and listed (stock symbol: PAX) in the Philippine Stock Exchange (PSE). The Company was formerly known as Fil-Hispano Holdings Corporation and registered with the Philippine Securities and Exchange Commission (SEC) on February 14, 1952. On June 18, 2001, the SEC approved the extension of corporate existence for 50 years until February 14, 2052. However, in accordance with the Revised Corporation Code of the Philippines, effective February 23, 2019, the Company shall have perpetual existence.

On March 22, 1971, the shares of the Company with ₱1 par value per share were listed with the PSE. As at December 31, 2025 and 2024, 1,148,534,866 common shares are listed in the PSE and traded in the PSE at the price of ₱2.61 and ₱1.70 per share, respectively.

As at December 31, 2025 and 2024, the major shareholders of the Company are All Asia Customer Services Holdings Ltd (AACSHL), a company incorporated in Hong Kong, and Paxys N.V., wholly- owned subsidiary of the Company, with 54.93% and 30.09% equity interest, respectively.

The registered office address of the Company is at 15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City.

<u>**Approval of the Separate Financial Statements**</u>
The separate financial statements as at and for the years ended December 31, 2025 and 2024 were authorized for issue by the Board of Directors (BOD) on March 16, 2026.

2. Summary of Material Accounting Policy Information

The material accounting policy information used in the preparation of the separate financial statements have been consistently applied to all the years presented, unless otherwise stated.

<u>**Basis of Preparation**</u>
The separate financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards. This financial reporting framework includes PFRS Accounting Standards, Philippine Accounting Standards (PAS) and Philippine Interpretation from International Financial Reporting Interpretations Committee (IFRIC) issued by the Philippine Financial and Sustainability Reporting Standards Council and adopted by the SEC, including SEC pronouncements.

The Company also prepares consolidated financial statements for the same year in accordance with PFRS Accounting Standards for the Company and its Subsidiaries (collectively referred to as the Group). Users of these separate financial statements should read them together with the consolidated financial statements in order to obtain full information on the financial position, financial performance and cash flows of the Group as a whole. The consolidated financial statements may be obtained at the registered office address of the Company or at the SEC.

Measurement Bases
The separate financial statements are presented in Philippine Peso, the functional currency of the Company. All amounts represent absolute values, unless otherwise stated.

The separate financial statements have been prepared on a historical cost basis, except for retirement liability measured at the present value of the defined benefit retirement obligation and lease liability measured at the present value of discounted minimum lease payments.

Historical cost is generally based on the fair value of the consideration given in exchange for an asset or the fair value of the consideration received in exchange for incurring a liability.

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 transaction date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Company.

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

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 and/or disclosed in the separate 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 market for identical assets or liabilities.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

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 as discussed in the foregoing.

Information about the assumptions made in measuring fair value is included in the following notes to separate financial statements:

Note 3, *Significant Judgments, Accounting Estimates and Assumptions*

Note 19, *Financial Risk Management Objectives and Policies*

Adoption of Amendments to PFRS Accounting Standards
The material accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the amendments to PAS 21, *The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability*, effective for annual periods beginning on or after January 1, 2025.

The amendments clarify when a currency is considered exchangeable into another currency and how an entity determines the exchange rate for currencies that lack exchangeability. The amendments also introduce new disclosure requirements to help users of financial statements assess the impact when a currency is not exchangeable. An entity does not apply the amendments retrospectively. Instead, an entity recognizes any effect of initially applying the amendments as an adjustment to the opening balance of retained earnings when the entity reports foreign currency transactions. When an entity uses a presentation currency other than its functional currency, it recognizes the cumulative amount of translation differences in equity. Earlier application is permitted.

The adoption of the amendments to PFRS Accounting Standards did not materially affect the financial statements of the Company. Additional disclosures were included in the financial statements, as applicable.

New and Amendments to PFRS Accounting Standards in Issue But Not Yet Effective or Adopted
Relevant new and amendments to PFRS Accounting Standards, which are not yet effective as at December 31, 2025 and have not been applied in preparing the separate financial statements, are summarized below.

Effective for annual periods beginning on or after January 1, 2026 –

- Amendments to PFRS 9, *Financial Instruments*, and PFRS 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Assets* – The amendments clarify that a financial liability is derecognized when the related obligation is discharged, cancelled, expires or otherwise qualifies for derecognition (e.g. settlement date), and introduces a policy option to derecognize financial liabilities settled through an electronic payment system before settlement date if the required conditions are met. The amendments also clarify the assessment of contractual cash flow characteristics of financial assets, the treatment of non-recourse loans and contractually linked instruments, as well as require additional disclosure requirements for financial assets and liabilities with contingent features and equity instruments classified at fair value through other comprehensive income (FVOCI). Earlier application is permitted.

- Annual Improvement to PFRS Accounting Standards Volume 11:

  - Amendments to PFRS 7, *Financial Instruments: Disclosures* – The amendments remove some obsolete references related to the gain or loss on derecognition on financial assets of an entity that has a continuing involvement and to the disclosure requirements on deferred differences between fair value and transaction price. The amendments also clarify that the illustrative guidance does not necessarily illustrate all the requirements for credit risk disclosure.

- Amendments to PFRS 9, *Financial Instruments* – The amendments clarify that when a lessee has determined that a lease liability has been extinguished in accordance with PFRS 9, Financial Instruments, the lessee must apply the derecognition criteria for a financial liability which requires recognition of a gain or loss in profit or loss. The amendments apply to lease liabilities that are extinguished on or after the beginning of the annual reporting period in which the entity first applies the amendments. Earlier application is permitted.

- Amendments to PFRS 10, *Consolidated Financial Statements* – The amendments clarify that when the investor considers its de facto agent's decision-making rights and its indirect exposure, or rights, to variable returns is only an example in which judgement is required to determine whether a party is acting as a de facto agent.

- Amendments to PAS 7, *Statement of Cash Flows* – The amendments clarify that when accounting for an investment in an associate, a joint venture or a subsidiary accounted for by use of the equity or at cost, an investor restricts its reporting in the statements of cash flows to the cash flows between itself and the investee, such as dividends and advances.

Effective for annual periods beginning on or after January 1, 2027 -

- PFRS 18, *Presentation and Disclosure in Financial Statements* – This standard replaces PAS 1, Presentation of Financial Statements, and sets out requirements for the presentation and disclosure of information in general purpose financial statements. The standard introduces new categories and sub-totals in the statements of comprehensive income, additional disclosures on management-defined performance measures, and enhanced requirements for grouping information. Full retrospective application is required. Earlier application is permitted.

Under prevailing circumstances, the adoption of the foregoing new and amendments to PFRS Accounting Standards is not expected to have any material effect on the separate financial statements of the Company. Additional disclosures will be included in the separate financial statements, as applicable.

Financial Assets and Liabilities

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

Initial Recognition and Measurement. Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at Fair Value through Profit or Loss (FVPL), includes transaction cost.

Financial Assets

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

As at December 31, 2025 and 2024, the Company does not have financial assets at FVPL and FVOCI.

Financial Assets at Amortized Cost. A financial asset should be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and,

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less any allowance for impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are impaired and through amortization process.

Financial assets at amortized cost are included under current assets if maturity is within 12 months from the reporting date. Otherwise, these are classified as noncurrent assets.

The Company classifies its cash and cash equivalents, receivables, and rental and security deposits (presented under "Other Noncurrent Assets" account) under this category (see Notes 4, 5, and 9).

Financial Liabilities

Classification. The Company classifies its financial liabilities at initial recognition as either financial liabilities at FVPL or financial liabilities at amortized cost. The classification of a financial instrument largely depends on the Company's business model and its contractual cash flow characteristics.

As at December 31, 2025 and 2024, the Company does not have financial liabilities at FVPL.

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost unless either the financial liability is held for trading and is therefore required to be measured at FVPL or the entity elects to measure the liability at FVPL. Financial liabilities are recognized when the substance of the contractual arrangement results in the Company having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments. These financial liabilities are initially recognized at fair value less any directly attributable transaction costs.

After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

The Company classifies its trade and other payables (excluding statutory payables), dividends payable and lease liability under this category (see Notes 10, 12 and 17).

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

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

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

Impairment of Financial Assets
The Company assesses at the end of each reporting year whether a financial asset or a group of financial assets is impaired.

The Company recognizes impairment loss based on expected credit loss (ECL), which is the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For financial assets at amortized cost, which comprise cash and cash equivalents, receivables and rental and security deposits, ECL is based on 12-month ECL that pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date.

However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For a financial asset that is credit-impaired at the reporting date, an entity should measure the expected credit losses as the difference between the asset gross carrying amount and the present value of estimated future cash flows discounted at the financial asset original effective interest rate. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events, among others: a) significant financial difficulty of the issuer or the borrower; (b) a breach of contract, such as a default or past due event or (c) the disappearance of an active market for that financial asset because of financial difficulties. It may not be possible to identify a single discrete event instead, the combined effect of several events may have caused financial assets to become credit impaired.

Financial assets are written off when the counter parties have no liquid and/or available assets to pay. Thus, these are no longer fully realizable.

Derecognition of Financial Assets and Liabilities
A financial asset (or where applicable, a part of a financial asset or part of a Company of similar financial assets) is derecognized when:

- The right to receive cash flows from the asset has expired;

- the Company retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or

- the Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Where the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and benefits of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset, if any, is measured at the lower of original carrying amount of the asset and the maximum amount of consideration that the Company could be required to pay.

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

Offsetting of Financial Instruments
Financial assets and liabilities are offset and the net amount reported in the separate statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Input Value-Added Tax (VAT)
Input VAT represents the net amount of VAT recoverable from the tax authority. Revenue, expenses, and assets are recognized, net of the amount of VAT, except where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority.

Investments in Subsidiaries and a Joint Venture
Investments in subsidiaries and a joint venture are carried at cost, less any impairment in value. Under the cost method of accounting, the Company recognizes income from the investment only to the extent that the Company received distributions from accumulated profits of the subsidiary and joint venture arising after the date of acquisition. Distributions received in excess of such profits are regarded as a reduction of the cost of investment.

A subsidiary is an entity in which the Company has control. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity which is subject to joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Property and Equipment

Property and equipment are carried at historical cost less accumulated depreciation, amortization, and any impairment in value. Historical cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss in the year incurred.

Major renovations that qualify for capitalization are depreciated and amortized over the remaining useful life of the related asset or to the next major renovation, whichever is shorter.

Depreciation and amortization are calculated using the straight-line method to allocate the cost over the estimated useful lives of the assets, as follows:

Asset Type	Number of Years
Office equipment	5
Computer equipment	3
Communication equipment	3
Leasehold improvements	5 or the lease term, whichever is shorter

Depreciation and amortization commence when an asset is in its location or condition capable of being operated in the manner intended by management. Depreciation and amortization cease at the earlier of the date that the item is classified as held for sale (or included in a disposal Company that is classified as held for sale) and the date the asset is derecognized.

The estimated useful lives and depreciation and amortization method of property and equipment are reviewed, and adjusted if appropriate, periodically to ensure that these are consistent with the expected pattern of economic benefits from items of property and equipment.

Fully depreciated property and equipment are retained in the books until these are no longer being used in the operations.

When an asset is disposed of or is permanently withdrawn from use and no future economic benefits are expected from its disposal, the cost and accumulated depreciation, amortization, and impairment are derecognized. Gains and losses on retirement or disposal are determined by comparing the proceeds with carrying amount of the asset and are recognized in profit or loss.

Impairment of Nonfinancial Assets

The carrying amounts of nonfinancial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. An impairment loss is recognized in profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Nonfinancial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment losses are recognized in profit or loss. Impairment losses recognized in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, had no impairment loss been recognized. After such a reversal, the depreciation and amortization are adjusted in future years to allocate the asset's revised carrying amount on a systematic basis over its remaining estimated useful lives.

Equity

Capital Stock and Additional Paid-in Capital. Capital stock is measured at par value for all shares issued. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from proceeds, net of tax. The excess of proceeds from the issuance of shares over the par value of shares is credited to additional paid-in capital.

Deficit. Deficit represents the cumulative balance of results of operations.

Other Comprehensive Loss

Other comprehensive loss is comprised of items of income and expenses (including items previously presented as other equity reserves under the separate statement of changes in equity) that are not recognized in profit or loss for the year. Other comprehensive loss, which is presented as "Other equity reserves," pertains to cumulative remeasurement losses on retirement liability.

Revenue Recognition

Revenue from contracts with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Company perform its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time. The Company also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Company has assessed that it acts as a principal in all its revenue sources. The following specific recognition criteria must also be met before revenue is recognized:

Interest Income. Revenue is recognized on a time proportion basis using the effective interest method.

Other Income. Revenue is recognized when the earning process is complete, and the flow of economic benefit is reasonably assured.

Expense Recognition
Expenses are decreases in economic benefits during the year in the form of outflows, decrease of assets or incurrence of liabilities that result in decrease in equity, other than those relating to distributions to equity participants. These expenses are recognized in profit or loss as incurred.

Employee Benefits

Short-term Benefits. The Company recognizes a liability net of amounts already paid and an expense for services rendered by employees during the year. Short-term benefits given by the Company to its employees include salaries and wages, social security contributions, short-term compensated absences, bonuses and non-monetary benefits.

Short-term employee benefit liabilities are measured on an undiscounted basis and are expensed as the related service is provided. The unpaid portion of the short-term employee benefits is measured on an undiscounted basis and is included as part of "Trade and Other Payables" account in the separate statements of financial position.

Retirement Benefits. Retirement benefit costs are actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. The calculation of defined benefit obligations is performed by a qualified actuary.

The Company recognizes service costs comprising of current service costs and interest costs in profit or loss. Interest cost is calculated by applying the discount rate to the retirement liability.

Remeasurements of the retirement liability, which comprise actuarial gains and losses, are recognized immediately in other comprehensive income.

The retirement liability is the present value of the defined benefit obligation. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using risk-free interest rate of government bonds that have terms to maturity approximating the terms of the related retirement and other long-term benefits liability.

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

Leases
At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset. This may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

- the Company has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and

- the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Company has the right to direct the use of the asset if either:

  - the Company has the right to operate the asset; or

  - the Company designed the asset in a way that predetermines how and for what purpose it will be used.

The Company as a Lessee. The Company recognizes Right-of-Use (ROU) asset and lease liability at the lease commencement date. The ROU asset is initially measured at cost comprising the initial measurement of lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, any initial direct and restoration costs.

The ROU asset is measured subsequently at cost, less amortization and any impairment losses. In addition, the cost is subsequently adjusted for any remeasurement of the lease liability resulting from reassessments or lease modifications.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise of the following:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivable

- Variable lease payments that are based on an index or a rate

- Amounts expected to be payable by the lessee under residual value guarantees

- The exercise price of a purchase option if the lessee is reasonably certain to exercise that option payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease liability is subsequently measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise an extension or termination option.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis of accounting as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

<u>Income Taxes</u>

Current Tax. Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of reporting year.

Deferred Tax. Deferred tax is provided on all temporary differences at the end of reporting year between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax liability is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit or loss nor taxable profit or loss. However, deferred tax liabilities are not provided on non-taxable temporary differences associated with investments in domestic subsidiaries, an associate and interests in joint ventures.

Deferred tax assets are recognized for all deductible temporary differences, carry forward benefits of unused tax credits (excess of minimum corporate income taxes or MCIT over regular corporate income taxes or RCIT) and unused tax losses (net operating loss carryover or NOLCO), to the extent that it is probable that sufficient future taxable profit will be available against which the deductible temporary differences and carryforward benefits of unused tax credits and unused tax losses can be utilized.

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

Deferred 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 rate (and tax laws) that have been enacted or substantively enacted at the end of reporting year.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in relation to the underlying transaction either in other comprehensive income or directly in equity.

Provisions

Provisions are recognized when the Company has a present legal or constructive obligation 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.

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

Events after the Reporting Period

Events after the reporting period that provide additional information about the Company's financial position at the end of reporting period (adjusting events) are reflected in the separate financial statements when material. Events after the reporting period that are non-adjusting events are disclosed in the notes to separate financial statements when material.

3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of the separate financial statements requires management to exercise judgment, make accounting estimates and use assumptions that affect the reported amounts of assets, liabilities, income, expenses, and related disclosures. The management makes accounting estimates and uses assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the separate financial statements as these become reasonably determinable.

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

The Company believes the following represent a summary of significant judgments, accounting estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities, as well as to the related revenues and expenses, within the next year, and related impact and associated risk in the separate financial statements.

Judgments

In the process of applying the Company's accounting policies, management exercises judgment on the following items, apart from those involving estimations, which has the most significant effect on the amounts recognized in the separate financial statements.

Determining Functional Currency. Management determined that the Philippine Peso is the currency of the primary economic environment in which the Company operates. It is the currency that mainly influences the Company's operations.

Determining the Classification of Financial Instruments. Classification of financial instruments depends on the results of the business model and "solely payment of principal and interest" (SPPI) test performed by the Company. The Company exercises judgment in determining the business model to be used in managing its financial instruments to achieve their business objectives.

The classification on various financial assets and liabilities of the Company are disclosed in Note 2, *Summary of Material Accounting Policy Information.*

Accounting 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 years are discussed below.

Determining Fair Value of Financial Instruments. Certain financial assets and liabilities are carried at fair value and whose fair values are disclosed, which requires extensive use of accounting estimates. When the fair values of financial assets and liabilities recorded or disclosed in the separate statements of financial position cannot be measured based on quoted prices in active market, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to this model are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of the financial instruments.

Fair values of financial assets and liabilities are presented in Note 19, *Financial Risk Management Objectives and Policies*.

Estimating Impairment Losses on Financial Assets. Impairment losses on financial assets are determined based on ECL. In assessing the ECL, the Company uses historical loss experience adjusted for forward-looking factors, as appropriate.

Cash in banks and cash equivalents which are maintained at reputable financial institutions with good industry rating and score, are considered "high grade" and have low credit risk at reporting date.

Management recognizes losses on credit-impaired receivables from related parties considering its ability to pay based on its available assets.

No provision for impairment losses was recognized on cash in banks and cash equivalents.

Provision for ECL on receivables in 2025 and 2024 are disclosed in Note 5 to the separate financial statements.

Allowance for ECL on receivables as at December 31, 2025 and 2024 are disclosed in Note 5 to separate financial statements.

The carrying amounts of financial assets at amortized cost as at December 31, 2025 and 2024 are disclosed in Notes 4, 5, and 9, respectively.

Estimating Impairment Losses on Input VAT. The provision for impairment losses on input VAT is maintained at a level considered adequate to provide for potentially unrecoverable claims. The Company, on a continuing basis, makes a review of the status of the claims, designed to identify those to be provided with any impairment losses. In these cases, management uses judgment based on the best available facts and circumstances. The amount and timing of recorded expenses for any year would therefore differ based on the judgments or estimates made.

The carrying amount of input VAT and allowance for impairment losses on input VAT are disclosed in Note 6 to the separate financial statements.

Assessing the Impairment of Nonfinancial Assets. The Company assesses at the end of each reporting year whether there is any indication that the investments in subsidiaries and joint venture, ROU asset, property and equipment and intangible assets may be impaired. If such indication exists, the entity estimates the recoverable amount of the asset, which is the higher of an asset's fair value less costs to sell and its value-in-use. Estimating the value-in-use requires the Company to make an estimate of the expected future cash flows from the cash generating unit and also to choose an appropriate discount rate in order to calculate the present value of those cash flows.

The amount of investment in joint venture written off in 2024 is disclosed in Note 7 to the separate financial statements.

Allowance for impairment losses on investments in subsidiaries and a joint venture as at December 31, 2025 and 2024 are disclosed in Note 7 to the financial statements.

The carrying amounts of investment in subsidiaries and ROU asset as at December 31, 2025 and 2024 are disclosed in Notes 7 and 17, respectively.

Determining Retirement Liability. The determination of the obligation and cost for retirement benefits is dependent on the selection of certain assumptions determined by management and used by the actuary in calculating such amounts. Those assumptions are described in Note 11 and include, among others, discount rate and salary increase rate. Actual results that differ from the Company's assumptions are accumulated and amortized over future periods and therefore, generally affect the recognized expense and recorded obligation in such future periods. For the year ended December 31, 2025, the Company did not obtain a new actuarial valuation. Management assessed that preparing a full actuarial valuation as of year-end would require undue cost or effort, given the absence of significant changes in the Company's workforce, compensation structure, or plan terms during the year. Accordingly, management used the most recent available actuarial valuation and assessed that the results remained a reasonable basis for measuring the retirement benefit obligation and expense for 2025.

The carrying amounts of retirement liability as at December 31, 2025 and 2024 are disclosed in Note 11 to the separate financial statements.

Assessing the Realizability of Deferred Tax Assets. The carrying amount of deferred tax assets is reviewed at each reporting year and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable the future taxable income will allow the deferred tax to be recovered.

Unrecognized net deferred tax assets as at December 31, 2025 and 2024 are disclosed in Note 18 to the separate financial statements. Net deferred tax assets as at December 31, 2025 and 2024 were not recognized because sufficient future taxable income may not be available against which deductible temporary differences may be utilized.

4. Cash and Cash Equivalents

This account consists of the following:

	2025	2024
Cash on hand	**₱30,000**	₱30,000
Cash in banks	**13,531,025**	15,778,311
Cash equivalents	**841,642,690**	819,130,225
	₱855,203,715	₱834,938,536

Cash in banks earn interest at the prevailing bank deposit rates.

Cash equivalents are time deposits and treasury bills with local banks made at varying periods, depending on the immediate cash requirements of the Company, and earn interest at the prevailing short-term deposit rates. Any pre-termination or redemption prior to maturity date shall not result to significant change in investment values and penalties.

Total interest income earned on cash in banks and cash equivalents amounted to ₱44.7 million in 2025 and ₱50.1 million in 2024 (see Note 16).

5. Receivables

	Note	2025	2024
Due from related parties	13	**₱166,536,461**	₱197,550,590
Nontrade		**22,184,227**	22,184,227
Interest		**5,656,551**	4,406,116
Advances to officers and employees		**4,319,285**	4,446,160
Others		**308,610**	96,113
		199,005,134	228,683,206
Allowance for ECL		**(193,590,839)**	(200,117,030)
		₱5,414,295	₱28,566,176

Nontrade receivables refer to advances to affiliates for business purposes.

Interest receivables pertain to accrual of interest from cash equivalents.

Advances to officers and employees consist of noninterest-bearing cash advances for business purposes.

The balance and movement of allowance for ECL as at December 31 are as follows:

	Note	2025	2024
Balance at beginning of year		**₱200,117,030**	₱203,050,869
Provision	14	**1,762,769**	2,828,323
Reversal	16	**(8,288,960)**	(5,762,162)
Balance at end of year		**₱193,590,839**	₱200,117,030

Details of allowance for ECL as at December 31, 2025 and 2024 are as follows:

	Note	2025	2024
Due from related parties	13	**₱165,380,870**	₱171,907,061
Nontrade		**22,184,227**	22,184,227
Advances to officers and employees		**4,048,498**	4,048,498
Interest		**1,977,244**	1,977,244
		₱193,590,839	₱200,117,030

6. Other Current Assets

	2025	2024
Input VAT	**₱44,795,671**	₱42,302,345
Prepaid expenses	**509,298**	512,007
	45,304,969	42,814,352
Allowance for impairment losses on input VAT	**(25,843,445)**	(25,843,445)
	₱19,461,524	₱16,970,907

Prepaid expenses pertain to rent, insurance, subscriptions, and taxes and licenses, which are normally amortized within one year.

There are no provisions for impairment losses on input VAT recognized in 2025 and 2024.

7. Investments in Subsidiaries and a Joint Venture

The wholly-owned subsidiaries of the Company are as follows:

	Line of Business	Principal Place of Business
Paxys N.V.	Investment holding	Curacao
Paxys Ltd.	Investment holding	Hong Kong
Scopeworks Asia, Inc. (SWA)	Business process outsourcing	Philippines
Paxys Realty, Inc. (PRI)	Real estate	Philippines
Paxys Global Services Pte. Ltd. (PGSPL)	Business process outsourcing	Singapore
Regional Operating Headquarters of PGSPL – (PGS ROHQ)	Regional operating headquarter	Philippines

PRI, PGSPL, PGS ROHQ, and SWA are currently not in operation.

As at December 31, 2025 and 2024, the carrying amounts of the investments are as follows:

	2025	2024
Subsidiaries		
Paxys N.V.	**₱422,659,890**	₱422,659,890
SWA	**21,655,000**	21,655,000
PGSPL	**1,249,562**	1,249,562
PRI	**50,000**	50,000
Paxys Ltd.	**10**	10
	445,614,462	445,614,462
Allowance for impairment losses	**(22,954,562)**	(22,954,562)
	₱422,659,900	₱422,659,900

	2024
Joint Venture - Paxys Global Services Dalian Ltd. (PGS Dalian)	
Balance at beginning of year	₱12,129,449
Write-off of investment against allowance for impairment	(9,243,699)
Direct write-off	(2,885,750)
Balance at end of year	–
Allowance for impairment losses, beginning	(9,243,699)
Write-off	9,243,699
Allowance for impairment losses, ending	–
	₱–

In 2024, the Company wrote off its investment in PGS Dalian, a 50%-50% joint venture with Beijing River Nona IT Co. Ltd., a British company based in China. PGS Dalian is primarily engaged in providing data transcription services.

Management provided allowance for impairment losses as some of the subsidiaries are already in capital deficiency position and there are no expected future cash flows from the operations of the subsidiaries and joint venture.

The Company has no commitments, contingencies or restrictions on its subsidiaries and joint venture as at December 31, 2025 and 2024.

Summarized financial information of the joint venture as at December 31, 2024 as follows:

Current assets	₱7,935,013
Noncurrent assets	643,164
Current liabilities	5,590,484
Revenue	–
Net income	–

8. Property and Equipment

Movements of property and equipment follow:

		2025				
	Note	**Office Equipment**	**Computer Equipment**	**Communication Equipment**	**Leasehold Improvements**	**Total**
Cost						
Balances at beginning of year		**₱4,941,739**	**₱5,791,648**	**₱47,321**	**₱8,009,073**	**₱18,789,781**
Additions		**86,607**	**190,000**	**–**	**93,100**	**369,707**
Balance at end of year		**5,028,346**	**5,981,648**	**47,321**	**8,102,173**	**19,159,488**
Accumulated Depreciation and Amortization						
Balances at beginning of year		**4,941,739**	**5,669,274**	**47,321**	**8,009,073**	**18,667,407**
Depreciation and amortization	**16**	**15,878**	**90,898**	**–**	**67,067**	**173,843**
Balances at end of year		**4,957,617**	**5,760,172**	**47,321**	**8,076,140**	**18,841,250**
Carrying Amounts		**₱70,729**	**₱221,476**	**₱–**	**₱26,033**	**₱318,238**

		2024				
	Note	Office Equipment	Computer Equipment	Communication Equipment	Leasehold Improvements	Total
Cost						
Balances at beginning of year		₱4,941,739	₱5,702,648	₱47,321	₱8,009,073	₱18,700,781
Additions		–	89,000	–	–	89,000
Balances at end of year		4,941,739	5,791,648	47,321	8,009,073	18,789,781
Accumulated Depreciation and Amortization						
Balances at beginning of year		4,941,739	5,559,533	47,321	8,009,073	18,557,666
Depreciation and amortization	16	–	109,741	–	–	109,741
Balances at end of year		4,941,739	5,669,274	47,321	8,009,073	18,667,407
Carrying Amounts		₱–	₱122,374	₱–	₱–	₱122,374

Fully depreciated property and equipment amounting to ₱18.8 million and ₱18.4 million are still being used as at December 31, 2025 and 2024, respectively.

9. Other Noncurrent Assets

This account consists of:

	Note	2025	2024
Creditable withholding tax for tax refund		**₱4,980,954**	₱4,980,954
Rental and security deposits	17	**1,440,778**	1,440,778
Intangible assets		**54,445**	2,567
		₱6,476,177	₱6,424,299

Creditable withholding tax for tax refund pertains to unused balance from prior years. The Company will assess the need and timing to file for refund.

Rental and security deposits mainly pertain to cash deposits on lease agreements, which are refundable at the end of the lease period.

Intangible assets pertain to software licenses and website development, which are amortized over three to five years. Movements in intangible assets follow:

	Note	2025	2024
Cost			
Balances at beginning and end of year		**₱9,629,090**	₱9,629,090
Additions		**70,000**	–
Balance at the end of year		**9,699,090**	9,629,090
Accumulated Amortization			
Balances at beginning of year		**9,626,523**	9,617,662
Amortization	16	**18,122**	8,861
Balance at end of year		**9,644,645**	9,626,523
Carrying Amount		**₱54,445**	₱2,567

10. Trade and Other Payables

This account consists of:

	2025	2024
Trade	**₱177,335**	₱219,668
Statutory payables	**5,722,146**	6,003,249
Accrued expenses	**3,316,368**	3,475,594
Others	**228,770**	88,036
	₱9,444,619	₱9,786,547

Trade payables are noninterest-bearing and are normally settled on a 60-day term.

Statutory payables represent withholding tax payable, Social Security System, Home Development Mutual Fund and PhilHealth premiums, and other liabilities to the government agencies, which are normally settled the following month.

Accrued expenses include accruals for utilities, professional fees and other outside services which are normally settled within one year.

11. Retirement Benefits

The Company has an unfunded, noncontributory, defined benefit retirement plan covering all of its eligible regular and full-time employees. The plan provides for a lump sum benefit payment upon retirement. The retirement benefit and liability recognized are determined in accordance with the independent actuarial study made for the plan. The latest actuarial valuation is as at December 31, 2024.

Retirement benefits are as follows (see Note 15):

	2025	2024
Interest costs	**₱1,602,965**	₱267,971
Current service costs	**941,084**	992,798
	₱2,544,049	₱1,260,769

The cumulative remeasurement losses on retirement liability recognized as other comprehensive income follows:

	2025	2024
Balance at beginning of year	**₱18,622,936**	₱296,096
Remeasurement loss	**–**	18,326,840
	₱18,622,936	₱18,622,936

The changes in retirement liability recognized in the separate statements of financial position are as follows:

	2025	2024
Balance at beginning of year	**₱26,354,556**	₱6,766,947
Retirement benefits	**2,544,049**	1,260,769
Remeasurement loss	**–**	18,326,840
Balance at end of year	**₱28,898,605**	₱26,354,556

The principal assumptions used in determining the retirement liability of the Company as at December 31 are as follows:

	2025	2024
Discount rate	**6.41%**	6.08%
Salary increase rate	**2.00%**	2.00%

Sensitivity analysis on defined benefit liability as at December 31, 2025 is as follows:

	Change in Assumption	Effect on Retirement Liability
Discount rate	+100 bps	(5,089,614)
	-100 bps	6,264,685
Salary increase rate	+100 bps	6,495,237
	-100 bps	(5,333,666)

As at December 31, 2025, expected future benefit payments are shown below:

Within one year	₱15,942,521
More than five years	11,748,890
	₱27,691,411

The weighted average duration of the defined benefit obligation at the end of the reporting year is at 1.3 years.

12. Equity

Capital Stock

This account consists of the following as at December 31, 2025 and 2024:

	Number of Shares	Amount
Common stock - ₱1 par value		
Authorized	1,800,000,000	₱1,800,000,000
Issued and outstanding	1,148,534,866	1,148,534,866

Additional Paid-in Capital

This account consists of the following as at December 31, 2025 and 2024:

Premium on issuance of shares of stock	₱348,212,993
Premium on forfeited stock option	103,151,259
	₱451,364,252

Premium on issuance of shares of stock represents the excess of the subscription price over the par value of capital stock. Premium on forfeited stock option represents increase in equity arising from equity-settled share-based payment transactions related to the Employee Equity Plan ("Plan") that was discontinued in 2015.

Dividends

As at December 31, 2025 and 2024, outstanding dividends payable amounting to ₱6.6 million pertain to dividends declared in prior years.

13. Related Party Transactions and Balances

In the normal course of business, the Company has transactions and balances with related parties pertaining to cash advances as follows:

Related Parties	Nature of Transaction	Amount of Transactions 2025	Amount of Transactions 2024	Outstanding Balance 2025	Outstanding Balance 2024
Trade					
Company under Common Control	Services	₱3,457,080	₱3,443,330	₱–	₱–
Due from Related Parties					
Subsidiaries	Advances (collections)	(₱22,746,780)	₱15,159,671	₱133,420,545	₱156,167,325
Less: allowance for doubtful accounts	Provision (Reversal)	1,712,769	(3,004,140)	133,420,545	131,707,776
				–	24,459,549
Entities under common stockholders	Adances (collections)	(8,267,349)	(161,154)	28,567,499	36,834,848
Less: allowance for doubtful accounts	Provision (Reversal)	(8,238,960)	70,300	27,411,908	35,650,868
				1,155,591	1,183,980
Joint ventures	Advances	–	(13,322,548)	4,548,417	4,548,417
Less: allowance for doubtful accounts		–	–	4,548,417	4,548,417
				–	–
				₱1,155,591	₱25,643,529
Due to Related Parties					
Entities with Common Stockholder	Advances	₱–	₱–	₱42,886	₱42,886

Transactions with entities that have common stockholders include advances for working capital purposes made to related parties.

Transactions with a company under common control refer to service fees charged by Parent Company to the related party for technical support services.

Outstanding balances are unsecured and non-interest-bearing, have no fixed repayment terms and are normally settled in cash. No guarantees have been provided or received for these balances. Impairment assessment is undertaken each financial year.

The Company granted non-interest-bearing advances to related parties to support working capital requirements.

Allowance for impairment losses related to receivables from related parties amounted to ₱165.4 million and ₱171.9 million as at December 31, 2025 and 2024, respectively (see Note 5).

Compensation of Key Management Personnel

	2025	2024
Salaries and wages	**₱11,210,955**	₱13,919,288
Professional fees	**5,988,204**	5,281,663
Other short-term benefits	**2,473,789**	2,781,848
	₱19,672,948	₱21,982,799

14. Cost and Expenses

	Note	2025	2024
Personnel costs	15	**₱23,067,141**	₱24,003,435
Depreciation and amortization	16	**7,384,471**	7,311,108
Professional fees		**5,726,527**	7,204,947
Utilities		**3,060,979**	2,988,026
Insurance		**1,839,715**	1,727,930
Securities and janitorial		**1,796,920**	1,631,323
Provision for ECL on receivables	5	**1,762,769**	2,828,323
Communication		**1,734,814**	1,735,487
Entertainment, amusement and recreation		**1,162,875**	1,343,090
Association dues		**1,028,389**	1,026,975
Membership dues		**689,656**	664,577
Repairs and maintenance		**428,633**	432,529
Transportation and travel		**346,832**	529,345
Taxes and licenses		**208,640**	198,455
Rent	17	**150,833**	150,833
Write-off of investment in joint venture	7	**–**	2,885,750
Others		**1,884,622**	2,476,682
		₱52,273,816	₱59,138,815

15. Personnel Costs

	Note	2025	2024
Salaries and wages		**₱14,993,581**	₱17,473,828
Employee benefits		**4,575,511**	4,402,838
Directors' fees		**954,000**	866,000
Retirement benefits	11	**2,544,049**	1,260,769
		₱23,067,141	₱24,003,435

16. Interest Income, Other Income, Depreciation and Amortization

Interest Income

Interest income are as follows (see Note 4):

	2025	2024
Cash equivalents	**₱44,717,014**	₱50,052,927
Cash in banks	**6,718**	7,777
	₱44,723,732	₱50,060,704

Other Income

Other income mainly pertains to reversal of allowance for ECL on receivables amounted to ₱8.3 million in 2025 and ₱5.8 million in 2024 (see Note 5).

Depreciation and Amortization

	Note	2025	2024
ROU asset	17	**₱7,192,506**	₱7,192,506
Property and equipment	8	**173,843**	109,741
Intangible assets	9	**18,122**	8,861
		₱7,384,471	₱7,311,108

17. Lease Commitments

The Company, as a lessee, has renewed its existing lease agreement with a third party for the lease of office and parking spaces that ended on April 30, 2021 for another five-year period until April 30, 2026. The quarterly rent for parking spaces is subject to an escalation rate of 5% per annum. The lease is renewable upon mutual consent of the parties to be covered by a separate agreement.

Rental and security deposits amounting to ₱1.4 million are included in "Other noncurrent assets" account in the separate statements of financial position, as at December 31, 2025 and 2024 (see Note 9). These are refundable in cash at the end of the lease term.

Rent expense includes rent on low-value asset leases on storage and equipment.

Amounts recognized in the separate statements of comprehensive income:

	Note	2025	2024
Amortization on ROU asset	16	**₱7,192,506**	₱7,192,506
Interest expense on lease liability		**316,694**	631,904
Rent expense	14	**150,833**	150,833
		₱7,660,033	₱7,975,243

The movements in the ROU asset are presented below:

	Note	2025	2024
Balance as at beginning of year		**₱10,788,761**	₱17,981,267
Amortization	16	**(7,192,506)**	(7,192,506)
Balance at end of year		**₱3,596,255**	₱10,788,761
Current portion		**3,596,255**	–
Noncurrent portion		**₱–**	₱10,788,761

The movements in the lease liability are presented below:

	2025	2024
Balance at beginning of year	**₱10,939,826**	₱18,673,792
Payments	**(8,444,048)**	(8,365,870)
Interest expense	**316,694**	631,904
Balance at end of year	**2,812,472**	10,939,826
Current portion	**2,812,472**	8,127,354
Noncurrent portion	**₱–**	₱2,812,472

The future minimum lease payments under non-cancellable leases are as follows:

	2025	2024
Within one year	**₱2,842,033**	₱8,444,033
After one year but not more than five years	**–**	2,842,033
	₱2,842,033	₱11,286,066

The discount rate of 4% is the incremental borrowing rate as obtained from banks in 2025 and 2024.

18. Income Taxes

The current income tax expense consists of:

	2025	2024
MCIT	**₱69,982**	₱188,910
Final tax	**7,752,834**	8,833,635
	₱7,822,816	₱9,022,545

A reconciliation of income tax computed at statutory income tax rate and provision for income tax as shown in the separate statements of comprehensive income follows:

	2025	2024
Income tax at statutory tax rate	**₱1,628,465**	₱1,417,037
Expired NOLCO	**29,009,128**	–
Changes in unrecognized net deferred tax assets	**(17,526,019)**	16,234,761
Tax effects of:		
Interest income already subjected to final tax	**(3,428,099)**	(3,681,541)
Nontaxable income	**(2,703,709)**	(6,066,539)
Nondeductible expenses	**722,668**	1,117,029
Expired excess MCIT	**120,382**	1,798
	₱7,822,816	₱9,022,545

The components of unrecognized deferred tax assets are as follows:

	2025	2024
NOLCO	**₱49,515,098**	₱67,393,017
Retirement liability	**7,224,651**	6,588,639
Allowance for ECL on receivables	**6,183,342**	6,183,342
Accrued rent	**360,650**	360,650
Excess MCIT over RCIT	**311,378**	361,778
Effect of PFRS 16	**(169,320)**	64,392
	₱63,425,799	₱80,951,818

Management assessed that it is not probable that sufficient taxable income may be available against which the deferred tax assets may be utilized.

Details of the Company's NOLCO follows:

Year Incurred	Balance at Beginning of Year	Incurred	Expired	Balance at End of Year	Available Until
2025	₱–	₱44,524,836	₱–	₱44,524,836	2028
2024	45,144,448	–	–	45,144,448	2027
2023	49,056,562	–	–	49,056,562	2026
2022	53,406,375	–	53,406,375	–	2025
2021	59,334,546	–	–	59,334,546	2026
2020	62,630,136	–	62,630,136	–	2025
	₱269,572,067	₱44,524,836	₱116,036,511	₱198,060,392	

Under the Republic Act No. 11494, also known as "*Bayanihan to Recover as One Act*, and Revenue Regulations No. 25-2021, the Company is allowed to carry-over the NOLCO incurred for taxable years 2020 and 2021 for the next five years immediately following the year of such loss.

Details of the Company's excess MCIT over RCIT follows:

Year Incurred	Balance at Beginning of Year	Incurred	Expired	Balance at End of Year	Available Until
2025	₱–	₱69,982	₱–	₱69,982	2028
2024	188,910	–	–	188,910	2027
2023	52,486	–	–	52,486	2026
2022	120,382	–	120,382	–	2025
	₱361,778	₱69,982	₱120,382	₱311,378	

19. Financial Risk Management Objectives and Policies

The Company's principal financial instruments comprise of cash and cash equivalents, receivables, rental and security deposits, trade and other payables (excluding statutory payables), lease liability, and dividends payable.

The main risks arising from the Company's financial instruments are liquidity risk, credit risk, and foreign currency risk. The BOD reviews and agrees policies of managing each of the risks and these are summarized below.

Liquidity Risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatch of the maturities of financial assets and liabilities.

The Company's objective is to maintain continuity of funding. The Company's liquidity risk management policy is to measure and forecast its cash commitments, to match debt maturities with the assets being financed, to maintain a diversity of funding sources with its access to bank financing and the capital market, and to hold a sufficient level of cash reserves.

The Company monitors its risk against insufficient funds by considering the maturity of its financial liabilities projected cash flows.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	2025			
	On Demand	**Within One Year**	**Over One Year**	**Total**
Trade and other payables*	**₱42,886**	**₱3,679,571**	**₱–**	**₱3,722,457**
Lease liability	**–**	**2,842,033**	**–**	**2,842,033**
Dividends payable	**6,554,030**	**–**	**–**	**6,554,030**
	₱6,596,916	**₱6,521,604**	**₱–**	**₱13,118,520**

**Excluding statutory payables amounting to ₱5.7 million as at December 31, 2025.*

	2024			
	On Demand	Within One Year	Over One Year	Total
Trade and other payables*	₱42,886	₱3,740,412	₱–	₱3,783,298
Lease liability	–	8,444,033	2,842,033	11,286,066
Dividends payable	6,554,030	–	–	6,554,030
	₱6,596,916	₱12,184,445	₱2,842,033	₱21,623,394

**Excluding statutory payables amounting to ₱6.0 million as at December 31, 2024.*

Credit Risk

Credit risk is the risk that the Company will incur losses because its counterparties may fail to discharge their contractual obligations. The Company transacts only with related parties and recognized, creditworthy third parties.

The Company's exposures to credit risk arises from the default of counterparties, with a maximum exposure equal to the carrying amounts of these instruments, shown in the following table:

	2025	2024
Cash and cash equivalents*	**₱855,173,715**	₱834,908,536
Receivables	**5,414,295**	28,566,176
Rental and security deposits**	**1,440,778**	1,440,778
	₱862,028,788	₱864,915,490

**Excluding cash on hand amounting to ₱30,000 as at December 31, 2025 and 2024.*
***Presented under "Other noncurrent assets".*

The tables below summarize the credit status of the Company's financial assets.

	2025			
	Neither Past Due nor Impaired	**Past Due but not Impaired**	**Impaired**	**Total**
Cash and cash equivalents*	**₱855,173,715**	**₱–**	**₱–**	**₱855,173,715**
Receivables	**5,414,295**	**–**	**193,590,838**	**199,005,133**
Rental and security deposits	**1,440,778**	**–**	**–**	**1,440,778**
	₱862,028,788	**₱–**	**₱193,590,838**	**₱1,055,619,626**

**Excluding cash on hand amounting to ₱30,000 as at December 31, 2025.*

	2024			
	Neither Past Due nor Impaired	Past Due but not Impaired	Impaired	Total
Cash and cash equivalents*	₱834,908,536	₱–	₱–	₱834,908,536
Receivables	28,566,176	–	200,117,030	228,683,206
Rental and security deposits	1,440,778	–	–	1,440,778
	₱864,915,490	₱–	₱200,117,030	₱1,065,032,520

**Excluding cash on hand amounting to ₱30,000 as at December 31, 2024.*

The credit quality of all financial assets under neither past due nor impaired is high grade and standard as at December 31, 2025 and 2024.

	2025		2024	
	High Grade	**Standard Grade**	High Grade	Standard Grade
Cash and cash equivalents*	**₱855,173,715**	**₱–**	₱834,908,536	₱–
Receivables	**3,679,307**	**1,734,988**	2,428,872	26,137,304
Rental and security deposits	**–**	**1,440,778**	–	1,440,778
	₱858,853,022	**₱3,175,766**	₱837,337,408	₱27,578,082

**Excluding cash on hand amounting to ₱30,000 as at December 31, 2025 and 2024.*

The ECL for financial assets at amortized cost comprising cash and cash equivalents, receivables and rental and security deposits have a 12-month basis for credit loss estimates. However, the ECL for certain receivables identified as credit-impaired have lifetime basis for credit loss estimates.

Financial assets with high grade credit quality are collected within the credit terms and have no history of default. Cash and cash equivalents and investment securities are placed in or deposited with reputable banks, thus, are fully realizable. Probability of default is close to zero and significant change in credit risk is unlikely for these financial instruments.

Standard grade financial assets, which pertain to receivables from counter parties that have a strong capacity to meet contractual obligations in the near term, have acceptable probability of default.

Receivables are considered credit-impaired when the counter parties have no liquid assets and/or available assets to pay the outstanding receivables. Thus, these are provided with allowance for impairment losses.

Foreign Currency Risk

Foreign currency risk arises from the possibility that future cash flows of financial instruments will fluctuate because of changes in foreign currency exchange rates.

The Company's foreign currency risk is primarily from movements of the Philippine Peso (PHP) against United States Dollar (USD) and Singapore Dollar (SGD).

As at December 31, 2025 and 2024, the foreign currency-denominated financial assets are as follows:

	2025			
	In USD	**Philippine Peso Equivalent**	**In SGD**	**Philippine Peso Equivalent**
Financial Assets				
Cash and cash equivalents	**US$2,809,276**	**₱165,157,344**	**SG$–**	**₱–**
Due from related parties	**–**	**–**	**18,636**	**853,861**
	US$2,809,276	**₱165,157,344**	**SG$18,636**	**₱853,861**

	2024			
	In USD	Philippine Peso Equivalent	In SGD	Philippine Peso Equivalent
Financial Assets				
Cash and cash equivalents	US$2,132,191	₱123,347,278	SG$–	₱–
Due from related parties	358,435	20,735,465	18,636	795,574
	US$2,490,626	₱144,082,743	SG$18,636	₱795,574

In translating the USD-denominated financial assets, the exchange rates used were ₱58.79 and ₱57.85 as at December 31, 2025 and 2024, respectively. In translating the SGD-denominated receivables, the Company used closing exchange rates equivalent to ₱45.82 and ₱42.69 as at December 31, 2025 and 2024, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in USD and SGD exchange rates to Philippine Peso, with all other variables held constant, of the income before tax in the Company's separate statements of comprehensive income:

	USD Appreciates (Depreciates)	SGD Appreciates (Depreciates)	Effect on Income before Tax
2025	**0.94**	**3.13**	**₱2,699,050**
	(0.94)	**(3.13)**	**(2,699,050)**
2024	2.48	0.60	₱6,176,752
	(2.48)	(0.60)	(6,176,752)

Fair Values

The following is a comparison by category of carrying amounts and fair values of the Company's financial instruments that are reflected in the separate financial statements:

	2025		2024	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
Financial Assets				
Cash and cash equivalents	**₱855,203,715**	**₱855,203,715**	₱834,938,536	₱834,938,536
Receivables*	**5,414,295**	**5,414,295**	28,566,176	28,566,176
Rental and security deposits	**1,440,778**	**1,440,778**	1,440,778	1,440,778
	₱862,058,788	**₱862,058,788**	₱864,945,490	₱864,945,490

**Net of allowance for impairment losses amounting to ₱193.6 million and ₱200.1 million as at December 31, 2025 and 2024, respectively.*

	2025		2024	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
Financial Liabilities				
Trade and other payables*	**₱3,722,457**	**₱3,722,457**	₱3,783,298	₱3,783,298
Lease liability	**2,812,472**	**2,812,472**	10,939,826	10,939,826
Dividends payable	**6,554,030**	**6,554,030**	6,554,030	6,554,030
	₱13,088,959	**₱13,088,959**	₱21,277,154	₱21,277,154

**Excludes statutory payables amounting to ₱5.7 million and ₱6.0 million as at December 31, 2025 and 2024, respectively.*

Cash and Cash Equivalents, Receivables, Trade and Other Payables (Excluding Statutory Payables) and Dividends Payable. Due to the relatively short-term maturities of the financial assets and liabilities, the fair values approximate the carrying amounts at initial recognition.

Rental and Security Deposits. Fair values of security deposits are based on the present value of the expected future cash flows using the discount rate of 1.21%. These are categorized under Level 2 of the fair value measurements hierarchy for financial instruments.

Lease Liability. The fair value of lease liability was determined based on Level 2 in which the inputs are based on the discounted interest rate of the prevailing comparable instrument in the market.

For the years ended December 31, 2025 and 2024, there were no transfers between Level 1 and Level 2 fair value measurements.

Capital Management

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

The Company competes in an industry where opportunities for growth still abound. Projects are selected if their expected returns are higher than cost of capital. Funding is sourced from a combination of retained earnings, debt and new capital. The Company aims for flexibility in the capital structure to meet changing conditions and adapt with minimum cost and delay. It looks at solvency through cash flows from its subsidiaries.

	2025	2024
Total liabilities	**₱47,731,099**	₱53,762,991
Total equity	**1,265,399,005**	1,266,707,962
Debt-equity ratio	**0.04:1.00**	0.04:1.00

The Company is not subject to externally imposed capital requirements.

REYES TACANDONG & CO.
FIRM PRINCIPLES. WISE SOLUTIONS.

BOA/PRC Accreditation No. 4782
April 14, 2024, valid until June 6, 2026
SEC Accreditation No. 4782-SEC Group A
Issued August 11, 2022
Valid for Financial Periods 2021 to 2025

BDO Towers Valero
8741 Paseo de Roxas
Makati City 1209 Philippines
Phone : +632 8 982 9100
Fax : +632 8 982 9111
Website : www.reyestacandong.com

REPORT OF INDEPENDENT AUDITORS
TO ACCOMPANY FINANCIAL STATEMENTS FOR FILING WITH THE SECURITIES AND EXCHANGE COMMISSION

The Stockholders and the Board of Directors
Paxys, Inc.
15th Floor, 6750 Ayala Office Tower
Ayala Avenue, Makati City

We have audited the accompanying separate financial statements of Paxys, Inc. (the Company) as at and for the years ended December 31, 2025 and 2024, on which we have rendered our report dated March 16, 2026.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the Company has 496 stockholders owning 100 or more shares each as at December 31, 2025 and 2024.

REYES TACANDONG & CO.

MICHELLE R. MENDOZA-CRUZ
Partner
CPA Certificate No. 97380
Tax Identification No. 201-892-183-000
BOA Accreditation No. 4782/P-011; Valid until June 6, 2026
SEC Accreditation No. 97380-SEC Group A
Issued April 8, 2021
Valid for Financial Periods 2024 to 2025
BIR Accreditation No. 08-005144-012-2025
Valid until September 10, 2028
PTR No. 10764028
Issued January 2, 2026, Makati City

March 16, 2026
Makati City, Metro Manila

The following document has been received:

Receiving: ICTD ERMD
Receipt Date and Time: March 31, 2026 05:28:53 PM

Company Information

SEC Registration No.: 0000006609
Company Name: PAXYS INC.
Industry Classification: J66940
Company Type: Stock Corporation

Document Information

Document ID: OST10331202681149614
Document Type: Financial Statement
Document Code: FS
Period Covered: December 31, 2025
Submission Type: Consolidated, Annual
Remarks: None

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

PAXYS

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Paxys, Inc. and Subsidiaries** (the Group) is responsible for the preparation and fair presentation of the consolidated financial statements as at December 31, 2025 and 2024 and for each of the three years in the period ended December 31, 2025, including the schedules attached therein, 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 the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative to do so.

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

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

Reyes Tacandong & Co., the independent auditor appointed by the stockholders, has audited the consolidated financial statements of the Group 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.

Tarcisio M. Medalla
Chairman of the Board and President

Pablito O. Lim
Group Chief Financial Officer

Signed this 16th day of March 2026.

15th Floor • 6750 Ayala Office Tower
Ayala Avenue, Makati City, Philippines 1226
Tel No. (02) 8250-3800 • Fax No. (02) 8250-3801
www.paxys.com

PAXYS

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S. S.

Before me, a Notary Public for and in Makati City this 16th day of March 2026, personally appeared the following:

Name	Passport No.	Date/Place of Issue
Mr. Tarcisio M. Medalla		
Mr. Pablito O. Lim		

known to me to be the same persons who executed the foregoing instrument and that they acknowledged to me that the same is their free and voluntary act and deed and that of the corporation they represent.

IN WITNESS WHEREOF, I have hereunto affixed my notarial seal at the date and place first above written.

ATTY. RYAN ANTHONY G. PEREÑA
NOTARY PUBLIC for MAKATI CITY
Commission No. M-012 until Dec. 31, 2027
Roll of Attorneys 77327
PTR No. 10764513; 01/02/2026; Makati City
IBP OR No. 566188 12/16/2025; Pasig City
MCLE Compliance No. VIII-0000389
8553 San Jose St., Guadalupe Nuevo, Makati City

Doc. No. 376;
Page No. 76;
Book No. XXII;
Series of 2026

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

							6	6	0	9

COMPANY NAME

PAXYS, INC. AND SUBSIDIARIES

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

15th Floor, 6750 Ayala Office Tower,
Ayala Avenue, Makati City

Form Type	Department Requiring the Report	Secondary License Type, If Applicable
AACFS	CRMD	N/A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
investor_relations@paxys.com	(632) 8250-3800	0919-088-5563

No. of Stockholders	Annual Meeting (Month / Day)	Calendar Year (Month / Day)
714	Any day of May	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Atty. Ana Maria A. Katigbak	ana.katigbak@cltpsj.com.ph	(632) 8250-3800	0920-928-6552

CONTACT PERSON'S ADDRESS

The Valero Tower, 122 Valero Street, Salcedo Village Makati City

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 shall not excuse the corporation from liability for its deficiencies.

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Website : www.reyestacandong.com

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
Paxys, Inc.
15th Floor, 6750 Ayala Office Tower
Ayala Avenue, Makati City

Opinion

We have audited the consolidated financial statements of Paxys, Inc. and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2025 and 2024 and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended December 31, 2025, 2024 and 2023 and notes to consolidated financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2025, 2024 and 2023 in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

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

Key Audit Matter

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current year 2025.

This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Accounting for Financial Assets

The Group has significant amount of financial assets, which mainly consist of cash and cash equivalents and investment securities. This is significant to our audit because the aggregate balance of financial assets amounting to ₱4,580 million as at December 31, 2025, comprise 99% of the Group's total assets. Moreover, the classification and measurement of financial instruments involves judgment in determining the business model to be used in managing the financial instruments to achieve the Group's business objectives and the determination of impairment losses on financial assets are determined based on estimates of expected credit losses. Also, there is a need to verify the existence of the financial assets.

We have assessed the propriety of recognition, classification and measurement, as well as management's assessment of the impairment of financial assets. Our audit procedures included, among others, (a) understanding of the Group's financial asset management and recording process; (b) evaluating the propriety of the classification of financial instruments based on the duly approved business model; (c) testing the reasonableness of recognized interest income and the changes in fair values of financial assets measured at fair value through profit or loss and other comprehensive income; (d) evaluating management's assessment of impairment losses on financial assets based on expected credit losses; and (e) verifying the existence of financial assets by obtaining external confirmations from, banks and financial institutions, the underlying documents.

Necessary disclosures are included in Note 5, *Cash and Cash Equivalents*, Note 6, *Investment Securities*, and Note 22, *Financial Instruments*.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2025, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2025 are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information identified in the foregoing when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 Consolidated Financial Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 PSA 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, these could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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 audits 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 Group'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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the subsidiaries or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We confirm that we have complied with the ethical requirements applicable to the audit of the Company's financial statements as at for the year ended December 31, 2025, including the independence requirements applicable to audits of public interest entities.

In accordance with these requirements, we have communicated to you all relationships and other matters that, in our professional judgement, may reasonably be thought to bear on our independence. Where applicable, we have also communicated the related safeguards applied to eliminate or reduce identified threats to independence.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore considered key audit matters. We describe these matters in our auditors' 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.

The engagement partner on the audit resulting in this independent auditors' report is Michelle R. Mendoza-Cruz.

REYES TACANDONG & CO.

MICHELLE R. MENDOZA-CRUZ
Partner
CPA Certificate No. 97380
Tax Identification No. 201-892-183-000
BOA Accreditation No. 4782/P-011; Valid until June 6, 2026
SEC Accreditation No. 97380-SEC Group A
Issued April 8, 2021
Valid for Financial Periods 2024 to 2025
BIR Accreditation No. 08-005144-012-2025
Valid until September 10, 2028
PTR No. 10764028
Issued January 2, 2026, Makati City

March 16, 2026
Makati City, Metro Manila

PAXYS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

Amounts in Thousands

	Note	December 31 2025	2024
ASSETS			
Current Assets			
Cash and cash equivalents	5	**₱3,357,776**	₱1,835,357
Investment securities	6	**947,709**	2,436,422
Trade and other receivables	7	**86,518**	94,597
Other current assets	8	**39,612**	36,375
Current portion of right-of-use assets	21	**3,596**	–
Total Current Assets		**4,435,211**	4,402,751
Noncurrent Assets			
Investment securities - non-current	6	**186,399**	–
Property and equipment	10	**318**	122
Right-of-use assets - net of current portion	21	**–**	10,789
Other noncurrent assets	11	**7,096**	7,218
Total Noncurrent Assets		**193,813**	18,129
		₱4,629,024	₱4,420,880
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	12	**₱23,377**	₱23,922
Current portion of lease liabilities	21	**2,812**	8,127
Income tax payable		**21**	128
Total Current Liabilities		**26,210**	32,177
Noncurrent Liabilities			
Retirement liability	13	**29,041**	26,497
Lease liabilities - net of current portion	21	**–**	2,812
Total Noncurrent Liabilities		**29,041**	29,309
Total Liabilities		**55,251**	61,486
Equity	14		
Capital stock		**1,148,535**	1,148,535
Additional paid-in capital		**451,364**	451,364
Parent shares held by a subsidiary		**(1,149,886)**	(1,149,886)
Retained earnings		**3,298,264**	3,160,976
Other equity reserves		**825,496**	748,405
Total Equity		**4,573,773**	4,359,394
		₱4,629,024	₱4,420,880

See accompanying Notes to Consolidated Financial Statements.

PAXYS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME

Amounts in Thousands, except Basic/Diluted Earnings per Share

		Years Ended December 31		
	Note	**2025**	2024	2023
SERVICE INCOME		**₱3,497**	₱10,722	₱20,156
INTEREST INCOME	18	**222,928**	217,532	189,909
COST AND EXPENSES	16	**(92,926)**	(96,164)	(98,255)
NET FOREIGN EXCHANGE GAIN (LOSS)		**2,624**	2,843	(471)
INTEREST EXPENSE ON LEASE LIABILITY	21	**(317)**	(674)	(1,422)
OTHER INCOME	18	**9,319**	7,289	9,907
INCOME BEFORE INCOME TAX		**145,125**	141,548	119,824
PROVISION FOR CURRENT INCOME TAX	19	**(7,837)**	(9,176)	(9,099)
NET INCOME		**₱137,288**	₱132,372	₱110,725
BASIC/DILUTED EARNINGS PER SHARE	20	**₱0.171**	₱0.165	₱0.138

See accompanying Notes to Consolidated Financial Statements.

PAXYS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Amounts in Thousands

	Note	2025	2024	2023
		Years Ended December 31		
NET INCOME		**₱137,288**	₱132,372	₱110,725
OTHER COMPREHENSIVE INCOME (LOSS)				
Items to be Reclassified to Profit or Loss				
Translation adjustments		**58,249**	156,589	(22,703)
Unrealized fair value gain (loss) on investment securities	6	**18,842**	(1,503)	16,961
Item not to be Reclassified to Profit or Loss				
Remeasurement loss on retirement liability	13	**–**	(18,327)	–
		77,091	136,759	(5,742)
TOTAL COMPREHENSIVE INCOME		**₱214,379**	₱269,131	₱104,983

See accompanying Notes to Consolidated Financial Statements.

PAXYS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Amounts in Thousands

	Note	2025	2024	2023
		Years Ended December 31		
CAPITAL STOCK	14	**₱1,148,535**	₱1,148,535	₱1,148,535
ADDITIONAL PAID-IN CAPITAL	14	**451,364**	451,364	451,364
PARENT SHARES HELD BY A SUBSIDIARY	14	**(1,149,886)**	(1,149,886)	(1,149,886)
RETAINED EARNINGS				
Balance at beginning of year		**3,160,976**	3,028,604	2,917,879
Net income		**137,288**	132,372	110,725
Balance at end of year		**3,298,264**	3,160,976	3,028,604
OTHER EQUITY RESERVES				
Cumulative Translation Adjustment				
Balance at beginning of year		**839,625**	683,036	705,739
Translation gain (loss)		**58,249**	156,589	(22,703)
Balance at end of year		**897,874**	839,625	683,036
Cumulative Fair Value Changes on Investment Securities	6			
Balance at beginning of year		**(72,598)**	(71,095)	(88,056)
Net unrealized gain (loss)		**18,842**	(1,503)	16,961
Balance at end of year		**(53,756)**	(72,598)	(71,095)
Cumulative Remeasurement Losses on Retirement Liability	13			
Balance at beginning of year		**(18,622)**	(295)	(295)
Remeasurement loss		–	(18,327)	–
Balance at end of year		**(18,622)**	(18,622)	(295)
		825,496	748,405	611,646
		₱4,573,773	₱4,359,394	₱4,090,263

See accompanying Notes to Consolidated Financial Statements.

PAXYS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

Amounts in Thousands

		Years Ended December 31		
	Note	**2025**	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income tax		**₱145,125**	₱141,548	₱119,824
Adjustments for:				
Interest income	18	**(222,928)**	(217,532)	(189,909)
Provision for ECL on receivables		**20,764**	5,799	6,756
Depreciation and amortization	18	**7,385**	13,479	20,845
Net unrealized foreign exchange loss (gain)		**(2,624)**	(2,843)	561
Retirement benefits expense	13	**2,544**	1,261	572
Interest expense on lease liabilities	21	**317**	674	1,422
Provision for impairment loss on input VAT	8	**25**	–	–
Gain on disposal of property and equipment	18	**–**	(1,429)	–
Operating loss before working capital changes		**(49,392)**	(59,043)	(39,929)
Decrease (increase) in:				
Trade and other receivables		**(4,257)**	(2,888)	(13,433)
Other current assets		**(3,262)**	(3,132)	(2,134)
Other noncurrent assets		**174**	2,762	336
Decrease in:				
Trade and other payables		**(545)**	(3,516)	(337)
Other noncurrent liabilities		–	(3,046)	–
Net cash used for operations		**(57,282)**	(68,863)	(55,497)
Interest received		**211,838**	212,923	151,512
Income taxes paid		**(7,944)**	(9,062)	(9,205)
Net cash provided by operating activities		**146,612**	134,998	86,810
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from:				
Redemption of investment securities	6	**1,601,034**	427,825	237,532
Disposal of property and equipment	10	**–**	1,429	–
Additions to:				
Investment securities	6	**(195,328)**	(1,148,980)	(768,925)
Property and equipment	10	**(370)**	(89)	(6)
Intangible assets	11	**(70)**	–	–
Decrease (increase) in due from related parties		**10,957**	(12,421)	5,272
Net cash provided by (used in) investing activities		**1,416,223**	(732,236)	(526,127)

(Forward)

		Years Ended December 31		
	Note	2025	2024	2023
CASH FLOW FROM A FINANCING ACTIVITY				
Payments of lease liabilities	21	**(₱8,444)**	(₱13,312)	(₱22,381)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**1,554,391**	(610,550)	(461,698)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		**(31,972)**	73,778	(13,442)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**1,835,357**	2,372,129	2,847,269
CASH AND CASH EQUIVALENTS AT END OF YEAR	5	**₱3,357,776**	₱1,835,357	₱2,372,129

See accompanying Notes to Consolidated Financial Statements.

PAXYS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2025 AND 2024 AND FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
Amounts in Thousands, Except as Indicated

1. Corporate Information

Paxys, Inc. (Paxys or the Parent Company) is an investment holding company incorporated in the Philippines and listed (stock symbol: PAX) in the Philippine Stock Exchange (PSE). The Parent Company was formerly known as Fil-Hispano Holdings Corporation and registered with the Philippine Securities and Exchange Commission (SEC) on February 14, 1952. On June 18, 2001, the SEC approved the extension of the corporate existence of the Parent Company for 50 years until February 2052. However, in accordance with the Revised Corporation Code of the Philippines, effective February 23, 2019, the Parent Company shall have a perpetual existence.

On March 22, 1971, the shares of the Parent Company at ₱1 par value a share were listed with the PSE. As at December 31, 2025 and 2024, 1,148,534,866 common shares of the Parent Company are listed and traded in the PSE at the price of ₱2.61 and ₱1.70 per share, respectively.

As at December 31, 2025 and 2024, the major shareholders of the Parent Company are All Asia Customer Services Holdings Ltd (AACSHL), a company incorporated in Hong Kong, and Paxys N.V., a wholly owned subsidiary of the Parent Company, with 54.93% and 30.09% equity interest, respectively.

The Parent Company and its subsidiaries are collectively referred to herein as the Group.

The registered office address of the Parent Company is at 15th Floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City.

Approval of the Consolidated Financial Statements
The consolidated financial statements as at December 31, 2025 and 2024 and for the years ended December 31, 2025, 2024 and 2023 were authorized for issue by the Board of Directors (BOD) on March 16, 2026, upon endorsement by the Group's Audit, Risk Management, and Related Party Transactions Committee on the same date.

2. Summary of Material Accounting Policy Information

Basis of Preparation
The consolidated financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards. This financial reporting framework includes PFRS Accounting Standards, Philippine Accounting Standards (PAS) and Philippine Interpretation from International Financial Reporting Interpretations Committee (IFRIC) issued by the Philippine Financial and Sustainability Reporting Standards Council and adopted by the SEC, including SEC pronouncements.

Measurement Bases
The consolidated financial statements are presented in Philippine Peso, which is the functional currency of the Parent Company. All amounts are rounded to the nearest thousands, unless otherwise stated.

The consolidated financial statements of the Group have been prepared on a historical cost basis, except for investment securities measured at fair value through other comprehensive income (FVOCI), retirement liability and lease liabilities that are measured at present value of defined benefit obligation less fair value of plan assets and at present value of minimum lease payments, respectively.

Historical cost is generally based on the fair value of the consideration given in exchange for an asset or the fair value of the consideration received in exchange for incurring a liability.

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: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Group.

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

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

All assets and liabilities for which fair value is measured and/or disclosed in the consolidated 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 the active market for identical assets or liabilities.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

For the purpose of fair value disclosures, the Group 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 as discussed in the foregoing.

Information about the assumptions made in measuring fair value is included in the following notes to consolidated financial statements:

Note 3, *Significant Judgments, Accounting Estimates and Assumptions*
Note 22, *Financial Instruments*

Adoption of Amendments to PFRS Accounting Standards

The material accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the amendments to PAS 21, *The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability*, effective for annual periods beginning on or after January 1, 2025.

The amendments clarify when a currency is considered exchangeable into another currency and how an entity determines the exchange rate for currencies that lack exchangeability. The amendments also introduce new disclosure requirements to help users of financial statements assess the impact when a currency is not exchangeable. An entity does not apply the amendments retrospectively. Instead, an entity recognizes any effect of initially applying the amendments as an adjustment to the opening balance of retained earnings when the entity reports foreign currency transactions. When an entity uses a presentation currency other than its functional currency, it recognizes the cumulative amount of translation differences in equity. Earlier application is permitted.

The adoption of the amendments to PFRS Accounting Standards did not materially affect the financial statements of the Group. Additional disclosures were included in the consolidated financial statements, as applicable.

New and Amended PFRS Accounting Standards Issued But Not Yet Effective

Relevant new and amended PFRS Accounting Standards which are not yet effective for the year ended December 31, 2025 and have not been applied in preparing the consolidated financial statements are summarized below.

Effective for annual periods beginning on or after January 1, 2026 –

- Amendments to PFRS Accounting Standards 9, *Financial Instruments*, and PFRS Accounting Standards 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Assets* – The amendments clarify that a financial liability is derecognized when the related obligation is discharged, cancelled, expires or otherwise qualifies for derecognition (e.g. settlement date), and introduces a policy option to derecognize financial liabilities settled through an electronic payment system before settlement date if the required conditions are met. The amendments also clarify the assessment of contractual cash flow characteristics of financial assets, the treatment of non-recourse loans and contractually linked instruments, as well as require additional disclosure requirements for financial assets and liabilities with contingent features and equity instruments classified at fair value through other comprehensive income (FVOCI). Earlier application is permitted.

- Annual Improvement to PFRS Accounting Standards Volume 11:

  - Amendments to PFRS Accounting Standards 7, *Financial Instruments: Disclosures* – The amendments remove some obsolete references related to the gain or loss on derecognition on financial assets of an entity that has a continuing involvement and to the disclosure requirements on deferred differences between fair value and transaction price. The amendments also clarify that the illustrative guidance does not necessarily illustrate all the requirements for credit risk disclosure.

- Amendments to PFRS 9, *Financial Instruments* - The amendments clarify that when a lessee has determined that a lease liability has been extinguished in accordance with PFRS 9, Financial Instruments, the lessee must apply the derecognition criteria for a financial liability which requires recognition of a gain or loss in profit or loss. The amendments apply to lease liabilities that are extinguished on or after the beginning of the annual reporting period in which the entity first applies the amendments. Earlier application is permitted.

- Amendments to PFRS 10, *Consolidated Financial Statements* – The amendments clarify that when the investor considers its de facto agent's decision-making rights and its indirect exposure, or rights, to variable returns is only an example in which judgement is required to determine whether a party is acting as a de facto agent.

- Amendments to PAS 7, *Statement of Cash Flows* – The amendments clarify that when accounting for an investment in an associate, a joint venture or a subsidiary accounted for by use of the equity or at cost, an investor restricts its reporting in the statements of cash flows to the cash flows between itself and the investee, such as dividends and advances.

Effective for annual periods beginning on or after January 1, 2027 –

- PFRS 18, *Presentation and Disclosure in Financial Statements* – This standard replaces PAS 1, Presentation of Financial Statements, and sets out requirements for the presentation and disclosure of information in general purpose financial statements. The standard introduces new categories and sub-totals in the statements of comprehensive income, additional disclosures on management-defined performance measures, and enhanced requirements for grouping information. Full retrospective application is required. Earlier application is permitted.

Under prevailing circumstances, the adoption of the foregoing new and amendments to PFRS Accounting Standards is not expected to have any material effect on the consolidated financial statements of the Group. Additional disclosures will be included in the consolidated financial statements, as applicable.

Basis of Consolidation

The consolidated financial statements include the accounts of the Parent Company and its subsidiaries, which it controls as at December 31 of each year. The Parent Company has control when it is exposed, or has right, to variable returns from its investment with the investee and it has the ability to affect those returns through its powers over the investee.

The wholly-owned subsidiaries of the Parent Company are as follows:

	Line of Business	Principal Place of Business
Paxys N.V.	Investment holding	Curacao
Paxys Ltd.	Investment holding	Hong Kong
Scopeworks Asia, Inc (SWA)	Business process outsourcing	Philippines
Paxys Realty, Inc. (PRI)	Real estate	Philippines
Paxys Global Services Pte. Ltd. (PGSPL)	Business process outsourcing	Singapore
Regional Operating Headquarters of PGSPL (PGS ROHQ)	Shared services	Philippines

SWA, PRI, PGSPL and PGS ROHQ are currently not in operations.

Each entity determines its own functional currency, which is the currency that best reflects the economic substance of the underlying events and circumstances relevant to the entity, and items included in the financial statements of each entity are measured using that functional currency.

The functional currency of all the subsidiaries, except Paxys N.V., Paxys Ltd. and Paxys Global Services Pte. Ltd., is the Philippine Peso. The functional currency of Paxys N.V., Paxys Ltd. and Paxys Global Services Pte. Ltd. is the United States Dollar (US$). As at reporting date, the assets and liabilities of Paxys N.V., Paxys Ltd and Paxys Global Services Pte. Ltd. have been translated to the functional and presentation currency of the Parent Company (the Philippine Peso) at the closing exchange rate, while the profit and loss accounts are translated using weighted average exchange rate. The exchange differences arising on the translation of these accounts are recorded in the "Cumulative translation adjustment," a separate component of equity included as part of "Other equity reserves."

Subsidiaries are consolidated from the date of acquisition or incorporation, being the date on which the Parent Company obtains control and continue to be consolidated until the date such control ceases. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Changes in the controlling equity ownership (i.e., acquisition of non-controlling interest or partial disposal of equity interest over a subsidiary) that do not result in a loss of control are accounted for as equity transactions.

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

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

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

The separate financial statements of the subsidiaries are prepared for the same reporting year as the Parent Company, using uniform accounting policies. All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends are eliminated in full.

If the Parent Company loses control over a subsidiary, it:

- Derecognizes the assets and liabilities of the former subsidiary from the consolidated statement of financial position;

- Recognizes any investment retained in the former subsidiary when control is lost and subsequently accounts for it and for any amounts owed by or to the former subsidiary in accordance with relevant PFRS Accounting Standards. The remaining equity interest is remeasured and the remeasured value is regarded as the fair value on initial recognition of a financial asset, when appropriate, the cost on initial recognition of an investment in an associate or joint venture; and

- Recognizes the gain or loss associated with the loss of control attributable to the former controlling interest.

Financial Assets and Liabilities

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

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

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

Financial Assets

Classification. The Group classifies its financial assets at initial recognition under the following categories: (a) financial assets at FVPL, (b) financial assets at amortized cost and (c) financial assets at FVOCI. The classification of a financial instrument largely depends on the Group's business model and its contractual cash flow characteristics.

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

Financial assets are classified as held for trading if these are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless these are designated as effective hedging instruments. Financial assets with cash flows that are not sole payments of principal and interest are classified and measured at FVPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at FVOCI, debt instruments may be designated at FVPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at FVPL are measured at fair value at each reporting date, with any fair value gains or losses recognized in profit or loss to the extent these are not part of a designated hedging relationship.

The Group has no financial assets at FVPL as at December 31, 2025 and 2024.

Financial Assets at FVOCI. For debt instruments, financial assets should be measured at fair value through other comprehensive income if both of the following conditions are met:

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

For equity instruments, the Group irrevocably designates the financial asset to be measured at FVOCI notwithstanding the foregoing conditions.

Financial assets at FVOCI are initially measured at fair value plus transaction costs. After initial recognition, interest income (calculated using the effective interest method), foreign currency gains or losses and impairment losses of debt instruments measured at FVOCI are recognized directly in profit or loss. When debt instruments carried at FVOCI are derecognized, the cumulative gains or losses previously recognized in other comprehensive income are reclassified from equity to profit or loss as a reclassification adjustment.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. Foreign currency gains or losses and unrealized gains or losses from equity instruments are recognized in other comprehensive income and presented in the equity section of the consolidated statement of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent years.

Financial Assets at Amortized Cost. A financial asset should be measured at amortized cost if both of the following conditions are met:

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

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized, impaired and through an amortization process.

Financial assets at amortized cost are included under current assets if maturity is within 12 months from the reporting date. Otherwise, these are classified as noncurrent assets.

The Group classifies its cash and cash equivalents, investment securities, trade and other receivables, and rental and security deposits under this category.

Financial Liabilities

Classification. The Group classifies its financial liabilities at initial recognition as either financial liabilities at FVPL or financial liabilities at amortized cost. The classification of a financial instrument largely depends on the Group's business model and its contractual cash flow characteristics.

The Group does not have financial instruments classified as financial liabilities at FVPL.

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost unless either the financial liability is held for trading and is therefore required to be measured at FVPL or the entity elects to measure the liability at FVPL. Financial liabilities are recognized when the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments. These financial liabilities are initially recognized at fair value less any directly attributable transaction costs.

After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

The Group classifies its trade and other payables (excluding statutory payables), and lease liabilities under this category.

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

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

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

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

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

Impairment of Financial Assets
The Group assesses at the end of each reporting year whether a financial asset or a group of financial assets is impaired.

The Group recognizes impairment loss based on expected credit loss (ECL), which is the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For trade receivables, the Group calculates impairment based on lifetime ECL using a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets at amortized cost, which comprise cash equivalents, investment securities, other receivables (including due from related parties) and rental and security deposits, ECL is based on 12-month ECL, which pertains to the portion of lifetime ECL that results from default events on a financial instrument that are possible within 12 months after the reporting date.

However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort and indicative of significant increases in credit risk since initial recognition.

Financial assets are written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

Derecognition of Financial Assets and Liabilities
A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized by the Group when:

- The rights to receive cash flows from the asset has expired; or

- The Group 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

- The Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and benefits of the asset, or (b) has neither transferred nor retained substantially all the risks and benefits of the asset, but has transferred control over the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and benefits of the asset nor transferred control of the asset, the asset is recognized to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset, if any, is measured at the lower of original carrying amount of the asset and the maximum amount of consideration that the Group could be required to pay.

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

Offsetting of Financial Instruments
Financial assets and liabilities are offset and the net amount reported in the consolidated statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Classification of Financial Instrument between Liability and Equity
A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;

- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or

- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

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

Investments in Joint Ventures
The Parent Company has interests in joint ventures, whereby the venturers have a contractual arrangement that establishes joint control. A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a jointly controlled entity is a joint venture that involves the establishment of a separate entity in which each venture has an interest.

Interest in a joint venture is initially recognized at cost and subsequently accounted for under the equity method of accounting. Under the equity method of accounting, the interest in a joint venture is carried at cost plus post-acquisition changes in the Group's share in the net assets of the joint venture, less any impairment in value. The share in the results of the operations of the joint venture is recognized in profit or loss. The Group's share of post-acquisition movements in the joint venture's equity reserves is recognized directly in equity.

Profits or losses resulting from the transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture and for unrealized losses to the extent that there is no evidence of impairment of the asset transferred. Dividends received are treated as a reduction of the carrying value of the interest. If the Group's share of losses of a joint venture equals or exceeds its interest in the joint venture, the Group discontinues recognizing its share of further losses.

After the application of the equity method, the Group determines at the end of each reporting year whether there is any objective evidence that the investment may be impaired. If this is the case, the amount of impairment is calculated as the difference between the carrying amount of the investment and recoverable amount and recognizes the difference in profit or loss.

After the Group's investment is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the entity has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the Group resumes the recognition of its share of those profits only after its share of the profits equals the share of losses not previously recognized.

Property and Equipment
Property and equipment are carried at historical cost less accumulated depreciation, amortization and any impairment in value. Historical cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the items can be measured reliably. All other repairs and maintenance are charged to profit or loss in the year these are incurred.

Major renovations that qualify for capitalization are depreciated and amortized over the remaining useful life of the related asset or up to the date of the next major renovation, whichever is shorter.

Depreciation and amortization are calculated using the straight-line method to allocate the cost over the estimated useful lives of the assets as follows:

Asset Type	Number of Years
Computer equipment	3 to 5
Communication equipment	3 to 5
Leasehold improvements	5 or lease term, whichever is shorter
Office furniture, fixtures and equipment	2 to 5
Transportation equipment	5

Depreciation and amortization commence when an asset is in its location or condition capable of being operated in the manner intended by management. Depreciation and amortization cease at the earlier of the date that the item is classified as held for sale, and the date the asset is derecognized.

The estimated useful lives and depreciation and amortization method of property and equipment are reviewed, and adjusted if appropriate, periodically to ensure that these are consistent with the expected pattern of economic benefits from the items of property and equipment.

Fully depreciated property and equipment are retained in the books until these are no longer being used in the operations.

When an asset is disposed of or is permanently withdrawn from use and no future economic benefits are expected from its disposal, the cost and accumulated depreciation, amortization and any impairment are derecognized. Gains and losses on disposals or retirement are determined by comparing the proceeds with the carrying amount of the assets and are recognized in profit or loss.

Impairment of Nonfinancial Assets
The carrying amount of right-of-use (ROU) assets, property and equipment and investments in joint ventures are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized in profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Nonfinancial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment losses recognized in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, had no impairment loss been recognized. After such a reversal, the depreciation and amortization are adjusted in future years to allocate the asset's revised carrying amount on a systematic basis over its remaining estimated useful lives.

Equity

Capital Stock. Capital stock is measured at par value for all shares issued.

Additional Paid-in Capital. Additional paid-in capital includes any premium received in the initial issuances of capital stock. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of tax.

Parent Shares Held by a Subsidiary. Where any entity of the Group purchases the Parent Company's shares (treasury stock), the consideration paid, including any directly attributable incremental costs (net of related taxes), is deducted from equity until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transactions costs and the related tax effect, is included in equity.

Retained Earnings. Retained earnings represent the cumulative balance of net income or loss, dividend distributions, effects of the changes in accounting policy and other capital adjustments.

Other Comprehensive Income (Loss)

Other comprehensive income (loss) comprises items of income and expenses (including items previously presented as other equity reserves under the consolidated statements of changes in equity) that are not recognized in profit or loss for the year. Other comprehensive income (loss), which is presented as "Other equity reserves," includes cumulative translation adjustment, cumulative fair value changes on investment securities and cumulative remeasurement gains or losses on retirement liability.

Revenue Recognition

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

The Group also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Group has assessed that it acts as a principal in all of its revenue sources.

The following specific recognition criteria must also be met before revenue is recognized:

Service Income. Revenue is recognized as services are rendered.

Interest income is outside the scope of PFRS Accounting Standards 15. Specific recognition criteria is as follows:

Interest Income. Revenue is recognized as the interest accrues using the effective interest method that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset.

Other Income. Revenue is recognized when the earning process is complete, and the flow of economic benefit is reasonably assured.

Cost and Expense Recognition
Costs and expenses are decreases in economic benefits during the year in the form of outflows, decrease of assets or incurrence of liabilities that result in decrease in equity, other than those relating to distributions to equity participants.

Cost of Services. Cost of services is recognized as expenses when the related services are rendered.

General and Administrative Expenses. General and administrative expenses constitute the costs of administering the business and costs incurred to sell and market the services. These expenses are recognized in profit or loss as incurred.

Interest Expense. Interest expense is recognized on lease liabilities which are measured at amortized cost using the effective interest method.

Employee Benefits

Short-term Benefits. The Group recognizes a liability net of amounts already paid and an expense for services rendered by employees during the year. Short-term benefits given by the Group to its employees include salaries and wages, social security contributions, short-term compensated absences, bonuses and non-monetary benefits.

Short-term employee benefit liabilities are measured on an undiscounted basis and are expensed as the related service is provided. The unpaid portion of the short-term employee benefits is measured on an undiscounted basis and is included as part of "Trade and Other Payables" account in the consolidated statements of financial position.
Retirement Benefits.. Retirement benefit costs are actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. The calculation of defined benefit obligations is performed by a qualified actuary.

The Group recognizes service costs, comprising of current service costs, and interest cost or income in profit or loss. Net interest is calculated by applying the discount rate to the retirement liability.

Remeasurements of the retirement liability, which comprise actuarial gains and losses, are recognized immediately in other comprehensive income.

The retirement liability is the present value of the defined benefit obligation. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using risk-free interest rate of government bonds that have terms to maturity approximating the terms of the related retirement and other long-term benefits liability.

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

Termination Benefits. Termination benefits are payable when employment is terminated before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal or providing termination benefits as a result of an offer made to encourage voluntary redundancy.

Leases

The Group as a Lessee. The Group recognizes ROU assets and lease liabilities at the lease commencement date. The ROU assets are initially measured at cost comprising the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date less any lease incentives received, any initial direct and restoration costs.

The ROU assets are measured subsequently at cost, less amortization and any impairment losses. In addition, the cost is subsequently adjusted for any remeasurement of the lease liabilities resulting from reassessments or lease modifications.

The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liabilities comprise the following:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option payment of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease liabilities are measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise an extension or termination option.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis of accounting as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

The Group as a Lessor. Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the year in which these are earned.

Foreign Currencies

Transactions and Balances. Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognized in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of gain or loss on change in fair value of the item.

Foreign Operations. The assets and liabilities of foreign operations are translated into Philippine Peso at the rate of exchange ruling at financial reporting date and, the profit and loss amounts are translated at the weighted average exchange rates for the year. The exchange differences arising on the translation are taken directly to "Cumulative translation adjustment," a separate component of equity included as part of "Other equity reserves." Upon disposal of a foreign operation, the cumulative translation adjustment relating to that particular foreign operation is recognized in profit or loss.

Income Taxes

Current Tax. Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and the tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting year.

Deferred Tax. Deferred tax is provided on all temporary differences at the end of reporting year between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax liability is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit or loss nor taxable profit or loss. Also, deferred tax liabilities are not provided on taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures when the parent, investor, joint venturer or joint operator is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits (excess of minimum corporate income taxes or MCIT over regular corporate income taxes or RCIT) and unused tax losses (net operating loss carryover or NOLCO), to the extent that it is probable that sufficient future taxable profit will be available against which the deductible temporary differences and carryforward benefits of unused tax credits and unused tax losses can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rate that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rate (and tax laws) that have been enacted or substantively enacted at the end of reporting year.

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

Deferred tax relating to items recognized outside profit or loss (either in other comprehensive income or directly in equity) is recognized outside profit or loss (either in other comprehensive income or directly in equity).

Related Party Relationship and Transactions
Related party transactions consist of transfers of resources, services or obligations between the Group and its related parties.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. This includes: (a) individuals who, by owning directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; and (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on legal form.

Earnings per Share
The Group presents basic and diluted earnings per share. Basic and diluted earnings per share is calculated by dividing the net income by the weighted average number of common shares outstanding during the year, excluding parent shares held by a subsidiary.

There are no potential dilutive common shares as at December 31, 2025 and 2024.

Segment Reporting
An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with any of the Group's other components. The operating results of an operating segment are reviewed regularly by the chief operating decision maker, which is defined to be the Parent Company's BOD, to determine the resources to be allocated to the segment and assess its performance, and for which financial information is available.

Segment results that are reported to the chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Segment capital expenditure is the total cost incurred during the year to acquire property and equipment and intangible assets.

Provisions and Contingencies
Provisions are recognized when the Group has a present legal or constructive obligation 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 pretax rate that reflects current market assessment of the time value of money and, where appropriate, the risks specific to the liability.

Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

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

Events after the Reporting Year
Post year-end events that provide additional information about the Group's financial position at the end of reporting year (adjusting events) are reflected in the consolidated financial statements when material. Post year-end events that are non-adjusting events are disclosed in the notes to consolidated financial statements, when material.

3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of the consolidated financial statements requires the Group to exercise judgments, make accounting estimates and use assumptions that affect the reported amounts of assets, liabilities, income, expenses and related disclosures. The Group makes accounting estimates and uses assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the consolidated financial statements as these become reasonably determinable.

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

The Group believes the following represent a summary of significant judgments, accounting estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities, as well as to the related revenues and expenses, within the next year, and related impact and associated risk in the consolidated financial statements.

Judgments

In the process of applying the Group's accounting policies, management exercises judgment on the following items, apart from those involving estimations, which have the most significant effect on the amounts recognized in the consolidated financial statements.

Determining the Functional Currency. Based on the economic substance of the underlying circumstances, the Group has determined that its functional currency is the Philippine Peso. The Philippine Peso is the currency of the primary economic environment in which the Parent Company and certain subsidiaries operate. It is the currency that has the greater economic influence to the Group.

Recognizing the Deferred Tax Liability on Undistributed Income of a Foreign Subsidiary. Since Paxys N.V., a company incorporated and domiciled in Curacao, is a wholly owned subsidiary of the Parent Company, management believes that the Parent Company can control the timing of the dividend distribution of Paxys N.V. to the Parent Company and it is probable that the temporary difference will not reverse in the foreseeable future. Thus, no deferred tax liability was recognized on the undistributed income of Paxys N.V. Unrecognized deferred tax liability on undistributed income of a foreign subsidiary amounted to ₱914.0 million and ₱875.8 million as at December 31, 2025 and 2024 (see Note 19).

Determining the Classification of Financial Instruments. Classification of financial instruments under PFRS Accounting Standards 9 depends on the results of the business model test and "sole payment of principal and interest" (SPPI) test performed by the Group. The Group exercises judgment in determining the business model to be used in managing its financial instruments to achieve its business objectives.

The classification of various financial assets and liabilities of the Group are disclosed in Note 2.

Accounting Estimates and Assumptions

The key assumptions concerning future and other key sources of estimation at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are discussed below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when these occur.

Determining the Fair Value of Financial Instruments. Certain financial assets are carried at fair value and whose fair values are disclosed, which requires extensive use of accounting estimates. When the fair values of financial assets recorded or disclosed in the consolidated statements of financial position cannot be measured based on quoted prices in active market, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to this model are taken from observable market where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Fair values of financial assets and liabilities are presented in Note 22, *Financial Instruments*.

Assessing Impairment Losses on Financial Assets. Impairment losses on financial assets are determined based on expected credit losses. In assessing the expected credit losses, the Group uses historical loss experience adjusted for forward-looking factors, as appropriate.

The Group's cash and cash equivalents and investments securities are maintained at reputable financial institutions with good industry rating and score.

For investment securities, the Group estimates impairment based on 12-month expected credit loss. Investment securities at amortized cost and FVOCI, which have credit quality equivalent to "high grade" and have low credit risk at reporting date, are presumed to have no significant increase in credit risk since initial recognition.

The Group estimates impairment on trade receivables based on lifetime expected credit loss using a provision matrix that is based on days past due and takes into consideration historical credit loss experience, adjusted for forward-looking factors, as applicable. Management recognizes losses on credit-impaired receivables from related parties considering its ability to pay based on its available assets.

Provision on trade and other receivables in 2025, 2024, and 2023 is disclosed in Note 7 to the consolidated financial statements.

No provision for impairment losses on investment securities classified under financial assets at amortized cost and FVOCI were recognized in 2025, 2024 and 2023.

The carrying amounts of financial assets at amortized cost and FVOCI as at December 31, 2025 and 2024 are disclosed in Notes 5, 6, 7, and 21 to the consolidated financial statements.

Assessing the Impairment of Nonfinancial Assets. The Group assesses at the end of each reporting year whether there is any indication that the nonfinancial assets listed below may be impaired. If such an indication exists, the Group estimates the recoverable amount of the asset, which is the higher of an asset's fair value less costs to sell and its value-in-use. In determining fair value less costs to sell, an appropriate valuation model is used, which can be based on quoted prices or other available fair value indicators. In estimating the value-in-use, the Group is required to make an estimate of the expected future cash flows from the cash generating unit and also to choose an appropriate discount rate in order to calculate the present value of those cash flows.

Determining the recoverable amounts of the nonfinancial assets, which involves the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the use of estimates and assumptions that can materially affect the consolidated financial statements. Future events could indicate that these nonfinancial assets are impaired. Any resulting impairment loss could have a material adverse impact on the financial condition and results of operations of the Group.

The carrying amount of nonfinancial assets that are subject to impairment assessment when impairment indicators are present are disclosed in Notes 8, 10 and 21 to the consolidated financial statements.

Allowance for impairment loss as at December 31, 2025 and 2024 is disclosed in the consolidated financial statements (see Note 8).

Investments in joint ventures are fully provided with allowance for impairment losses as at December 31, 2025 and 2024 (see Note 9).

Assessing the Realizability of Deferred Tax Assets. The Group reviews the carrying amounts at the end of each reporting year and reduces the amount of deferred tax assets to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred income tax assets to be utilized.

Deferred tax assets as at December 31, 2025 and 2024 were not recognized because management believes that sufficient future taxable income may not be available against which the carry forward benefits of NOLCO, excess of MCIT over RCIT and other deductible temporary differences may be utilized. Details of unrecognized deferred tax assets are disclosed in Note 19.

4. Segment Information

The Group's operating businesses are organized and managed separately according to the nature of the services provided, with each segment representing a strategic business unit that offers different services and serves different market.

Segment Assets and Liabilities. Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, property and equipment and intangible assets. Segment liabilities include all operating liabilities and consist principally of trade and other payables.

Inter-segment Transactions. Segment revenue, segment expenses and segment performance include transfers among business segments. Such transfers are eliminated in consolidation.

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

Business segment information is reported on the basis that is used internally for evaluating segment performance and deciding how to allocate resources among operating segments. For management purposes, the Group is organized into business units based on the services rendered and has two reportable operating segments as follows:

- Services - This segment pertains to managed services, leasing and subleasing, and other outsourcing services. The services segment is managed and operated in the Philippines.

- Investment Holding - This segment includes holding and investment companies, which consist of the Parent Company, Paxys N.V., and other non-operating subsidiaries with excess funds invested in investment securities and other deposits from various banks.

Business Segment Information
The following table presents the revenue and expenses and certain assets and liabilities information of the Group's business segments as at and for the years ended December 31, 2025, 2024 and 2023.

	2025 (Amounts in Thousands)			
	Services	Investment Holdings	Eliminations	Consolidated
Results of Operations				
Service income	₱3,497	₱–	₱–	₱3,497
Interest income	89	222,839	–	222,928
Cost and expenses	(1,902)	(96,117)	5,093	(92,926)
Interest expense on lease liabilities	–	(317)	–	(317)
Other income (charges)	(217)	14,069	(1,909)	11,943
Provision for income tax	(14)	(7,823)	–	(7,837)
Net income	₱1,453	₱132,651	₱3,184	₱137,288
Assets and Liabilities				
Assets	₱30,910	₱6,237,115	(₱1,639,001)	₱4,629,024
Liabilities	43,297	198,951	(186,997)	55,251
Other Segment Information				
Capital Expenditures:				
Property and equipment	₱–	₱370	₱–	₱370
Intangible assets	–	70	–	70
Depreciation and amortization	–	7,385	–	7,385

	2024 (Amounts in Thousands)			
	Services	Investment Holdings	Eliminations	Consolidated
Results of Operations				
Service income	₱10,722	₱–	₱–	₱10,722
Interest income	217	217,315	–	217,532
Cost and expenses	(13,544)	(85,376)	2,756	(96,164)
Interest expense on lease liabilities	(42)	(632)	–	(674)
Other income	7,191	9,458	(6,517)	10,132
Provision for income tax	(153)	(9,023)	–	(9,176)
Net income	₱4,391	₱131,742	(₱3,761)	₱132,372
Assets and Liabilities				
Assets	₱38,417	₱6,050,119	(₱1,667,656)	₱4,420,880
Liabilities	48,759	220,420	(207,693)	61,486
Other Segment Information				
Capital expenditures:				
Property and equipment	₱–	₱89	₱–	₱89
Depreciation and amortization	6,067	7,412	–	13,479

	2023 (Amounts in Thousands)			
	Services	Investment Holdings	Eliminations	Consolidated
Results of Operations				
Service income	₱20,156	₱–	₱–	₱20,156
Interest income	562	189,347	–	189,909
Cost and expenses	(15,607)	(82,648)	–	(98,255)
Interest expense on lease liabilities	(490)	(932)	–	(1,422)
Other income (charges)	10,383	(923)	(24)	9,436
Provision for income tax	(229)	(8,870)	–	(9,099)
Net income	₱14,775	₱95,974	(₱24)	₱110,725
Assets and Liabilities				
Assets	₱50,763	₱5,754,824	(₱1,654,340)	₱4,151,247
Liabilities	61,812	189,546	(190,374)	60,984
Other Segment Information				
Capital expenditures:				
Property and equipment	₱–	₱6	₱–	₱6
Depreciation and amortization	13,155	7,690	–	20,845

5. Cash and Cash Equivalents

This account consists of:

	2025	2024
Cash on hand and in banks	₱165,858	₱46,534
Cash equivalents	3,191,918	1,788,823
	₱3,357,776	₱1,835,357

Cash in banks earn interest at the respective bank deposit rates. Cash equivalents are time deposits and treasury bills made for varying periods, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. Any pre-termination or redemption prior to maturity date shall not result in significant change in investment values and penalties.

Total interest income earned from cash and cash equivalents amounted to ₱126.2 million in 2025, ₱109.2 million in 2024 and ₱127.9 million in 2023 (see Note 18).

6. Investment Securities

This account consists of financial assets measured at:

	2025	2024
FVOCI	**₱665,365**	₱886,793
Amortized cost	**468,743**	1,549,629
	₱1,134,108	₱2,436,422

	2025	2024
Current	**₱947,709**	₱2,436,422
Noncurrent	**186,399**	–
	₱1,134,108	₱2,436,422

Financial Assets at FVOCI
These pertain to investment in fixed income securities held to collect and sell designated as FVOCI.

Movements in financial assets at FVOCI follow:

	2025	2024
Balances at beginning of year	**₱886,793**	₱1,245,519
Additions	**8,942**	–
Redemptions	**(265,913)**	(416,074)
Unrealized fair value gain (loss)	**18,842**	(1,503)
Translation adjustment	**16,701**	58,851
Balances at end of year	**₱665,365**	₱886,793

Unrealized fair value gain amounting to ₱18.8 million in 2025 and unrealized fair value loss amounting to ₱1.5 million in 2024 were reported in other comprehensive income.

Interest income earned from these financial assets amounted to ₱34.0 million in 2025, ₱49.7 million in 2024 and ₱51.0 million in 2023 (see Note 18).

Financial Assets at Amortized Cost
These consist of bonds intended to be held through maturity with fixed interest rate and maturity date until 2032. Interest income earned from these bonds amounted to ₱62.7 million in 2025, ₱58.6 million in 2024 and ₱11.0 million in 2023 (see Note 18).

Movements in financial assets at amortized cost follow:

	2025	2024
Balances at beginning of year	**₱1,549,629**	₱371,569
Redemption	**(1,335,121)**	(11,751)
Additions	**186,386**	1,148,980
Discount amortization	**41,844**	23,447
Translation adjustment	**26,005**	17,384
Balances at end of year	**468,743**	1,549,629
Current portion	**282,344**	1,549,629
Noncurrent portion	**₱186,399**	₱–

7. Trade and Other Receivables

This account consists of:

	Note	2025	2024
Trade		**₱10,376**	₱10,376
Due from related parties	15	**102,368**	113,325
Accrued interest		**74,306**	63,216
Others		**24,901**	20,643
		211,951	207,560
Allowance for impairment losses		**(125,433)**	(112,963)
		₱86,518	₱94,597

Trade receivables are noninterest bearing with average credit terms of 30 to 60 days.

Accrued interest is normally received within one year after the reporting date.

Other receivables comprise receivables from third parties and employees which are collectible upon demand.

Movements in the allowance for impairment losses are as follows:

	Note	2025	2024
Balance at beginning of year		**₱112,963**	₱107,426
Provision	16	**20,759**	5,799
Reversal		**(8,289)**	(262)
Balance at end of year		**₱125,433**	₱112,963

Details of allowance for impairment losses as at December 31, 2025 and 2024 are as follows:

	Note	2025	2024
Trade		**₱9,616**	₱9,616
Due from related parties	15	**98,133**	85,663
Others		**17,684**	17,684
		₱125,433	₱112,963

8. Other Current Assets

This account consists of:

	2025	2024
Input VAT	**₱83,143**	₱80,091
Prepaid expenses	**6,101**	5,891
	89,244	85,982
Allowance for impairment losses on input VAT	**(49,632)**	(49,607)
	₱39,612	₱36,375

Prepaid expenses include prepaid insurance, subscriptions and creditable withholding taxes.

Movements in the allowance for impairment losses on input VAT are as follows:

	Note	2025	2024
Balance at beginning of year		**₱49,607**	₱49,607
Provision	16	**25**	–
Balance at end of year		**₱49,632**	₱49,607

9. Investments in Joint Ventures

The Group holds an investment in a joint venture, Simpro Solutions Limited (SSL), which is incorporated in Hong Kong and operates primarily as a call center. The Group owns 50.0% of this joint venture. As of December 31, 2025 and 2024, the total investment in joint ventures has been fully provided with an allowance for impairment losses.

The Group has no outstanding commitments with the joint venture as at December 31, 2025 and 2024. The joint venture has no contingent liabilities or capital investments as at December 31, 2025 and 2024.

10. Property and Equipment

The balances and movements of this account are as follows:

		2025					
	Note	Computer Equipment	Communication Equipment	Leasehold Improvements	Office Furniture, Fixtures and Equipment	Transportation Equipment	Total
Cost							
Balances at beginning of year		₱69,584	₱7,624	₱154,605	₱7,360	₱8,748	₱247,921
Additions		190	–	93	87	–	370
Balances at end of year		69,774	7,624	154,698	7,447	8,748	248,291
Accumulated Depreciation and Amortization							
Balances at beginning of year		69,462	7,624	154,605	7,360	8,748	247,799
Depreciation and amortization	18	91	–	67	16	–	174
Balances at end of year		69,553	7,624	154,672	7,376	8,748	247,973
Net Book Value		₱221	₱–	₱26	₱71	₱–	₱318

		2024					
	Note	Computer Equipment	Communication Equipment	Leasehold Improvements	Office Furniture, Fixtures and Equipment	Transportation Equipment	Total
Cost							
Balances at beginning of year		₱110,412	₱7,624	₱158,233	₱13,871	₱9,749	₱299,889
Additions		89	–	–	–	–	89
Disposals		(40,917)	–	(3,628)	(6,511)	(1,001)	(52,057)
Balances at end of year		69,584	7,624	154,605	7,360	8,748	247,921
Accumulated Depreciation and Amortization							
Balances at beginning of year		110,251	7,624	157,984	13,815	9,749	299,423
Depreciation and amortization	18	128	–	249	56	–	433
Disposals		(40,917)	–	(3,628)	(6,511)	(1,001)	(52,057)
Balances at end of year		69,462	7,624	154,605	7,360	8,748	247,799
Net Book Value		₱122	₱–	₱–	₱–	₱–	₱122

As at December 31, 2025 and 2024, fully depreciated property and equipment amounting to ₱18.8 million and ₱18.6 million are still being used by the Group.

In 2024, the Group disposed fully depreciated property and equipment resulting to a gain on disposal of ₱1.4 million (see note 18).

11. Other Noncurrent Assets

This account consists of:

	Note	2025	2024
Creditable withholding tax for tax refund		**₱5,137**	₱5,137
Rental and security deposits	21	**1,905**	2,079
Intangible assets		**54**	2
		₱7,096	₱7,218

Creditable withholding tax for tax refund pertains to unused balance from prior years.

Rental and security deposits mainly pertain to cash deposits on lease agreements, which are refundable at the end of the lease period.

Intangible assets pertain to computer software and programs, which are amortized over three to five years. Movements in this account are as follows:

	Note	2025	2024
Cost			
Balance at beginning of year		**₱15,624**	₱15,624
Additions		**70**	–
Balance at end of year		**15,694**	15,624
Accumulated Amortization			
Balance at beginning of year		**15,622**	15,613
Amortization	18	**18**	9
Balance at end of year		**15,640**	15,622
Net Book Value		**₱54**	₱2

12. Trade and Other Payables

This account consists of:

	Note	2025	2024
Trade		**₱893**	₱524
Accrued expenses:			
Professional fees		**3,441**	3,985
Contracted services		**3,133**	3,293
Taxes and licenses		**1,754**	1,753
Salaries and wages		**401**	377
Rent		**322**	300
Dividends	14	**6,554**	6,554
Statutory payables		**5,884**	6,166
Others		**995**	970
		₱23,377	₱23,922

Trade payables are noninterest-bearing and are normally settled on a 60-day term.

Accrued expenses are normally settled within 30 to 60 days.

Statutory payables represent withholding taxes payable, SSS, HDMF and PhilHealth premiums, and other liabilities to the government agencies which are normally settled in the subsequent month.

13. Retirement Benefits

The Parent Company maintains a separate unfunded, non-contributory, and defined benefit plan covering all eligible employees. An independent actuary conducts an actuarial valuation of the retirement liability. The latest actuarial report is as at December 31, 2024 for the Parent Company. The Parent Company did not obtain actuarial report in 2025. The Company believes that this will not materially affect the consolidated financial statements.

The retirement benefits expense recognized in the consolidated statements of income is as follows (see Note 17):

	2025	2024	2023
Current service costs	**₱941**	₱993	₱138
Interest costs	**1,603**	268	434
	₱2,544	₱1,261	₱572

The net cumulative remeasurement gains losses on retirement liability recognized as other comprehensive income follows:

	2025	2024	2023
Balance at beginning of year	**(₱18,622)**	(₱295)	(₱295)
Remeasurement loss	**–**	(18,327)	–
Balance at end of year	**(₱18,622)**	(₱18,622)	(₱295)

Changes in the present value of retirement liability are as follows:

	2025	2024
Balance at beginning of year	**₱26,497**	₱6,909
Interest costs	**1,603**	268
Current service costs	**941**	993
Remeasurement loss	**–**	18,327
Balance at end of year	**₱29,041**	₱26,497

The principal assumptions used in determining the retirement liability are shown below:

	2025	2024
Discount rate	**6.41%**	6.08%
Salary increase rate	**2.00%**	2.00%

The sensitivity analysis based on reasonably possible changes of the assumptions as at December 31, 2025 is as follows:

	Change in Assumption	Effect on Retirement Liability
Discount rate	+100 bps	(₱5,089,614)
	-100 bps	6,264,686
Salary rate	+100 bps	₱6,495,237
	-100 bps	(5,333,666)

Each sensitivity analysis on the significant actuarial assumptions was prepared by remeasuring the defined benefit liability at the end of each reporting date after adjusting one of the current assumptions according to the applicable sensitivity increment or decrement (based on changes in the relevant assumption that were reasonably possible at the valuation date) while all other assumptions remained unchanged. The corresponding change in the defined benefit liability was expressed as a percentage change from the base defined benefit liability.

As at December 31, 2025, expected future benefit payments are shown below:

One year	₱15,942,521
More than one year	11,748,890
	₱27,691,411

The weighted average duration of the defined benefit obligation at the end of the reporting year is at 1.3 years.

14. Equity

Capital Stock

This account consists of the following:

	Number of Shares	Amount
Common Stock "Class A" - ₱1 par value		
Authorized	1,800,000,000	₱1,800,000
Issued and outstanding	1,148,534,866	1,148,535

**Number of shares and par value figures are stated at absolute values.*

Additional Paid-in Capital

This account consists of:

Premium on issuance of shares of stock	₱348,213
Premium on forfeited stock option	103,151
	₱451,364

Premium on issuance of shares of stock represents the excess of paid-up capital over the par value of capital stock. Premium on forfeited stock option represents increase in equity arising from equity-settled share-based payment transactions.

Parent Shares Held by a Subsidiary
In 2014, Paxys N.V., through a tender offer, purchased 345,622,477 common shares of the Parent Company representing 30.09% of its outstanding capital stock for a total consideration of ₱1,149.9 million.

Retained Earnings
Undistributed retained earnings of a foreign subsidiary amounting to ₱3,656 million and ₱3,503 million as at December 31, 2025 and 2024, respectively, are not available for dividend declaration until these are distributed by the subsidiary to the Parent Company.

Dividends payable of the Parent Company as at December 31, 2025 and 2024 amounted to ₱6.6 million, which pertain to dividends declared in prior years (see Note 12).

15. Related Party Transactions and Balances

In the ordinary course of business, the Group has transactions and balances with related parties pertaining to the following:

Related Parties	Nature of Transaction	Amount of Transactions 2025	Amount of Transactions 2024	Outstanding Balance 2025	Outstanding Balance 2024
Trade					
Entity under Common Control	Service fee	**₱3,457**	₱3,443	**₱–**	₱–
Due from Related Parties					
Joint Venture	Advances	**₱1,218**	₱289	**₱19,378**	₱18,160
Entities with Common Stockholders	Advances (collections)	**(12,175)**	12,132	**82,990**	95,165
		(10,957)	12,421	**102,368**	113,325
Less: allowance for doubtful accounts	Provision for impairment - net of reversal	**12,470**	5,537	**(98,133)**	(85,663)
				₱4,235	₱27,662

Service fees charged by the Parent Company to an entity under common control pertain to technical support services.

Due from entities that have common stockholders pertains to advances for working capital purposes.

Outstanding balances are unsecured, noninterest-bearing with no fixed repayment terms and are normally settled in cash. No guarantees have been provided or received for these balances. Impairment assessment is undertaken at each reporting date.

Allowance for impairment losses related to these receivables amounted to ₱98.1 million and ₱85.7 million as at December 31, 2025 and 2024, respectively (see Note 7).

Compensation of Key Management Personnel of the Group

	2025	2024	2023
Salaries and wages	**₱11,211**	₱13,919	₱13,919
Professional fees	**5,988**	5,282	5,161
Other short-term benefits	**2,474**	2,782	3,780
	₱19,673	₱21,983	₱22,860

16. Cost and Expenses

This account consists of:

	Note	2025	2024	2023
Personnel costs	17	**₱24,876**	₱25,662	₱21,665
Professional fees		**22,181**	28,499	27,075
Provision for impairment loss on receivables	7	**20,764**	5,799	6,756
Depreciation and amortization	18	**7,385**	13,479	20,845
Utilities		**3,061**	4,268	5,267
Bank charges		**3,042**	3,598	2,951
Insurance		**1,853**	1,742	1,559
Security and janitorial services		**1,797**	1,631	1,540
Communication		**1,735**	1,739	1,712
Entertainment, amusement and recreation		**1,164**	1,574	2,306
Membership dues		**702**	673	660
Rent	21	**630**	2,190	580
Transportation and travel		**351**	545	528
Provision for impairment loss on input VAT	8	**25**	–	–
Others		**3,360**	4,765	4,811
		₱92,926	₱96,164	₱98,255

Others consist of association dues, taxes and licenses, supplies and repairs and maintenance.

17. Personnel Costs

This account consists of:

	Note	2025	2024	2023
Salaries and wages		**₱15,948**	₱18,340	₱17,744
Retirement benefits	13	**2,544**	1,261	572
Trainings		**5**	14	18
Other employee benefits		**6,379**	6,047	3,331
		₱24,876	₱25,662	₱21,665

Other employee benefits pertain mainly to statutory contributions, incentives, and health care and insurance benefits of employees.

Personnel costs in 2025, 2024, and 2023 are classified under cost and expenses (see Note 16).

18. Interest Income, Other Income, Depreciation and Amortization

Interest Income

	Note	2025	2024	2023
Cash and cash equivalents	5	**₱126,203**	₱109,243	₱127,894
Investment securities:	6			
Financial assets at:				
Amortized cost		**62,738**	58,604	10,969
FVOCI		**33,987**	49,685	51,046
		₱222,928	₱217,532	₱189,909

Other Income

	Note	2025	2024	2023
Reversal of allowance for impairment loss		**₱8,289**	₱–	₱–
Realized fair value gain on redemption		**1,028**	–	–
Rent income		**–**	4,321	6,890
Gain on disposal of property and equipment	10	**–**	1,429	–
Income from billed utilities		**–**	1,252	2,410
Others		**2**	287	607
		₱9,319	₱7,289	₱9,907

Depreciation and Amortization

This account consists of:

	Note	2025	2024	2023
ROU assets	21	**₱7,193**	₱13,037	₱20,018
Property and equipment	10	**174**	433	810
Intangible assets	11	**18**	9	17
		₱7,385	₱13,479	₱20,845

19. Income Taxes

a. The components of current income tax expense as presented in the consolidated statements of income are as follows:

	2025	2024	2023
MCIT	**₱70**	₱309	₱236
Final tax	**7,767**	8,867	8,863
	₱7,837	₱9,176	₱9,099

b.

c. The reconciliation of income tax expense computed at statutory tax rate and provision for income tax as shown in the consolidated statements of income is as follows:

	2025	2024	2023
Income tax at statutory income tax rate	**₱36,281**	₱35,387	₱29,956
Income tax effects of:			
Nontaxable income	**(29,106)**	(29,953)	(31,474)
Expired NOLCO	**29,127**	–	–
Interest income subjected to final tax	**(11,203)**	(12,570)	(12,223)
Others	–	391	10,897
Net changes in unrecognized net deferred tax assets	**(17,679)**	15,801	11,744
Expired MCIT	**269**	171	389
Difference in the tax rates of subsidiaries	**148**	(51)	(190)
Income tax at the effective tax rate	**₱7,837**	₱9,176	₱9,099

The Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act or RA No. 11534 was signed into law on March 26, 2021 and took effect on April 11, 2021 which reduced the regular corporate income tax rate from 30% to 25% starting July 1, 2020. For MCIT rate, the prescribed MCIT for the period July 1,2020 until June 30, 2023 is 1%. Effective July 1, 2023, the MCIT rate reverted to its previous rate of 2% based on the gross income.

d. Details of unrecognized net deferred tax assets are as follows:

	2025	2024
NOLCO	**₱49,731**	₱67,647
Allowance for impairment losses on trade and other receivables	**9,350**	9,318
Retirement liability	**7,225**	6,589
Excess MCIT over RCIT	**573**	772
Others	**308**	540
	₱67,187	₱84,866

Management has assessed that sufficient future taxable income may not be available against which the carry-forward benefits of NOLCO, excess MCIT over RCIT and other deductible temporary differences may be utilized.

As at December 31, 2025 and 2024, the Group did not recognize deferred tax liability on undistributed income of Paxys N.V., a wholly owned subsidiary of the Parent Company, amounting to ₱914.0 million and ₱875.8 million, respectively. Management believes that the Parent Company can control the timing of the dividend distribution of Paxys N.V. to the Parent Company and it is probable that the temporary difference will not reverse in the foreseeable future.

e. Details of carry-forward benefits arising from NOLCO and excess MCIT over RCIT are as follows:

NOLCO

Year Incurred	Balance as at December 31, 2024	Additions	Applied/ Expired	Balance as at December 31, 2025	Available Until
2020	₱62,880	₱–	(₱62,880)	₱–	2025
2021	59,538	–	–	59,538	2026
2022	53,562	–	(53,562)	–	2025
2023	49,404	–	–	49,404	2026
2024	45,423	–	–	45,423	2027
2025	–	46,354	–	46,354	2028
	₱270,807	₱46,354	(₱116,442)	₱200,719	

Under the Republic Act No. 11494, also known as "*Bayanihan to Recover as One Act*, and Revenue Regulation 25-2020, the Group is allowed to carry-over the NOLCO incurred for taxable year 2020 and 2021 for the next five years immediately following the year of such loss.

MCIT

Year Incurred	Balance as at December 31, 2024	Additions	Applied/ Expired	Balance as at December 31, 2025	Available Until
2022	₱269	₱–	(₱269)	₱–	2025
2023	194	–	–	194	2026
2024	309	–	–	309	2027
2025	–	70	–	70	2028
	₱772	₱70	(₱269)	₱573	

20. Earnings per Share

Basic/diluted earnings per share are computed as follows:

	Note	2025	2024	2023
Net income (a)		**₱137,288**	₱132,372	₱110,725
Issued and outstanding shares	14	**1,148,535**	1,148,535	1,148,535
Parent shares held by a subsidiary	14	**(345,622)**	(345,622)	(345,622)
Number of shares issued and outstanding (b)		**802,913**	802,913	802,913
Basic/diluted earnings per share (a/b)		**₱0.171**	₱0.165	₱0.138

There are no potential dilutive common shares as at December 31, 2025, 2024 and 2023.

21. Commitments

Lease Commitments

a. The Group as a Lessee

i. The Parent Company has an existing lease agreement with a third party for the lease of office space and parking spaces for five years until April 30, 2026. The quarterly rent for parking spaces is subject to escalation rate of 5% per annum. The lease is renewable upon mutual consent of the parties to be covered by a separate lease agreement. As at December 31, 2025 and 2024, refundable security deposit amounted to ₱1.4 million.

ii. SWA had a non-cancellable five-year agreement with a third party for the lease of an office space in Laguna until October 20, 2024 and was no longer renewed thereafter. The rental rate was subjected to an escalation rate of 7.5% starting January 1, 2024.

iii. On July 1, 2022, SWA entered into a two-year lease agreement with a third party for the lease of an office space in Cebu until May 17, 2024. The rental rate is subject to an escalation rate of 5% per annum effective on the third year of lease term. The lease was no longer renewed thereafter.

iv. On June 5, 2024, SWA entered into a one-year lease agreement with a third-party for the lease of an office space in San Pedro, Laguna.

Outstanding rental and security deposits on lease commitments, presented under "Other noncurrent assets" in the consolidated statements of financial position, amounted to ₱1.9 million and ₱2.1 million as at December 31, 2025 and 2024, respectively (see Note 11).

Amounts recognized in the consolidated statements of income follow:

	Note	**2025**	2024	2023
Amortization of ROU assets	18	**₱7,193**	₱13,037	₱20,018
Rent expense	16	**630**	2,190	580
Interest expense on lease liabilities		**317**	674	1,422
		₱8,140	₱15,901	₱22,020

Rent expenses include rent on low-value asset leases on storage and equipment and short-term leases.

The discount rate of 4% also served as the incremental borrowing rate of the Group.

The movements in the ROU assets are presented below:

	Note	2025	2024
Balance at beginning of year		**₱10,789**	₱23,826
Amortization	18	**(7,193)**	(13,037)
Balance at end of year		**₱3,596**	₱10,789
Current portion		**3,596**	–
Noncurrent portion		**₱–**	₱10,789

The movements in the lease liabilities are presented below:

	2025	2024
Balance at beginning of year	**₱10,939**	₱23,577
Payments	**(8,444)**	(13,312)
Interest expense	**317**	674
	2,812	10,939
Current portion	**2,812**	8,127
Noncurrent portion	**₱–**	₱2,812

The future minimum lease payments under non-cancellable leases are as follows:

	2025	2024
Within one year	**₱2,842**	₱8,444
After one year but not more than five years	**–**	2,842
	₱2,842	₱11,286

b. The Group as a Lessor

SWA also subleased a portion of its office space in Laguna to related parties and third parties, which ended on September 30, 2022. On October 1, 2022, SWA subleased office space to a third party for 21 months from October 1, 2022 to June 30, 2024. The sublease was not renewed upon its expiration on June 30, 2024.

Rent income from subleased portion amounted to nil in 2025, ₱4.3 million in 2024 and ₱6.9 million in 2023 (see Note 18).

Facilities and Support Services Agreement

SWA entered into another agreement with a third party for work-ready seats for a period of two years until May 17, 2024. The service agreement provides outsourced facility services, data connectivity, IT support and power for the leased work seats. Security deposit under this agreement. The service agreement was no longer renewed after May 17, 2024.

Income earned from this agreement amounted to nil in 2025, ₱7.0 million in 2024 and ₱16.7 million in 2023, as part of the revenues in the consolidated statements of income of the Group.

22. Financial Instruments

Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise cash and cash equivalents, investment securities, trade and other receivables, rental and security deposits, and trade and other payables (excluding statutory payables), and lease liabilities which arise directly from the operations. The main risks arising from the Group's financial instruments are foreign currency risk, credit risk, and liquidity risk. The BOD reviews and agrees policies for managing each of these risks and these are summarized below.

Foreign Currency Risk

The Group's exposure to foreign currency risk results mainly from foreign currency-denominated services rendered by SWA and other business transactions of the Group denominated in foreign currencies. The Group's consolidated financial position and financial performance may be affected by the movements in the U.S. Dollar (US$) to Philippine Peso exchange rates.

The following rates of exchange have been used by the Group in translating foreign currency consolidated statements of income and consolidated statements of financial position items as at and for the years ended December 31, 2025 and 2024:

	2025		2024	
	Closing	**Average**	Closing	Average
Philippine Peso to 1 unit of US$	**58.79**	**57.51**	₱57.85	₱57.28

As at December 31, 2025 and 2024, the significant foreign currency-denominated financial assets of the Group are as follows:

	2025		2024	
	In US$	**Philippine Peso Equivalent**	In US$	Philippine Peso Equivalent
Cash and cash equivalents	**US$45,273**	**₱2,661,618**	US$19,353	₱1,119,428
Trade and other receivables	**1,219**	**71,685**	1,067	61,721
Investment securities -				
Financial assets at:				
FVOCI	**11,318**	**665,365**	15,329	886,793
Amortized cost	**7,973**	**468,743**	26,789	1,549,629
Foreign currency-denominated financial assets	**US$65,783**	**₱3,867,411**	US$62,538	₱3,617,571

A reasonably possible change of -0.94/+0.94 in 2025 and -2.48/+2.48 in 2024 in the US$ to Philippine Peso exchange rate based on latest year-on-year movement in the currency, with all other variables held constant, shall result to the following income before tax movements in the Group's consolidated statements of income:

	2025		2024	
	Increase (Decrease) in Exchange Rates	**Increase (Decrease) on Income before Tax**	Increase (Decrease) in Exchange Rates	Increase (Decrease) on Income before Tax
US$	**0.94**	**₱2,451,892**	2.48	₱154,759
	(0.94)	**(2,451,892)**	(2.48)	(154,759)

Credit Risk

Credit risk is the risk that the Group will incur losses when its counterparties fail to discharge their contractual obligations.

Receivables are monitored on an on-going basis to minimize the Group's exposure to possible losses. The Group trades only with recognized, creditworthy third parties. It is Group policy to subject customers who trade on credit terms to credit verification procedures.

The credit risk for cash and cash equivalents and investment securities is considered negligible because the counterparties are reputable banks and investment institutions with high quality external credit ratings.

The gross maximum exposure of the Group to credit risk corresponds to the total gross amounts of the following financial assets:

	Note	2025	2024
Cash and cash equivalents[(a)]	5	**₱3,357,726**	₱1,835,307
Investment securities -	6		
Financial assets at:			
FVOCI		**665,365**	886,793
Amortized cost		**468,743**	1,549,629
Trade and other receivables	7	**211,951**	207,560
Rental and security deposits[(b)]	21	**1,905**	2,079
		₱4,705,690	₱4,481,368

[(a)]Excluding cash on hand amounting to ₱50 as at December 31, 2025 and 2024.
[(b)]Included under "Other noncurrent assets".

The analysis of the financial assets that were past due but not impaired follows:

	2025						
	Neither Past	Past Due but not Impaired					
	Due nor Impaired	Less than 30 Days	30 to 60 Days	More than 60 Days	Total	Impaired	Total
Cash and cash equivalents[(a)]	₱3,357,726	₱–	₱–	₱–	₱3,357,726	₱–	₱3,357,726
Investment securities -							
Financial assets at:							
FVOCI	665,365	–	–	–	665,365	–	665,365
Amortized cost	468,743	–	–	–	468,743	–	468,743
Trade and other receivables:							
Trade	760	–	–	–	760	9,616	10,376
Accrued interest	74,306	–	–	–	74,306	–	74,306
Due from related parties	–	–	–	4,235	4,235	98,133	102,368
Others	7,217	–	–	–	7,217	17,684	24,901
Rental and security deposits(b)	1,905	–	–	–	1,905	–	1,905
	₱4,576,022	₱–	₱–	₱4,235	₱4,580,257	₱125,433	₱4,705,690

[(a)]Excluding cash on hand amounting to ₱50.
[(b)]Included under "Other noncurrent assets."

	2024						
	Neither Past Due nor Impaired	Past Due but not Impaired: Less than 30 Days	30 to 60 Days	More than 60 Days	Total	Impaired	Total
Cash and cash equivalents[a]	₱1,835,307	₱–	₱–	₱–	₱1,835,307	₱–	₱1,835,307
Investment securities -							
Financial assets at:							
FVOCI	886,793	–	–	–	886,793	–	886,793
Amortized cost	1,549,629	–	–	–	1,549,629	–	1,549,629
Trade and other receivables:							
Trade	760	–	–	–	760	9,616	10,376
Accrued interest	63,216	–	–	–	63,216	–	63,216
Due from related parties	–	–	–	27,662	27,662	85,663	113,325
Others	2,959	–	–	–	2,959	17,684	20,643
Rental and security deposits(b)	2,079	–	–	–	2,079	–	2,079
	₱4,340,743	₱–	₱–	₱27,662	₱4,368,405	₱112,963	₱4,481,368

[a] *Excluding cash on hand amounting to ₱50.*
[b] *Included under "Other noncurrent assets."*

The table below shows the credit quality of the financial assets classified as neither past due nor impaired as at December 31, 2025 and 2024:

	2025			2024		
	High Grade	Standard Grade	Total	High Grade	Standard Grade	Total
Cash and cash equivalents[a]	₱3,357,726	₱–	₱3,357,726	₱1,835,307	₱–	₱1,835,307
Investment securities -						
Financial assets at:						
FVOCI	665,365	–	665,365	886,793	–	886,793
Amortized cost	468,743	–	468,743	1,549,629	–	1,549,629
Trade and other receivables	–	86,518	86,518	–	94,597	94,597
Rental and security deposits[b]	–	1,905	1,905	–	2,079	2,079
	₱4,491,834	₱88,423	₱4,580,257	₱4,271,729	₱96,676	₱4,368,405

[a] *Excluding cash on hand amounting to ₱50 as at December 31, 2025 and 2024.*
[b] *Included under "Other current assets" and "Other noncurrent assets."*

For trade receivables, the Group calculates impairment based on lifetime ECL using a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets at amortized cost, which comprise cash equivalents, investment securities, other receivables (including due from related parties) and rental and security deposits, ECL is based on 12-month ECL. However, the ECL for certain receivables, which are identified as credit-impaired, is based on lifetime ECL.

The credit quality of financial assets is managed by the Group using high grade and standard grade as internal credit ratings.

High Grade. Financial assets with high credit quality are normally collected within the credit period and without history of default collection.

Cash and cash equivalents and investment securities are placed in or deposited with reputable banks, thus, are fully realizable. The probability of default is close to zero and significant change in credit risk is unlikely for these financial instruments.

Standard Grade. Standard grade financial assets pertain mainly to receivables from counter parties that have a strong capacity to meet contractual obligations in the near term and have acceptable probability of default.

Past due receivables from related parties are not impaired when management assesses that these are fully realizable based on the counter parties' available assets.

Receivables from related parties are considered credit-impaired when the counter parties have no liquid assets and/or available assets to pay the outstanding receivables. Thus, these are provided with allowance for impairment losses.

Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's exposure to liquidity risk may arise primarily from mismatch of the maturities of financial assets and liabilities.

The Group's objective is to maintain continuity of funding. The Group's liquidity risk management policy is to measure and forecast its cash commitments, to match debt maturities with the assets being financed, to maintain a diversity of funding sources with its access to bank financing and the capital market and to hold a sufficient level of cash reserves.

The Group monitors its risk of shortage of funds by considering the maturity of both its financial assets and liabilities projected cash flows.

The table below summarizes the maturity profile of the Group's financial assets and liabilities (excluding statutory payables) used to manage liquidity based on contractual undiscounted payments.

	2025				2024			
	Upon Demand	Within One Year	Over One Year	Total	Upon Demand	Within One Year	Over One Year	Total
Financial Assets								
Cash and cash equivalents	₱3,357,726	₱–	₱–	₱3,357,726	₱1,835,307	₱–	₱–	₱1,835,307
Investment securities -								
Financial assets at:								
Amortized cost	–	282,344	186,399	468,743	–	1,549,629	–	1,549,629
FVOCI	665,365	–	–	665,365	–	886,793	–	886,793
Trade and other receivables	7,216	79,302	–	86,518	2,959	91,638	–	94,597
Rental and security deposits	–	–	1,905	1,905	–	–	2,079	2,079
Total undiscounted financial assets	4,030,307	361,646	188,304	4,580,257	1,838,266	2,528,060	2,079	4,368,405
Financial Liabilities								
Trade payables	–	893	–	893	–	524	–	524
Accrued expenses	–	9,051	–	9,051	–	9,708	–	9,708
Dividends payable	6,554	–	–	6,554	6,554	–	–	6,554
Other current liabilities	–	995	–	995	–	970	–	970
Lease liabilities	–	2,842	–	2,842	–	8,127	2,812	10,939
Total undiscounted financial liabilities	6,554	13,781	–	20,335	6,554	19,329	2,812	28,695
Net undiscounted financial assets (liabilities)	₱4,023,753	₱347,865	₱188,304	₱4,559,922	₱1,831,712	₱2,508,731	(₱733)	₱4,339,710

Capital Management

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

The Group competes in an industry where opportunities for growth still abound. Projects are selected if their expected returns are higher than cost of capital. Funding is sourced from a combination of retained earnings, debt and new capital. The Group aims for flexibility in the capital structure to meet changing conditions and adapt with minimum cost and delay. It looks at solvency by keeping its debt capacity within its ability to generate future cash flows.

The Group is not subject to externally imposed capital requirements. The table below summarizes the equity components of the Group.

	2025	2024
Capital stock	₱1,148,535	₱1,148,535
Additional paid-in capital	451,364	451,364
Parent shares held by a subsidiary	(1,149,886)	(1,149,886)
Retained earnings	3,298,264	3,160,976
Other equity reserves	825,496	748,405
	₱4,573,773	₱4,359,394

Fair Values

The following is a comparison by category of carrying amounts and fair values of the Group's financial instruments that are reflected in the consolidated financial statements:

	2025		2024	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets				
Cash and cash equivalents	₱3,357,726	₱3,357,726	₱1,835,357	₱1,835,357
Investment securities -				
Financial assets at:				
Amortized cost	468,743	468,743	1,549,629	1,549,629
FVOCI	665,365	665,365	886,793	886,793
Trade and other receivables	86,518	86,518	94,597	94,597
Rental and security deposits	1,905	1,905	2,079	2,079
	₱4,580,257	₱4,580,257	₱4,368,455	₱4,368,455
Financial Liabilities				
Trade and other payables*:				
Trade	₱893	₱893	₱524	₱524
Accrued expenses	9,051	9,051	9,708	9,708
Dividends	6,554	6,554	6,554	6,554
Other current liabilities	995	995	970	970
Lease liabilities	2,842	2,842	10,939	10,939
	₱20,335	₱20,335	₱28,695	₱28,695

**Excluding statutory payables amounting to ₱5,884 and ₱6,116 as at December 31, 2025 and 2024, respectively.*

The following methods and assumptions were used to estimate the fair value of each class of financial instrument for which it is practicable to estimate such value:

Cash and Cash Equivalents, Financial Assets at Amortized Cost, Trade and Other Receivables and Trade and Other Payables (excluding statutory payables). Due to the relatively short-term maturities of the financial assets and liabilities, the fair values approximate the carrying amounts at initial recognition.

Financial Assets at FVOCI. The fair value of the Group's financial assets at FVOCI is estimated by reference to quoted bid price in an active market at the end of the reporting period and is categorized as Level 1.

Lease Liabilities. The fair value of lease liabilities was determined based on Level 2 in which the inputs are based on the discounted interest rate of the prevailing comparable instrument in the market.

Rental and Security Deposits and Other Noncurrent Liabilities. Fair values of security deposits are based on the present value of the expected future cash flows using discount rates ranging from 1.21% to 1.81%. These are categorized under Level 2 of the fair value measurements hierarchy for financial instruments.

For the years ended December 31, 2025 and 2024, there were no transfers between Level 1 and Level 2 fair value measurement.

REPORT OF INDEPENDENT AUDITORS
ON SUPPLEMENTARY SCHEDULES FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION

The Stockholders and the Board of Directors
Paxys, Inc.
15th Floor, 6750 Ayala Office Tower
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Paxys, Inc. (the Parent Company) and Subsidiaries (the Group) as at December 31, 2025 and 2024 and for the years ended December 31, 2025, 2024 and 2023 and have issued our report thereon dated March 16, 2026. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The accompanying Supplementary Schedules for submission to the Securities and Exchange Commission (SEC) are the responsibility of the Group's management.

The supplementary schedules include the following:

- Schedule Required under Annex 68-E of the Revised Securities Regulation Code (SRC) Rule 68 as at and for the years ended December 31, 2025 and 2024
- Schedules Required under Annex 68-J of the Revised SRC Rule 68 as at and for the year ended December 31, 2025
- Reconciliation of the Parent Company Retained Earnings Available for Dividend Declaration for the year ended December 31, 2025
- Corporate Structure as at December 31, 2025

The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, is the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) Accounting Standards and may not be comparable to similarly titled measures presented by other companies. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2025 and 2024 and for the years ended December 31, 2025, 2024 and 2023 and no material exceptions were noted.

The supplementary schedules are presented for purposes of complying with the Revised SRC Rule 68 issued by the SEC, and are not part of the basic consolidated financial statements. The supplementary schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, fairly state, in all material respects, the financial data required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

REYES TACANDONG & CO.

MICHELLE R. MENDOZA-CRUZ
Partner
CPA Certificate No. 97380
Tax Identification No. 201-892-183-000
BOA Accreditation No. 4782/P-011; Valid until June 6, 2026
SEC Accreditation No. 97380-SEC Group A
Issued April 8, 2021
Valid for Financial Periods 2024 to 2025
BIR Accreditation No. 08-005144-012-2025
Valid until September 10, 2028
PTR No. 10764028
Issued January 2, 2026, Makati City

March 16, 2026
Makati City, Metro Manila

PAXYS, INC. AND SUBSIDIARIES

LIST OF SUPPLEMENTARY INFORMATION

DECEMBER 31, 2025

Schedules Required under Annex 68-J of the Revised Securities Regulation Code Rule 68

		Page No.
A	Financial Assets	1
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)	2
C	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of the Financial Statements	3
D	Long-term Borrowings	*
E	Indebtedness to Related Parties	*
F	Guarantees of Securities of Other Issuers	*
G	Capital Stock	4

Other Required Information

H	Reconciliation of the Parent Company Retained Earnings Available for Dividend Declaration for the year ended December 31, 2025	5
I	Financial Soundness Indicators as at and for the years ended December 31, 2025 and 2024	6
J	Corporate Structure as at December 31, 2025	7

* *Not Applicable*

SCHEDULE A

PAXYS, INC. AND SUBSIDIARIES

FINANCIAL ASSETS

DECEMBER 31, 2025

Amounts in Thousands

Financial Asset/ Name of issuing entity	Number of Shares or Principal Amount of Bonds	Amount Shown in the Consolidated Statement of Financial Position	Income Received and Accrued
Financial Assets at Fair Value through Other Comprehensive Income			
Bank Julius Baer	$8,444	₱496,467	₱23,293
Hongkong and Shanghai Banking Corporation Limited	2,873	168,897	5,290
J.P Morgan Chase	–	–	5,404
	$11,317	₱665,364	₱33,987
Financial Assets at Amortized Cost			
Export Import Bank of Malaysia	$4,780	₱282,320	₱14,358
United Overseas Bank Ltd	3,171	186,423	748
Overseas Chinese banking	–	–	34,745
Petronas Capital	–	–	9,216
DBS Group Holdings Ltd	–	–	3,671
	$7,951	₱468,743	₱62,738
Trade and Other Receivables – Net			
Due from related parties		₱4,235	₱–
Trade		760	–
Accrued interest		74,306	–
Others		7,217	–
		₱86,518	₱–
Rental and Security Deposits		₱1,905	₱–
		₱1,222,530	₱96,725

SCHEDULE B

PAXYS, INC. AND SUBSIDIARIES
AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES AND PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)
DECEMBER 31, 2025

Amounts in Thousands

	Balance at Beginning of Year	Additions	Amounts Collected	Amounts Written-off	Current	Noncurrent	Balance at end of year
Advances to officers and employees	₱1,214	₱–	₱–	₱–	₱–	₱–	₱1,214

SCHEDULE C

PAXYS, INC. AND SUBSIDIARIES

AMOUNTS RECEIVABLE FROM RELATED PARTIES WHICH ARE ELIMINATED DURING CONSOLIDATION OF FINANCIAL STATEMENTS

DECEMBER 31, 2025

Amounts in Thousands

Related Parties	Balance at Beginning of Year	Additions*	Amounts Collected*	Current	Noncurrent	Balance at end of Year
Due from Related Parties						
Paxys Global Services, Inc.	₱67,512	₱56	₱–	₱67,568	₱–	₱67,568
Scopeworks Asia, Inc.	46,353	126	5,501	40,978	–	40,978
Paxys Global Services Pte. Ltd	41,025	1,647	–	42,672	–	42,672
Paxys N.V.	21,683	69	18,926	2,826	–	2,826
Paxys Global Services Ltd. Regional Operating Headquarters	4,735	281	–	5,016	–	5,016
Paxys Ltd.	27,092	1,571	–	28,663	–	28,663
	₱208,400	₱3,750	₱24,427	₱187,723	₱–	₱187,723

**inclusive of foreign currency translation adjustments on dollar-denominated receivables*

SCHEDULE G

PAXYS, INC. AND SUBSIDIARIES

CAPITAL STOCK

DECEMBER 31, 2025

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related consolidated statement of financial position caption	Number of shares reserved for options, warrants, conversion, and other rights	Number of shares held by related parties	Directors and officers	Others
Common shares – "Class A" at ₱1 par value	1,800,000,000	1,148,534,866	–	976,466,515	217,800	171,850,551

SCHEDULE H

PARENT COMPANY'S RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

FOR THE REPORTING PERIOD ENDED DECEMBER 31, 2025

PAXYS INC.

15th Floor, 6750 Ayala Office Tower

Ayala Avenue, Makati City

	Amount
Deficit as at the beginning of reporting period	(₱319,966,079)
Add: Net loss for the current year	(1,308,957)
Add/Less: Category F: Other items that should be excluded from the determination of the amount of available for dividend distribution	
Net movement of unrealized foreign exchange	(2,525,877)
Net movement on set-up of ROU assets and lease liabilities	(934,832)
Deficit as at the end of reporting period	(₱324,735,745)

PAXYS, INC. AND SUBSIDIARIES

FINANCIAL SOUNDNESS INDICATORS

DECEMBER 31, 2025 AND 2024

Amounts in Thousands

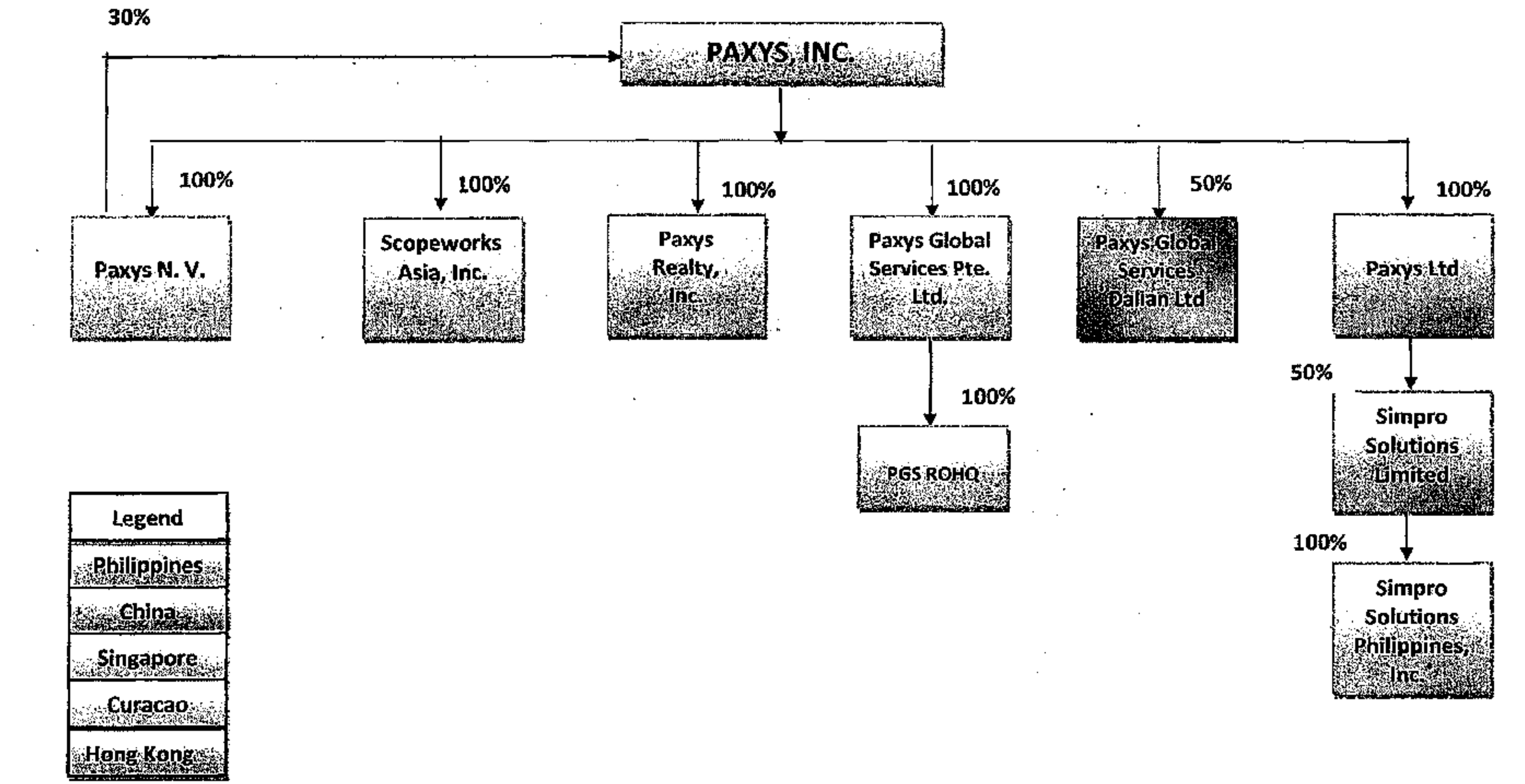
	Formula		2025	2024
Liquidity ratio				
Current ratio	Total Current Assets	₱4,435,211	169.22:1	136.83:1
	Divide by: Total Current Liabilities	26,210		
	Current ratio	169.22		
Solvency ratio				
Debt to equity ratio	Total Liabilities	₱55,251	0.01:1	0.01:1
	Divide by: Total Equity	4,573,773		
	Debt to equity ratio	0.01		
Profitability ratio				
Return on equity	Net Income	₱137,288	3.0%	3.04%
	Divide by: Total Equity	4,573,773		
	Return on equity	0.03		
Net income margin	Net Income	₱137,288	61%	50%
	Divide by: Revenue	226,425		
	Net income margin	0.61		
Earnings before interest, tax, depreciation and amortization (EBITDA) margin	Net income before tax	₱145,125	67%	60%
	Add: Depreciation and amortization	7,385		
	Interest expense	317		
	EBITDA	152,827		
	Divided by: Revenue	226,425		
		0.67		

SCHEDULE J

PAXYS, INC. AND SUBSIDIARIES

CORPORATE STRUCTURE

AS AT DECEMBER 31, 2025



*Currently under dissolution and liquidation. See Notes to Consolidated Financial Statements

PAXYS, INC. AND SUBSIDIARIES

SUPPLEMENTARY SCHEDULE OF EXTERNAL AUDITOR FEE-RELATED INFORMATION

AS AT AND FOR THE YEAR ENDED DECEMBER 31, 2025 AND 2024

	2025	2024
Total Audit Fees	**₱1,350,000**	₱1,300,000
Total Non-audit Fees	**–**	–
Total Audit and Non-audit Fees	**₱1,350,000**	₱1,300,000

SUSTAINABILITY REPORT

(In compliance to the Securities Exchange Commission's Memorandum Circular No. 4, Series of 2019)

Contextual Information

Name of Organization	Paxys, Inc. (Paxys, the "Parent Company" or the "Company")
Location of Headquarters	15th floor, 6750 Ayala Office Tower, Ayala Avenue, Makati City
Location of Operations	Paxys, Inc. has one operating subsidiary, Scopeworks Asia, Inc. (SWA). The registered office address of SWA is 3rd Floor, GA Alvarez Building, 21 A Mabini Street, Poblacion, San Pedro, Laguna.
Report Boundary: Legal entities (e.g., subsidiaries) included in this report	This report covers the Parent Company. SWA's managed facility service contracts ended in 2024, hence, there were no operations in 2025.
Business Model, including Primary Activities, Brands, Products, and Services	Paxys, Inc. is an investment holding company incorporated in the Philippines. The Company was formerly known as Fil-Hispano Holdings Corporation, registered with the Philippine Securities and Exchange Commission (SEC) on February 14, 1952.
Reporting Period	January 1 to December 31, 2025
Highest Ranking Person responsible for this report	Tarcisio M. Medalla, Chairman and President

Materiality Process

Paxys recognizes that corporate sustainability is essential in ensuring long-term corporate success. More than taking business profits, Paxys ensures that the company and its subsidiaries operate responsibly, complies with good corporate governance and regulatory requirements, and cares for the environment, the people, and the community where it operates.

This report particularly covers the sustainability performance of Paxys, Inc.

The Group started its formal sustainability program by identifying the key personnel who are more exposed in managing the business and would be in the best position to become part of the core team for this program. These core team members, composed of a mix of employees with strong background in operations, accounting, legal, risk management, and corporate governance, were sent by the Company to a series of external sustainability reporting workshops, trainings, seminars, and development programs to keep them abreast of best sustainability practices from other businesses within the same industry.

Guided by the GRI standards and best industry practices, the core team members of the Group carefully assessed and reviewed the Group's business activities, including the risks faced by and opportunities available to the Group and their economic, social, and environmental impact. Various stakeholders were consulted in the process. Material topics significant to its operations were also identified and further validated through engagement sessions with officers and concerned team members within the organization. The following matrix was used to assist the Group in determining the material topics for this report:

The topics which are of high significance and with high impact are as follows:

Economic	Environment	Social
• Economic Performance • Procurement	• Resource Management	• Employee Management • Workplace Conditions, Labor Standards, Human Rights • Customer Privacy • Data Security

ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount (In Php Million)
Direct economic value generated (revenue)	3.5
Direct economic value distributed:	
a. Operating Costs	0
b. Employee wages and benefits	24.88
c. Payment to suppliers, other operating costs	67.72
d. Dividends given to stockholders and interest payments to loan providers	-
e. Taxes given to government [1]	8.16
f. Investments to community (e.g., donations, CSR)	-[2]

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
The performance of the Company highly impacts its stakeholders through the economic values generated from its business operations. Significant portions of the generated economic value flows back to the Company's stakeholders which include: - investors as added value to their investment - suppliers as payment for their products and services - employees as compensation for their work and service; and - government as payment for taxes	Investors Employees Suppliers Community Government	Paxys is aware of the economic impact of its business. Through its business operations, the Company makes available employment opportunities and livelihood not only to privileged and college graduates but also to a wide range of unemployed and underemployed at varying age groups regardless of achievement and social status. As a way of doing business, Paxys ensures that all regulatory requirements are complied with, stakeholders are timely informed and relevant business updates and information are shared, and its people and stakeholders are well taken care of.
What are the risks identified?		
Though the Business Process Outsourcing (BPO) and facilities management industries outlook in the Philippines remains to be positive, market risk is still a threat primarily because of possible changes in government policy that effectively reduce the country's competitive advantage. On top of this, BPO and facilities management companies in the country also compete within the industry.	Investors Employees Suppliers Government	The Company provides employees with fair and competitive compensation and benefits. It also implements policies and controls to ensure compliance with labor laws and regulations. The Company also endeavors to provide quality service to its facilities management clients through cost-effective and cost-efficient workspaces and infrastructure.

[1]Includes local business taxes, income taxes, and final taxes

[2]The Company provides assistance to its employees, stakeholders, and the community where it operates. However, the donations and assistance provided are immaterial to the total expenses of the Company.

The Group has also identified technology risk as a threat to the business. Over the past several years, the data conversion /transcription program decelerated mainly due to technological advancement and process automation in general, and developments in artificial intelligence in particular. The more reliable the technology, the lesser human intervention and quality assurance required.		Moreover, the Company ensures that it is aware of the more recent developments in technology where facilities management is concerned in order that it can offer the required services as competitive rates.
What are the Opportunity/ies identified?		
While market and technology risks exist, there are still ample business opportunities for the Group and the BPO industry. Philippines remains to be a strong and competitive player in the BPO industry which allows the country to attract both foreign and local investors. Labor cost remains to be competitive in the Region and with continuous trainings, the Filipino workers are considered as hardworking and competent in any field. On the other hand, technology advancement also helps the Group to be more efficient in its back-office processes. Demand for data conversion and transcription services may have declined, but there is also growth in other technology-related solutions and services which include managed seat lease facility and disaster recovery sites, as well as systems integration services, which are actively pursued by the Group.		Part of the overall business strategy is to continuously seek business opportunities not only in data conversion and transcription programs but also in other outsourced and managed services where there is a growing demand/market.

Climate-related Risks and Opportunities[3]

The Group's business does not create significant carbon footprint, hence climate-related risks and opportunities have a relatively low significance to the Group as compared to other industries. However, Paxys recognizes that climate change is a global issue that goes beyond gas emissions and energy, and it may have an impact not just on the Group but on everyone, both in the country and globally. It therefore requires concerted efforts between the government, international organizations, businesses, investors, and the general public.

For its part, Paxys has assessed the related risks and opportunities and has established programs, policies and action plans designed to mitigate the identified climate-related risks as well as take advantage of or act upon the related potential opportunities.

[3] *Adopted from the Recommendations of the Task Force on Climate-Related Financial Disclosures. The TCFD Recommendations apply to non-financial companies and financial-sector organizations, including banks, insurance companies, asset managers and asset owners.*

Governance	Strategy	Risk Management	Metrics and Targets
The Board of Directors sets the tone at the top and takes into earnest consideration climate related risks and opportunities across the business. Through its Executive Committee, the Board oversees the implementation of company plans and programs to address climate-related risks and related opportunities.	Through the management and officers of the Company, the Group continuously monitors the impact of climate change to the business. While none has been identified as material, physical, acute, and chronic climate-related risks that could have an impact to the Group are monitored.	As part of the Group's Enterprise-wide Risk Management program, climate-related risks were identified and assessed taking into consideration the Group's industry, its nature, and business operations. Such climate-related risks were addressed depending on the likelihood and materiality of its impact to the business. Action plans were prepared accordingly to address those which are likely to happen and those which could have a material impact to the Group overall.	Given the nature of the Company's business, the Group adopts a simplified approach in assessing and managing all business risks, climate-related ones included. The key metrics used are the probability or likelihood of the risk to happen and the potential impact to the Group as a whole. Based on industry practice, an impact of at least 10% of the Group's consolidated assets would be considered material by the Group.

Climate-related risks which may have an impact on the Group include strong earthquake, severe weather conditions, and flooding. These risks may result in a multitude of issues such as supply chain disruption, unavailability of transportation, health risk, and other issues which could significantly impact the Company's workforce.

Unavailability of electricity and data connectivity due to natural disasters will also be a risk to the Group as this could lead to hampered operations, which would ultimately result in failure of service delivery.

To address the above risks, the Group ensures that plans and procedures are in place to ensure business continuity despite the presence of climate-related business risks. Initiatives include provision of food and sleep areas, when necessary, inclusion of insurance and health care program and benefits for employees, and continuous monitoring of weather conditions.

The Group has set-up network connectivity via virtual and cloud solutions to enable the Group to work remotely either from home or dispersed office locations in the event of disaster. Multiple back-ups of critical company data and redundant communication links with various internet providers are available to provide about 99% data connectivity. Power generators with capacity to operate all equipment at the main office and managed sites are on stand-by to ensure continuity of business in case of any short-term or prolonged power failure due to inclement weather and disturbance.

Other climate-related business risks are addressed by obtaining applicable insurance covers to reduce the company's exposure to an acceptable and tolerable level.

Opportunities identified by the Group include tapping the unserved markets for managed facility services and disaster recovery sites, which the company can potentially serve using underutilized company resources.

Procurement Practices

Proportion of spending on local suppliers:

Disclosure	Quantity	Units
Percentage of procurement budget that is spent on local suppliers	100	%

What is the impact and where does it occur? What is the organization's involvement in the impact	Which stakeholders are affected?	Management Approach
Paxys' business does not require critical and supplier-dependent materials and machinery for it to operate. The company only requires an office space with workstations, computers, basic office supplies, and internet connectivity. Spending on local suppliers boosts the local economy, builds a thriving community, and creates jobs.	Suppliers Community	The group supports sustainable procurement by taking into consideration social and environmental factors upon product consumption and when making procurement decisions. While cost is a major consideration in all purchases, the Company puts premium and value to innovative products and services that have lesser environmental impact or footprint. Preference is given to local suppliers as this helps the country's economy. Supporting local suppliers helps promote employment and creates jobs, thereby aiding in the alleviation of poverty. Procurement policies are also in place to ensure that fair, ethical, and legal practices are conducted in all of the Company's procurement transactions.
What are the Risks Identified?		
Local suppliers may not always have the capacity to deliver or satisfy the requirements of the Company. Eco-friendly materials may not necessarily result in lower cost.		The Company ensures that it has an adequate pool or network of suppliers and only transacts with reputable suppliers to protect its business.
What are the Opportunity/ies Identified?		
There is a growing niche for sustainable, innovative, and digital products and services		The Company endeavors to search for and engage with suppliers that offer products and services that are sustainable and aligned with advances in technology.

Anti-corruption

Training on Anti-corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	100	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Proper training across the organization would result in minimal or zero incidents of corruption thereby resulting in increased stakeholder trust and Government confidence. Lack of training and communication on the Company's policies and procedures on anti-corruption creates ambiguity, results in misaligned corporate values, and creates an opportunity for misguided and corrupt people to engage in corrupt practices.	Employees Suppliers	Paxys is committed to high standards of ethical, moral, and legal conduct. The Company has a formal Code of Business Conduct and Ethics in place, which includes policies on bribery and anti-corruption. The policy covers all employees of the Company and its subsidiaries regardless of rank, position, status, or classification. These policies and procedures are cascaded to all employees and stakeholders. Regular refresher is done through internal information campaigns and trainings. The policy is periodically reviewed and updated, as necessary.
What are the Risks Identified?		It is vital that internal controls are in place to prevent and deter corrupt business practices. Policies, internal control, and procedures are communicated across the organization and to all stakeholders not only through trainings but across multiple platforms and methods.
Reputational Financial Compliance and Regulatory Risk		
What are the Opportunity/ies Identified?		
The Group already has formal trainings, policies, and procedures against corrupt practices. Other than these, there are no new opportunities identified related to this.		

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	%
Number of incidents in which employees were dismissed or disciplined for corruption	0	%
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	%

What is the impact and where does it occur? What is the organization's involvement in the impact	Which stakeholders are affected?	Management Approach
Paxys puts high regard to the integrity of its people and has zero tolerance for corrupt practices regardless of amount and magnitude involved. Corrupt practices, when not prevented and detected, could pose serious financial losses to the Company, damage the Company's reputation, and even lead to serious legal and regulatory compliance issues. Proper internal controls, policies, and procedures would generally help prevent and deter corrupt practices.	Shareholders Employees Suppliers	The Company does not tolerate corruption in all forms. It has several layers of internal control mechanisms to prevent, detect and monitor potential corrupt practices within the organization across all functional roles, business processes and transactions. The tone at the top serves as the core and backbone for preventing corrupt practices. Policies and procedures are implemented and communicated across the organization. The Audit, Risk Management, and Related Party Transactions Committee of the Company requires regular reporting of possible anomalies, corruption, and internal control breakdown or weaknesses. Directors, officers, and employees are encouraged to report suspected anomalies, illegal acts, malpractice, and violations in the organization's Code of Discipline, Code of Ethics and Conduct and other company rules and regulations without fear of retaliation, punishment, or unfair treatment thru the Company's whistleblowing mechanism. Other policies implemented to prevent and deter corrupt practices in the organization include conflict of interest policy, insider trading policy and related party transactions policy.
What are the Risks Identified?		
Reputational Financial Compliance and Regulatory Risk		
What are the Opportunity/ies Identified?		
The Group already has formal trainings, policies, and procedures against corrupt practices. Other than these, there are no new opportunities identified related to this.		

ENVIRONMENT

Resource Management

The Company can operate with minimal energy use. Primary use for energy pertains to electricity consumed for powering up the company's office lights, air-conditioning, and computers. Water consumption is mainly for drinking and personal use of employees. Gasoline and diesel consumption are immaterial and not monitored extensively as this pertains only to the requirement for few vehicles designated as company shuttle and for personal use of select company officers

Energy consumption within the organization:

Disclosure	Quantity	Units
Energy consumption (renewable sources)	NA	NA
Energy consumption (gasoline)	Immaterial	Liters
Energy consumption (LPG)	NA	NA
Energy consumption (diesel)	Immaterial	Liters
Energy consumption (electricity)	Immaterial	KwH

Reduction of energy consumption

Disclosure	Quantity	Units
Energy reduction (renewable sources)	N/A	NA
Energy reduction (LPG)	N/A	NA
Energy reduction (diesel)	N/A	Liters
Energy reduction (electricity)	N/A	KwH
Energy reduction (gasoline)	N/A	Liters

What is the impact and where does it occur? What is the organization's involvement in the impact	Which stakeholders are affected?	Management Approach
Implementing energy-efficient measures can significantly reduce gas emissions that contribute to climate change. Energy efficiency also provides financial benefits i.e., reduced costs and expenses.	Employees Community	The Company has minimal energy requirement in the conduct of its operations. However, it still employs basic rules and procedures to ensure efficient energy consumption: - Office equipment and vehicles are regularly maintained to ensure they are functioning efficiently. - Sleep/standby settings for all equipment are activated to save energy when inactive. - The Company makes the best use of natural daylight, whenever possible. - Employees and building occupants are well-informed about the importance of energy management. - Employees are highly encouraged to take part in the resource management efforts of the Company in both the workplace and their respective homes.

What are the Risks Identified?		
Inefficient use of energy will drive up the cost and expenses of the Company and will adversely impact the environment.	Shareholders Employees Community	The Company has invested in latest energy-saving lights (LED) and inverter air-conditioning systems for power efficiency and cost-saving measures.
What are the Opportunity/ies Identified?		
Advanced technology has introduced several energy-saving products that the Company can make use of to achieve its energy consumption targets.		

Water consumption within the organization

Disclosure	Quantity	Units
Water withdrawal	N/A	Cubic Meters
Water consumption	Immaterial	Cubic Meters
Water recycled and re-used	N/A	Cubic Meters

What is the impact and where does it occur? What is the organization's involvement in the impact	Which stakeholders are affected?	Management Approach
Conserving water guards the Company against rising costs and future water shortage. Lower consumption helps the Company lessen its utility cost.	Shareholders Employees Community	Water consumption is mainly for drinking and for personal use of employees. However, in support of the global call for water conservation, basic rules, and procedures to ensure efficient water consumption are being implemented: - Pipes and faucets are regularly checked for any leaks and are immediately repaired. - Faucets are turned-off when not in use. - Employees are well-informed about the importance of water management. - Employees are highly encouraged to take part in the resource management efforts of the Company in both the workplace and their respective homes.
What are the Risks Identified?		
Inefficient use of water will drive up the Company's utility expense and will adversely impact the environment.		
What are the Opportunity/ies Identified?		
New water-saving technology can be utilized by the Company for more efficient use of water resources.		

The following sustainability topics and sub-topics, including the associated risks and opportunities, are immaterial to the Group and are not included in the report:

- Materials used by the organization
- Ecosystems and biodiversity
- Environmental impact
- Management of Air emissions
  - GHG
  - Air pollutants
- Solid and Hazardous Wastes
  - Solid waste
  - Effluents
  - Hazardous Waste
- Environmental compliance: Non-compliance with Environmental laws and regulations

SOCIAL

Employee Management

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees[4]		
a. Number of female employees	7	No.
b. Number of male employees	2	No.
Attrition rate[5]	0	Rate
Ratio of lowest paid employee against minimum wage	0	Ratio

Employee benefits

Disclosure	Quantity	Units
SSS (coverage)	9	100%
SSS Maternity	1	11%
SSS Sickness	0	0%
SSS EC	0	0%
SSS Salary Loan	4	44%
PhilHealth (coverage)	9	100%
PhilHealth Hospitalization	0	0%
Pag-ibig (coverage)	9	100%
Pag-ibig Salary Loan	2	22%
Parental leaves	0	0%
Vacation leaves	7	78%
Sick leaves	3	33%
Medical benefits aside from Philhealth[6]	9	100%

[4] *Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)*

[5] *Attrition = (no. of turnover-no. of new hires)/(average of total no. of employees of previous year and total no. of employees of current year)*

[6] *The company provides health insurance to all employees. The company also procured flu and pneumonia vaccines offered for free to employees and their immediate family members.*

List of Benefits	Y/N	% Of Female Employees Who Availed for the Year	% Of Male Employees Who Availed for the Year
Housing Assistance (aside from Pag-Ibig)	N	N/A	N/A
Retirement fund (aside from SSS)	N	N/A	N/A
Further education support	N	N/A	N/A
Company stock options	N	N/A	N/A
Telecommuting [7]	Y	100%	100%
Flexible working hours	Y	0%	0%

What is the impact and where does it occur? What is the organization's involvement in the impact	Management Approach
People are one of the Company's major assets. Employees who are well-compensated are more productive, positive, and engaged in the business. This leads to better operational performance resulting to better service, increased business value, and stakeholder trust and confidence.	The Company implements a wholistic and integrated approach in managing its human resource. Guided by applicable best industry practices and relevant labor laws and regulations, Company policies and procedures are in place from recruitment, benefits, training, and retention, up to separation to ensure the well-being of employees.
What are the Risks Identified?	
Employee compensation and benefit program is one of the factors that impacts attrition or turnover in any organization. Attractive employee benefits, while vital in recruitment, retention, and productivity, is increasingly becoming costly year on year.	Performance evaluation system is designed and implemented to provide equitable basis of rewards and promotion. Employee satisfaction feedback mechanism is also in place to aid the Human Resource Department in understanding concerns and issues of the employees
What are the Opportunity/ies Identified?	
Social media and data analytics provide a platform to reach out to a broader audience for leverage on recruitment, building employee engagement and communication, strategic real-time listening tools for business intelligence, and expanding learning opportunities among employees.	

[7]*The Group continued to adopt alternating work from home arrangements in order to ensure the health and safety of employees in addition to helping the employees alleviate the effects of rising transportation cost as well as improve productivity, which is impacted by the worsening traffic conditions in the metro.*

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees		
a. Female employees	1,044	Hours
b. Male employees	4	Hours
Average training hours provided to employees		
a. Female employees	104.4	Hours/employee
b. Male employees	2	Hours/employee

<table>
<tr><th>What is the impact and where does it occur? What is the organization's involvement in the impact</th><th>Management Approach</th></tr>
<tr><td>Robust training programs help attract and retain employees which serves as talent pool for the Company's succession planning.

Employees who are trained and developed for their functions are more productive, efficient, and effective in the discharge of their duties adding more value to the business.</td><td rowspan="5">The Company is committed to providing continuous learning and development to its people at all levels from directors, officers, managers and down to the staff levels.

A comprehensive in-house training was established across the organization with the aim of improving the skills of employees to equip them with the necessary training for the efficient and effective discharge of their functions. Various learning programs were designed and tailored to address the specific training and educational needs of employees across all levels and functions.

When necessary, employees are sent to external trainings or further studies abroad to ensure that its workforce is up to date with the latest skills, knowledge, and best industry practices in order to perform in the best way possible.</td></tr>
<tr><th>What are the Risks Identified?</th></tr>
<tr><td>Highly trained and competent employees are in-demand not only within the BPO industry but in other industries as well. Hence, risk of attrition is always present.

Training and development results in additional overhead cost to the Company.

Lack of training in the workplace results to poor employee performance, which may impact business operations causing financial losses or even brand and reputational risks.</td></tr>
<tr><th>What are the Opportunity/ies Identified?</th></tr>
<tr><td>With technology advancement and availability of social media and internet, training and development need not be expensive.</td></tr>
</table>

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	0	%
Number of consultations conducted with employees concerning employee-related policies	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact	Management Approach
The Group does not have an existing organized labor union and collective bargaining agreement. However, through open communication between employees and management, labor issues are properly managed, and issues are addressed and acted upon. This process helps ensure employees are valued and heard in the organization and fosters a positive culture and good working environment.	Even without the collective bargaining agreements and labor unions, Paxys takes care of the needs and employment-related issues of its employees. The Group also ensures fair treatment of employees, and it adopts industry standard labor practices in all its business dealings. The Group also maintains an open communication line across the organization. Business strategies plans, and policies are communicated across the organization and within departments. Team sessions and huddles are regularly conducted from top management down to the staff level. The Company also adheres to and complies with labor laws as well as rules and regulations issued by the Department of Labor and Employment.
What are the Risks Identified?	
Poor communication at work may lead to disagreements, employee dissatisfaction, and/or a stressful working environment that could result in disruption of business operations.	
What are the Opportunity/ies Identified?	
Instead of labor unions, the Company must highly value a harmonious working relationship between management and employees.	

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% Of female workers in the workforce	7	78%
% Of male workers in the workforce	2	22%
Number of employees from Indigenous communities and/or vulnerable sector*	0	%

**Vulnerable sector includes elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)* [8]

What is the impact and where does it occur? What is the organization's involvement in the impact	Management Approach
Equal opportunity and diversity in the workplace reduce conflicts among team members and unite, rather than divide, them with a common purpose. They also make available to the Company a talent pool with a wide range of ideas and varying levels of innovation and result in increased employee confidence and engagement as well as decreased employee turnover.	The Company gives equal opportunity to all, regardless of gender, race, age, ethnicity, sexual orientation, religion, social and civil status. The Company ensures that all employees have equal opportunities to succeed and prevents individuals from being discriminated against or treated differently due to certain personality or physical characteristics. The Company also adheres and complies to labor laws and the rules and regulations issued by the Department of Labor and Employment.
What are the Risks Identified?	
Common challenges of diversified workplace include communication barriers, conflicting beliefs, and generational differences.	
What are the Opportunity/ies Identified?	
Businesses need to keep abreast of changing employer-related laws and trends, especially diversity-related changes. Organizations should regularly review internal policies and make sure they reflect the most current laws and regulations.	

[8]*The Company has no available data regarding the family financial status of each employee within the organization*

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-hours	No available data	Man-hours
No. of work-related injuries	0	#
No. of work-related fatalities	0	#
No. of work-related ill-health	0	#
No. of safety drills	1	36

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
A safe and healthy workplace protects the employees from injury and illness and reduces employee absences and turnover. It is important for all industries to promote protection and wellness of its human capital.	The Company ensures that the workplace conditions are always compliant with the Occupancy Safety and Health Standards set by the Department of Labor and Employment (DOLE). Safety and emergency drills are periodically conducted to raise preparedness in case of actual emergency disaster. Established safety procedures are in place and safety officers are assigned. The company also keeps abreast of health-related information and developments through the Human Resource Department to provide awareness and encourage healthier lifestyle amongst employees. The company also ensures that appropriate health insurance is provided to all employees.
What are the Risks Identified?	
Lack of safety precautions in the workplace may cause on-the-job injuries and accidents. While physical hazards and work-related injuries are not common within the BPO and facilities management industries, there are lifestyle-related diseases associated with workers in the BPO industry. In addition, global and local health organizations have recently been providing information on new virus strains that are coming out, especially after the COVID pandemic.	
What are the Opportunities Identified	
While the rapid growth of the BPO industry has created significant employment opportunities, there are calls within the BPO industry to come up with a more improved, holistic, and integrated workplace-based approach to address the issues of stress, poor diet, physical inactivity, tobacco and alcohol use, HIV/AIDS, and other communicable diseases for BPO workers.	

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallow violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

<table>
<tr><th></th><th>Y/N</th><th>If Yes, cite reference in the Company Policy</th></tr>
<tr><td>Forced labor</td><td>Y</td><td rowspan="3">The Company adopts and complies with government-mandated laws and policies concerning forced labor, child labor, and human rights.</td></tr>
<tr><td>Child labor</td><td>Y</td></tr>
<tr><td>Human rights</td><td>Y</td></tr>
</table>

<table>
<tr><th>What is the impact and where does it occur? What is the organization's involvement in the impact?</th><th>Management Approach</th></tr>
<tr><td>Respect for human rights is a fundamental business responsibility. Human rights and labor rights are inseparable, interrelated and mutually supportive.

Compliance and respect to the existing laws and regulations on labor and human rights promote a good working environment resulting to higher stakeholder trust and confidence.</td><td rowspan="6">The Company adheres to the rules and regulations pertaining to labor laws and human rights.

The Company does not hire and does not permit any irregularities such as forced labor and child labor within the organization. The HR Department has established qualifications for potential applicants in the Company. Strict pre-employment checks and reviews are conducted to ensure all Company requirements are met prior to employment contract signing.

The Company's Code of Conduct (COC) ensures that there is order and discipline among the employees in the organization. These is an established set of Company policies and procedures to ensure labor and human rights of employees are protected and include specific provisions on harassment and bullying.

There is also a grievance mechanism in place and violators are seriously dealt with accordingly.</td></tr>
<tr><td>What are the Risks Identified?</td></tr>
<tr><td>Failure to identify and respond to labor and human rights issues may lead to costly legal actions, negative publicity, reputational risk, and financial losses</td></tr>
<tr><td>What are the Opportunities Identified</td></tr>
<tr><td>Industry specific frameworks and rules would strengthen the government's efforts in protecting labor and human rights.</td></tr>
</table>

Supply Chain Management

The Company has an existing vendor or supplier management policy but is currently focused mainly on vendor selection and accreditation, performance evaluation, and accreditation discontinuation.

Although there are no specific provisions in the policy related to sustainability topics, the Company has other existing policies which encompass issues on labor rights and human rights, bribery, and corruption.

<table>
<tr><th>What is the impact and where does it occur? What is the organization’s involvement in the impact?</th><th>Management Approach</th></tr>
<tr><td>Socially responsible product and services are not only good for the environment but also build positive brand awareness, minimize environmental impact, and bring long-term profitability.

Paxys ensures that it only deals with suppliers who are compliant to established laws and regulations.</td><td rowspan="5">The Company’s vendor management policies and procedures ensure that the Company only deals with reputable suppliers and reduces the risk.

The Company supports responsible sourcing and values suppliers and vendors with green operations that have the least carbon footprint and are compliant with the best industry standards for worker safety, environmental protection, and business ethics.</td></tr>
<tr><td>What are the Risks Identified?</td></tr>
<tr><td>Divestment, negative publicity, reputational risks, and financial losses.</td></tr>
<tr><td>What are the Opportunities Identified</td></tr>
<tr><td>The Company would consider the inclusion of sustainability topics in its vendor management policies.</td></tr>
</table>

Relationship with Community

Significant Impact on Local Communities

Operations with Significant (positive or negative) Impact on Local Communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable Groups (if applicable)*	Does the particular operation have impact on Indigenous People (Y/N)?	Collective or individual rights that have been identified to be of particular concern for the community	Mitigating Measures (if negative) or Enhancement Measures (if positive)
Provides opportunity for livelihood, employment, and jobs to the residents where the Company operates. Through taxes paid to the local government, the Company promotes economic growth in the areas of operations.	Makati Laguna	N/A	N/A	N/A	N/A

**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational and provide a copy or link to the certificates if available: ______________

Certificates	Quantity	Units
Not applicable	Not applicable	Not applicable
Not applicable	Not applicable	Not applicable

What are the Risks Identified	Management Approach
Stringent rules and regulations in the local government may turn-off potential investors. Some business tasks require highly specialized skills.	Through its business operations, the Company provides employment opportunities within the community where it operates to diverse individuals regardless of gender, race, age, ethnicity, sexual orientation, religion, and civil status. The Company likewise welcomes and does not discriminate Indigenous people, persons with disabilities, and other workers from the most vulnerable sectors provided they have the basic skill necessary to perform the job. The Company ensures that all employees have equal opportunities to succeed and prevents individuals from being discriminated against or treated differently due to certain personality or physical characteristics.
What are the Opportunities Identified	
Information and awareness campaign to encourage vulnerable groups to continue to become more productive members of the society. Local community partnerships also provide the Company a continuing talent pool for its human resource requirements.	

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction survey (Y/N)?
Customer satisfaction – N/A: The facilities management contracts were completed mid-2024 and were not renewed	Not applicable	Not applicable

What is the impact and where does it occur? What is the organization’s involvement in the impact?	Management Approach
Not applicable	Not applicable
What are the Risks Identified?	
Not applicable	
What are the Opportunities Identified	
Not applicable	

Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety *	Not applicable	Not applicable
No. of complaints addressed	Not applicable	Not applicable

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Not applicable	The services offered by the Company are primarily rendered through electronic systems. While health and safety of customers are of utmost importance to the Company, this is not applicable under current business operations.
What are the Risks Identified?	
Not applicable	
What are the Opportunities Identified	
Not applicable	

Marketing and Labelling

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling *	Not applicable	Not applicable
No. of complaints addressed	Not applicable	Not applicable

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Not applicable	The services offered by the Company are primarily rendered through provision of physical space as well as electronic systems using proprietary systems and digitally secure internet connectivity. Marketing and labelling, including the related risks and opportunities, are not applicable under current business operations.
What are the Risks Identified?	
Not applicable	
What are the Opportunities Identified	
Not applicable	

Customer Privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy *	Not applicable	Not applicable
No. of complaints addressed	Not applicable	Not applicable
No. of customers, users, and account holders whose information are used for secondary purposes	Not applicable	Not applicable

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies*

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What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Unauthorized use of customer data which may lead to damages and other contractual penalties, e.g., termination of contract Proper handling of customer data would result to increased trust and confidence, better business value, higher profits, and long-term business success.	Customer privacy and data security is an important part of the business strategy of the Group. The Company is bound by strict contractual obligation to secure customer data and information. Specific physical and data security control mechanism are in place to ensure compliance with the required contractual obligation for data privacy and security as well as with the related and applicable laws and regulations within the country and the domicile country of the customers. The Company takes data privacy and security seriously. The Executive Committee of the Board has designated a Corporate Information Officer, Chief Compliance Officer, Chief Risk Officer, and Data Privacy Officer to ensure that policies and procedures are in place and cascaded down through all levels of the organization. The Company's policies and procedures are in compliance with the government's Data Privacy laws and regulations.
What are the Risks Identified?	
Leak of customer data to unauthorized party may lead to stakeholder loss of trust and confidence, legal cases, and financial losses.	
What are the Opportunities Identified	
Technology offers several ways to secure information like data/database encryption to improve data security measures	

Data Security

Disclosure	Quantity	Units
No. of data breaches including leaks, theft, and losses of data	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
All companies must protect their data and prevent improper use of confidential information about the Company. Listed companies must ensure that no material information are divulged to any third party, unless data has been disclosed to the Philippine	The Company takes data privacy and security seriously. The Executive Committee of the Board have designated a Corporate Information Officer, Chief Compliance Officer and Chief Risk Officer, and Data Privacy Officer to ensure that policies and

Stock Exchange and to the Security and Exchange Commission, with consent from the data subject. **What are the Risks Identified?** Breach of sensitive data may lead to reputational risk, costly legal suits, financial losses, and overall stakeholder loss of trust and confidence. **What are the Opportunities Identified** Technology offers several ways to secure information like data/database encryption to improve data security measures	procedures are in place and cascaded down through all levels of the organization. The company is bound by strict contractual obligation to secure customer data and information. Specific physical and data security control mechanisms are in place to ensure compliance with the required contractual obligation for data privacy and security as well as with the related and applicable laws and regulations within the country and the domicile country of the customers. The Company implements the best practices in data security and privacy which include: - Overall IT governance which provides the policies, procedures and guidelines related to data privacy and security, including defined roles and responsibilities not only for the officers but across all employees in the organization - Specific data security policies and procedures - Physical security and deployment of technology for access restriction like biometrics and RFIDs on site operations - Physical and digital restriction of computers - Data encryption and data management and back-up - Network segmentation, firewalls, and installation of anti-virus software, restrictions for mobile devices and internet sites - Information security campaign

UNSUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value/Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Data conversion/transcription services, e.g., voice to text services Facilities management services Systems Integration Services	The Company supports the UN values through its corporate values and business operations. - <u>Industry Innovation</u> Through the use of technology, data conversion can provide increased access to information and promotes innovation in conversational artificial intelligence. - <u>No Poverty, Decent Work and Economic Growth</u> The Company has created employment opportunities in the Philippines through its operations. - <u>Gender Equality and Diversity</u> - <u>Optimal use of available resources</u>	There are no known negative impact of these contributions.	

* *None/Not Applicable is not an acceptable answer. For holding companies, the services and products of its subsidiaries may be disclosed.*