



SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex, Roxas Boulevard, Pasay City, 1307 Metro Manila Philippines

Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph



The following document has been received:

Receiving: ICTD ERMD

Receipt Date and Time: September 16, 2025 05:44:13 PM

Company Information

SEC Registration No.: CS200909233

Company Name: ALTERNERGY HOLDINGS CORPORATION

Industry Classification: J66940

Company Type: Stock Corporation

Document Information

Document ID: OST10916202583753379

Document Type: Financial Statement

Document Code: FS

Period Covered: June 30, 2025

Submission Type: Annual

Remarks: None

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



Louie Pangilinan <louieavpc@gmail.com>

Your BIR AFS eSubmission uploads were received

1 message

eafs@bir.gov.ph <eafs@bir.gov.ph>
To: AHCEAFS@gmail.com
Cc: LOUIEAVPC@gmail.com

Tue, Sep 16, 2025 at 5:16 PM

Hi ALTERNERGY HOLDINGS CORPORATION FOR'LY ALTERNERGY VIENTO PARTNERS CORP.,

Valid files

- EAFS007315916RPTTY062025.pdf
- EAFS007315916ITRTY062025.pdf
- EAFS007315916AFSTY062025.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-ABHK8J8A06FEG97JKPMNQ1MY20M2SNQ4QX**
Submission Date/Time: **Sep 16, 2025 05:16 PM**
Company TIN: **007-315-916**

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

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

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

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR ANNUAL INCOME TAX RETURN

The Management of **Alternergy Holdings Corporation** (the Parent Company) is responsible for all information and representations in the Annual Income Tax Return for the fiscal year ended June 30, 2025. Management is likewise responsible for all information and representations contained in the financial statements accompanying the (Annual Income Tax Return or Annual Information Return) covering the same reporting period. Furthermore, the Management is responsible for all information and information contained in all other tax returns filed for the reporting period, including but not limited to the value added tax and/or percentage tax returns, withholding tax returns, documentary stamp tax returns and any and all other tax returns.

In this regard, the Management affirms that the attached audited financial statements for the fiscal year ended June 30, 2025 and the accompanying Annual Income Tax Return are in accordance with the books and records of the Company complete and correct in all material aspects. Management likewise affirms that:

- (a) the Annual Income Tax Return has been prepared in accordance with the provisions of the National Internal Revenue Code, as amended and pertinent tax regulations and other issuances of the Department of Finance and the Bureau of Internal Revenue;
- (b) any disparity of figures in the submitted reports arising from the preparation of financial statements pursuant to financial accounting standards and the preparation of the income tax return pursuant to tax accounting rules has been reported as reconciling items and maintained in the company's books and records in accordance with the requirements of Revenue Regulations No. 8-2007 and other relevant issuances.
- (c) the Company has filed all applicable tax returns, reports and statements required to be filed under Philippine tax laws for the reporting period, and all taxes and other impositions shown thereon to be due and payable have been paid for in the reporting period, except those contested in good faith.



Gerry P. Magbanua
President



Maria Carmen DG Diaz
Chief Finance Officer



Luisito S. Pangilinan
Treasurer

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Alternergy Holdings Corporation** (the Parent Company) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, as of June 30, 2025 and 2024, and for the fiscal year ended June 30, 2025 and 2024, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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



Gerry P. Magbanua
President



Maria Carmen DG Diaz
Chief Finance Officer



Luisito S. Pangilinan
Treasurer

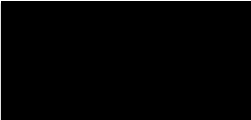
SEP 16 2025

Signed this _____ day of _____ 2025

ACKNOWLEDGMENT

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

Before me a Notary Public for and in _____ this day of SEP 16 2025 personally appeared the following:

NAME	Passport No.	Date / Place of Issue
Gerry P. Magbanua		 /DFA Manila
Maria Carmen DG Diaz		/DFA Manila
Luisito S. Pangilinan		/DFA Manila

Doc. No. 235 :
Page No. 48 :
Book No. 38 :
Series of 2025



ATTY. SHERLUCK JUN C. VILLEGAS
Notary Public for Makati City
Appl. No. M-173 until Dec. 31, 2026
Unit 3C LTA Building, 118 Perea St.
Legaspi Village, Makati City
Roll No. 70942
IBP No. 470006 / 10-02-2024 / Pasig City
PTR No. 10465768 / 01-02-2025 / Makati City
MCLE Compliance No. VIII-0024929/April 14, 2028

SECRETARY'S CERTIFICATE

I, **SHERLEEN LOURDS R. MACATANGAY**, Filipino, of legal age, and with office address at the 19th Floor BDO Plaza, 8737 Paseo de Roxas, Makati City, after having been duly sworn in accordance with law, hereby depose and state that:

1. I am the incumbent Assistant Corporate Secretary of **ALTERNERGY HOLDINGS CORPORATION** (hereinafter referred to as the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at Level 3B, 111 Paseo de Roxas corner Legazpi St., Legaspi Village, Makati City 1229;

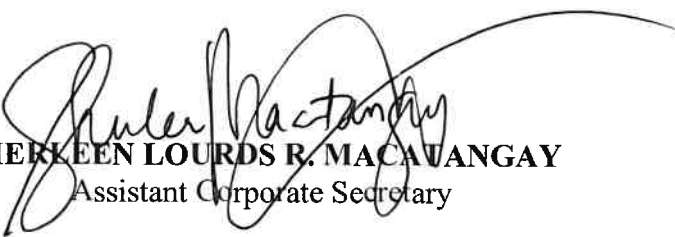
2. At the Special Meeting of the Board of Directors of the Corporation held on 16 September 2025, the Board of Directors approved, among others, the Consolidated Audited Financial Statements of the Corporation and its subsidiaries for the period ended 30 June 2025 and the Parent Company Audited Financial Statements of the Corporation for the period ended 30 June 2025 (hereinafter collectively referred to as the "2025 Consolidated and Parent Company Audited Financial Statements") and the filing and release thereof;

3. Under the relevant laws, rules and regulations including, but not limited to, Rule 68 of the Revised Securities Regulation Code, the Statement of Management's Responsibility (hereinafter referred to as the "SMR") attached to the 2025 Consolidated and Parent Company Audited Financial Statements should be signed by the Chairman of the Board, the Chief Executive Officer and the Chief Financial Officer of the Corporation;

4. As the Corporation's Chairman, Mr. Vicente S. Perez, Jr., is out of the country and, as such, is unable to physically sign the SMR, the SEC Form 17-A and the associated documents and submittals related thereto, at the same Special Meeting of the Board of Directors of the Corporation held on 16 September 2025, the Board of Directors authorized the Corporation's President, Mr. Gerry P. Magbanua, to sign the relevant SMR for the 2025 Consolidated and Parent Company Audited Financial Statements, the SEC Form 17-A, and the associated documents and submittals related thereto, in lieu of the Corporation's Chairman;

5. The foregoing are in accordance with the records of the Corporation in my possession.

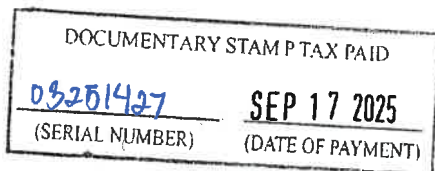
IN WITNESS WHEREOF, I have hereunto set my hand this 17th day of September 2025 in Makati City.


SHERLEEN LOURDS R. MACATANGAY
Assistant Corporate Secretary

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

SUBSCRIBED AND SWORN to before me this 17th day of September 2025 in
Makati City, affiant exhibited to me her Passport No. [REDACTED] issued on [REDACTED]
at DFA Manila.

Doc. No. 120 ;
Page No. 25 ;
Book No. 1 ;
Series of 2025.




ATTY. JAN MARGARET S. FRANCISCO
Notary Public until 31 December 2026
19th/F BDO Plaza, 8737 Paseo de Roxas, Makati City
PTR No. 10467807, Makati City, 03 January 2025
IBP No. 496555, Makati, 03 January 2025
Roll No. 90064, Appointment No. M-430
'ACLE Compliance No. VIII-0018077, 19 December 2024'

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C	S	2	0	0	9	0	9	2	3	3
---	---	---	---	---	---	---	---	---	---	---

COMPANY NAME

A	L	T	E	R	N	E	R	G	Y		H	O	L	D	I	N	G	S		C	O	R	P	O	R	A	T	I	O
N																													

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

L	E	V	E	L		3	B	,		1	1	1		P	A	S	E	O		D	E		R	O	X	A	S		B		
U	I	L	D	I	N	G	,			P	A	S	E	O		D	E		R	O	X	A	S		A	V	E	N	U	E	
		C	O	R	N	E	R			L	E	G	A	Z	P	I		S	T	R	E	E	T	,		L	E	G	A	S	P
I		V	I	L	L	A	G	E	,		M	A	K	A	T	I		C	I	T	Y										

Form Type

A	A	F	S
---	---	---	---

Department requiring the report

C	R	M	D
---	---	---	---

Secondary License Type, If Applicable

N	/	A
---	---	---

COMPANY INFORMATION

Parent Company's Email Address

contact@alternergy.com

Parent Company's Telephone Number

(632) 8813-4678

Mobile Number

N/A

No. of Stockholders

10

Annual Meeting (Month / Day)

**Second Wednesday of
December**

Fiscal Year (Month / Day)

6/30

CONTACT PERSON INFORMATION

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

Name of Contact Person

Maria Carmen G. Diaz

Email Address

carmen.diaz@alternergy.com

Telephone Number/s

(632) 8813-4678

Mobile Number

N/A

CONTACT PERSON's ADDRESS

Level 3B, 111 Paseo de Roxas Building, Paseo de Roxas corner Legazpi Street, Legaspi 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 of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Alternergy Holdings Corporation
Level 3B, 111 Paseo de Roxas Building
Paseo de Roxas Avenue corner Legazpi Street
Legaspi Village, Makati City

Report on the Audit of the Parent Company Financial Statements

Opinion

We have audited the accompanying parent company financial statements of Alternergy Holdings Corporation (the Parent Company) which comprise the parent company statements of financial position as at June 30, 2025 and 2024, and the parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for the years then ended, and notes to the parent company financial statements, including material accounting policy information.

In our opinion, the accompanying parent company financial statements present fairly, in all material respects, the financial position of the Parent Company as at June 30, 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 (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Parent Company Financial Statements* section of our report. We are independent of the Parent Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

In preparing the parent company financial statements, management is responsible for assessing the Parent 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 Parent Company or to cease operations, or has no realistic alternative but to do so.



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

Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

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

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

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

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



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

Our audits were conducted for the purpose of forming an opinion on the basic parent company financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 18 to the parent company financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic parent company financial statements. Such information is the responsibility of the management of Alternergy Holdings Corporation. The information has been subjected to the auditing procedures applied in our audit of the basic parent company financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic parent company financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Jhoanna Feliza C. Go

Partner

CPA Certificate No. 0114122

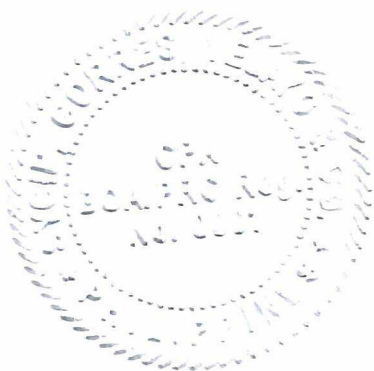
Tax Identification No. 219-674-288

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-103-2022, November 7, 2022, valid until November 6, 2025

PTR No. 10465309, January 2, 2025, Makati City

September 16, 2025



ALTERNERGY HOLDINGS CORPORATION
PARENT COMPANY STATEMENTS OF FINANCIAL POSITION

	June 30	
	2025	2024
ASSETS		
Current Assets		
Cash and cash equivalents (Note 6)	₱1,007,619,165	₱1,228,855,991
Receivables (Note 7)	12,521,449	35,409,713
Restricted cash (Note 6)	201,419,262	184,842,666
Due from related parties (Note 13)	1,319,669,177	868,013,961
Other current assets	34,743,147	127,500
Total Current Assets	2,575,972,200	2,317,249,831
Noncurrent Assets		
Due from related parties - noncurrent (Note 13)	3,630,324,472	—
Investments in and advances to subsidiaries (Note 8)	933,887,707	3,108,545,037
Restricted cash (Note 6)	173,033,689	335,157,334
Other noncurrent assets	14,751,823	9,042,291
Total Noncurrent Assets	4,751,997,691	3,452,744,662
TOTAL ASSETS	₱7,327,969,891	₱5,769,994,493
LIABILITIES AND EQUITY		
Current Liabilities		
Short-term loan (Note 10)	₱1,738,500,056	₱248,780,784
Accounts payable and accrued expenses (Note 9)	24,511,814	27,739,504
Due to related parties (Note 13)	13,432,500	—
Income tax payable	5,840,512	231,560
Total Current Liabilities	1,782,284,882	276,751,848
Noncurrent Liability		
Long-term debt (Note 11)	1,976,947,189	1,973,613,482
Total Liabilities	3,759,232,071	2,250,365,330
Equity (Note 12)		
Capital stock	440,423,912	440,423,912
Additional paid-in capital	3,035,119,971	3,035,119,971
Retained earnings	93,193,937	44,085,280
Total Equity	3,568,737,820	3,519,629,163
TOTAL LIABILITIES AND EQUITY	₱7,327,969,891	₱5,769,994,493

See accompanying Notes to Parent Company Financial Statements.



ALTERNERGY HOLDINGS CORPORATION**PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME**

	Years Ended June 30	
	2025	2024
INCOME		
Interest income (Notes 6 and 13)	₱329,488,253	₱39,262,936
Dividend income (Notes 8 and 13)	22,681,807	57,477,500
Net foreign exchange gains	—	12,450,785
	352,170,060	109,191,221
EXPENSES		
Interest expense (Notes 10 and 11)	216,413,966	34,701,718
Professional fees	12,576,594	15,865,446
Taxes and licenses	7,007,726	2,805,205
Outside services	4,674,894	2,826,903
Subscription expense	3,030,478	1,640,774
Depreciation expense	2,426,674	492,575
Advertising and promotions	2,423,020	2,243,794
Travel and transportation expenses	1,339,963	237,026
Net foreign exchange loss	1,322,675	—
Business meetings and representation	1,227,808	528,163
Listing fees (Note 1)	252,000	1,363,912
Others	4,525,093	2,168,865
	257,220,891	64,874,381
INCOME BEFORE INCOME TAX	94,949,169	44,316,840
PROVISION FOR CURRENT INCOME TAX (Note 14)	5,840,512	231,560
NET INCOME	89,108,657	44,085,280
OTHER COMPREHENSIVE INCOME	—	—
TOTAL COMPREHENSIVE INCOME	₱89,108,657	₱44,085,280
Basic/Diluted Income per Share (Note 15)	₱0.02	₱0.01

See accompanying Notes to Parent Company Financial Statements.



ALTERENERGY HOLDINGS CORPORATION

PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY

	Capital Stock (Note 12)		Additional Paid-in Capital (Note 12)	Retained Earnings (Note 12)	Total
	Common	Preferred			
Balances at July 1, 2024	₱393,384,048	₱47,039,864	₱3,035,119,971	₱44,085,280	₱3,519,629,163
Dividends (Note 12)	—	—	—	(40,000,000)	(40,000,000)
Total comprehensive income	—	—	—	89,108,657	89,108,657
Balances at June 30, 2025	₱393,384,048	₱47,039,864	₱3,035,119,971	₱93,193,937	₱3,568,737,820
Balances at July 1, 2023	₱393,384,048	₱37,039,864	₱1,643,742,189	(₱42,271,540)	₱2,031,894,561
Issuance of stock					
Issuance of new stock (Note 12)	—	10,000,000	1,440,000,000	—	1,450,000,000
Share issuance costs (Note 12)	—	—	(6,350,678)	—	(6,350,678)
Quasi-reorganization	—	—	(42,271,540)	42,271,540	—
Total comprehensive income	—	—	—	44,085,280	44,085,280
Balances at June 30, 2024	₱393,384,048	₱47,039,864	₱3,035,119,971	₱44,085,280	₱3,519,629,163

See accompanying Notes to Parent Company Financial Statements.



ALTERNERGY HOLDINGS CORPORATION
PARENT COMPANY STATEMENTS OF CASH FLOWS

	Years Ended June 30	
	2025	2024
CASH FLOWS FROM (USED) IN OPERATING ACTIVITIES		
Income before income tax	₱94,949,169	₱44,316,840
Adjustments for:		
Interest income (Note 6)	(329,488,253)	(39,262,936)
Interest expense (Notes 10 and 11)	209,265,097	34,427,715
Dividend income (Note 8)	(22,681,807)	(57,477,500)
Amortization of deferred transaction costs (Note 10)	7,148,869	1,731,245
Net unrealized foreign exchange loss (gain)	3,530,989	(6,123,056)
Depreciation expense	2,426,674	492,575
Operating loss before changes in working capital	(34,849,262)	(21,895,117)
Decrease (increase) in:		
Receivables	2,301,357	10,719,789
Input VAT	(5,450,645)	(5,086,379)
Other current assets	(34,615,647)	1,165,000
Decrease in accounts payable and accrued expenses	(3,028,351)	(2,075,916)
Net cash used in operations	(75,462,548)	(17,172,623)
Interest received	39,670,964	36,916,178
Income tax paid	(231,560)	(14,678)
Net cash flows generated from (used in) operating activities	(36,203,144)	19,728,877
CASH FLOWS USED IN INVESTING ACTIVITIES		
Dividends received (Note 8)	43,268,714	32,480,500
Additions to:		
Investments in and advances to subsidiaries (Note 8)	(17,375,000)	(2,199,607,329)
Property and equipment	(2,685,561)	—
Computer software	—	(2,804,722)
Proceeds from divestment of a subsidiary (Note 8)	—	54,606
Increase in amounts due from related parties (Note 13)	(1,605,239,392)	(338,803,893)
Net cash flows used in investing activities	(1,582,031,239)	(2,508,680,838)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from:		
Availment of short-term loan (Note 10)	1,497,000,000	—
Availment of long-term debt (Note 11)	—	2,000,000,000
Issuance of shares of stock (Note 12)	—	1,450,000,000
Payments of:		
Interest	(209,464,436)	(24,849,617)
Dividends (Note 12)	(40,000,000)	—
Deferred transaction costs (Note 10)	(11,095,890)	(28,235,832)
Share issuance costs	—	(6,350,678)
Decrease (increase) in restricted cash	145,547,049	(520,000,000)
Increase (decrease) in amounts due to related parties	13,432,500	(3,082,636)
Net cash flows from financing activities	1,395,419,223	2,867,481,237
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		
	1,578,334	60,108
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(221,236,826)	378,589,384
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	1,228,855,991	850,266,607
CASH AND CASH EQUIVALENTS AT END OF YEAR	₱1,007,619,165	₱1,228,855,991

See accompanying Notes to Parent Company Financial Statements.



ALTERNERGY HOLDINGS CORPORATION

NOTES TO PARENT COMPANY FINANCIAL STATEMENTS

1. Corporate Information

Alternergy Holdings Corporation (“AHC” or the “Parent Company”) was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on June 18, 2009 primarily to invest in, purchase or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose real and personal property of every kind and description in particular, shares of stocks, voting trust certificate, bonds, debentures, notes, evidence of indebtedness, associations, domestic or foreign, including those of Government of the Republic of the Philippines, or any of its instrumentalities, without being a stockholder or dealer, and to issue in exchange therefore shares of the capital stock, bonds, notes or other obligations of the Parent Company and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to vote any shares of stock or voting trust certificates so owned, and to do every act and thing that may generally be performed by entities known as “holding companies” except as broker and dealer of securities.

The Parent Company’s registered address and principal place of business is Level 3B 111 Paseo de Roxas Building, Paseo de Roxas Avenue corner Legazpi Street, Legaspi Village, Makati City.

The ultimate parent of the Parent Company is Vespers Holdings Corporation (VHC), a company incorporated in the Philippines.

On February 10, 2023 and February 14, 2023, the SEC and Philippine Stock Exchange, Inc. (PSE), respectively, approved the application of the Parent Company for the listing and trading of all its issued and outstanding common shares.

On March 24, 2023, the Parent Company completed its initial public offering (IPO) and was listed in the PSE under the stock symbol “ALTER”.

The parent company financial statements as at and for the years ended June 30, 2025 and 2024 were approved and authorized for issuance by the BOD on September 16, 2025.

2. Basis of Preparation and Statement of Compliance

Basis of Preparation

The parent company financial statements have been prepared using the historical cost basis and are presented in Philippine Peso (₱), which is also the Parent Company’s functional currency. All amounts are rounded to the nearest peso unless otherwise indicated.

The financial statements of the Parent Company have been prepared under the going concern assumption.

Statement of Compliance

The Parent Company financial statements have been prepared in compliance with the Philippine Financial Reporting Standards (PFRS) Accounting Standards as issued by the Philippine Financial and Sustainability Reporting Standards Council and adopted by the Philippine SEC.



The Parent Company prepares consolidated financial statements, which are in compliance with PFRS Accounting Standards, and files the same with the Philippine SEC. A copy of the consolidated financial statements of the Parent Company can be obtained from its business address and the Philippine SEC.

3. Changes in Accounting Policies and Disclosures

New Standards, Interpretations and Amendments

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of amendments to existing standards effective July 1, 2024. The Parent Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Adoption of these new standards did not have an impact on the Parent Company's financial statements.

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

The amendments clarify:

- That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
- That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

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

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

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

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Standards Issued but not yet Effective

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

Effective beginning on or after July 1, 2025

- Amendments to PAS 21, *Lack of Exchangeability*

Effective beginning on or after July 1, 2026

- Amendments to PFRS 9 and PFRS 7, *Classification and Measurement of Financial Instruments*
- Annual Improvements to PFRS Accounting Standards - Volume 11
 - Amendments to PFRS 1, *Hedge Accounting by a First-time Adopter*
 - Amendments to PFRS 7, *Gain or Loss on Derecognition*



- Amendments to PFRS 9, *Lessee Derecognition of Lease Liabilities and Transaction Price*
- Amendments to PFRS 10, *Determination of a 'De Facto Agent'*
- Amendments to PAS 7, *Cost Method*

Effective beginning on or after July 1, 2027

- PFRS 17, *Insurance Contracts*
- PFRS 18, *Presentation and Disclosure in Financial Statements*
- PFRS 19, *Subsidiaries without Public Accountability*

Deferred effectivity

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

4. Summary of Material Accounting Policies

Current versus Noncurrent Classification

The Parent Company presents assets and liabilities in the Parent Company statements of the financial position based on the current/noncurrent classification.

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 months after the reporting period; or
- Cash unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Parent Company classifies all other liabilities as noncurrent.

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

Financial Instruments

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



Financial Assets

Initial Recognition and Measurement. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (“FVOCI”), and fair value through profit or loss (“FVTPL”).

The classification of financial assets at initial recognition depends on the financial asset’s contractual cash flow characteristics and the Parent Company’s business model for managing them.

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are “solely payments of principal and interest” (“SPPI”) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Parent Company’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at FVOCI are held within a business model with the objective of holding to collect contractual cash flows and selling.

Subsequent Measurement. For purposes of subsequent measurement, financial assets are classified in four (4) categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVTPL

Financial Assets at Amortized Cost (Debt Instruments). This category is the most relevant to the Parent Company. The Parent Company measures financial assets at amortized cost if both of the following conditions are met:

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

Financial assets at amortized cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

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

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss



allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Parent Company assesses at each reporting date whether there is an objective evidence that a financial or group of financial asset is impaired. A financial asset or a group of financial assets is deemed to be impaired, if and only if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (an incurred loss event) and that loss event has an impact on the estimated future cash flows of the financial asset or a group of financial assets that can be reliably estimated. Objective evidence of impairment may include indications that the borrower or a group of borrowers is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicate that there is measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Objective pieces of evidence of impairment may include indications that the debtor is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

The Parent Company triggers its assessment whether its financial asset is in default when contractual payments are past due. However, in certain cases, the Parent Company may also consider a financial asset to be in default when internal or external information indicates that the Parent Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Parent Company.

Write-offs. A financial asset together with the associated allowance is written off either partially or in their entirety when there is no realistic prospect of future recovery and all collaterals has been realized or has been transferred to the Parent Company.

Derecognition. A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the parent company statements of financial position) when:

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

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



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

Financial Liabilities

Initial Recognition and Measurement. Financial liabilities are classified, at initial recognition as financial liabilities at FVTPL, loans and borrowings and payables as appropriate.

All financial liabilities are recognized initially at fair value and, in case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent Measurement - Loans and Borrowings. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

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

Other financial liabilities is applied for those issued financial liabilities or their components where the substance of the contractual arrangement results in the Parent Company having an obligation either to deliver cash or another financial asset to the holder, or to 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, which are not designated as financial liabilities at FVTPL.

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

Fair Value Measurement

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

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

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

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

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



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

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

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- 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 parent company financial statements on a recurring basis, the Parent Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Parent 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 explained above.

Offsetting of Financial Instruments

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

Cash and Cash Equivalents

Cash and cash equivalents in the Parent Company statements of financial position comprise of cash on hand and in banks, and short-term, highly liquid investments that are readily convertible to known amounts of cash which are subject to an insignificant risk of changes in value. They are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Restricted Cash

Restricted cash represents cash in bank earmarked for long-term debt principal and interest repayment maintained in compliance with loan agreement.

Value-added Tax ("VAT")

Revenues, expenses, and assets are recognized net of the amount of VAT, if applicable.

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



Investments in Subsidiaries

The Parent Company's investments in subsidiaries are accounted for under the cost method. Under the cost method, the investments are carried in the parent company statements of financial position at cost less any impairment in value. A subsidiary is an entity in which the Parent Company has control.

Control is achieved when the Parent Company 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. Specifically, the Parent Company controls an investee if and only if, the Parent Company has:

- Power over the investee
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

Generally, the presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting 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 arrangements with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Parent Company's voting rights and potential voting rights

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

The Parent Company recognizes income from the investment only to the extent that the Parent Company receives distributions from accumulated profits of the investee arising after the date of acquisition. Distributions received in excess of such profits are regarded as recovery of investment and are recognized as a reduction of the cost of the investment.

Impairment of Nonfinancial Assets

The Parent Company assesses at each reporting date whether there is an indication that its nonfinancial assets may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Parent Company estimates these nonfinancial assets' recoverable amount. An asset's recoverable amount is the higher of an asset or cash-generating unit's ("CGU") fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators. Impairment losses from continuing operations are recognized in profit or loss.

An assessment is made at each reporting date to determine whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Parent Company makes an estimate of recoverable amount. Any previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the parent company statements of comprehensive income.



Capital Stock and Additional Paid-in Capital

Capital stock is measured at par value and is classified as equity for all shares issued. When the Parent Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

When the shares are sold at premium, the difference between the proceeds and the par value is credited to the “Additional paid-in capital” account in the statements of financial position. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Parent Company, the shares shall be measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

Share issuance costs are incremental costs directly attributable to the issuance or subscription of shares which are shown as a deduction from additional paid-in capital. If additional paid-in capital is not sufficient, the excess is charged against the “Equity reserve” account. Costs that are not incremental or directly attributable to the issuing new shares are recorded as expense in the parent company statement of comprehensive income.

Retained Earnings

Retained earnings include accumulated earnings of the Parent company reduced by dividends on capital stock. Dividends on capital stock are recognized as a liability and deducted from equity when they are approved by the BOD. Dividends for the year that are approved after the financial reporting date are dealt with as an event after the financial reporting date. Retained earnings may also include effect of changes in accounting policy as may be required by the standard’s transitional provisions.

Revenue Recognition

Revenue is recognized when it satisfies an identified performance obligation by transferring a promised good or service to a customer. A good or service is considered to be transferred when the customer obtains control. The Parent Company determines, at contract inception, whether it will transfer control of a promised good or service over time. If the Parent Company does not satisfy a performance obligation over time, the performance obligation is satisfied at a point in time.

Revenue Outside the Scope of PFRS 15, Revenue from Contracts with Customers

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

Interest Income

For all financial instruments measured at amortised cost and interest-bearing financial assets, interest income is recorded using the EIR method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or shorter period, where appropriate, to the net amount of the financial asset or liability. Interest income is recognized in the parent company statements of comprehensive income.

Dividend Income

Dividend income is recognized when the Parent Company’s right to receive the payment is established, which is generally when shareholders of the investees approve the dividend.

Expenses

Expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are generally recognized when the services are used or the expenses arise.



Income Taxes

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Parent Company operates and generates taxable income.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the parent company statements of comprehensive income.

Deferred Income Tax

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

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred income tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in shares of stock, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, the carryforward of unused tax credits and any unused tax losses. Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in shares of stock, associates and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

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

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



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

Provisions

Provisions are recognized when the Parent Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Parent Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in profit or loss, net of any reimbursement.

If the effect of the time value of money is material, provisions are made by discounting the expected future cash flows at a pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

Contingencies

Contingent liabilities are not recognized in the Parent Company's financial statements but are disclosed in the notes to 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 when an inflow of economic benefits is probable.

Foreign Currency Transactions

The parent company financial statements are presented in Philippine Peso, which is the functional and presentation currency. Transactions in foreign currencies are initially recorded in the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the end of the reporting period. All differences are taken to profit or loss.

Events after the Financial Reporting Date

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

5. Significant Accounting Judgment and Estimates

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

Judgment and estimates are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The following items are those matters which the Parent Company has assessed to have significant risks arising from estimation uncertainties:



Judgment

Determination of Control over an Investee

Control is presumed to exist when the Parent Company 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. Management has determined that by virtue of its majority ownership in its subsidiaries as of June 30, 2025 and 2024, the Parent Company has the ability to exercise control over these investees (see Note 1).

While the Parent Company directly owns less than 50% of the voting rights in Solar Pacific Pristine Power Inc. (SPPP), the Parent Company controls SPPP by virtue of its control over SolarPacific Energy Corporation (SPEC). The latter is a subsidiary of AHC and SPEC has 51% voting interest in SPPP. Both the Parent Company and SPEC have majority representation in SPPP's BOD as designated in the shareholder's agreement. Furthermore, the Parent Company's approval is required for all major operational decisions through its control in SPEC.

Estimates

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

Provision for Expected Credit Losses on Cash and Cash Equivalents, Receivables, Restricted Cash and Due from Related Parties

ECL on cash and cash equivalents, receivables, restricted cash and due from related parties is measured on either a 12-month or lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. The Parent Company considers the probability of its counterparty to default its obligation and the expected loss at default after considering the effects of collateral, any potential value when realized and time value of money.

The assumptions underlying the ECL calculation are monitored and reviewed at every reporting period.

The Parent Company incorporates a forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. To do this, management considered a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs.

No provision for ECL on cash and cash equivalents, receivables, restricted cash and due from related parties were recognized for the years ended June 30, 2025 and 2024. The aggregate carrying values of cash and cash equivalents, receivables, restricted cash and due from related parties amounted to ₱6,344.59 million and ₱2,652.28 million as of June 30, 2025 and 2024, respectively (see Notes 6, 7 and 13).

Estimating Impairment of Investments in and Advances to Subsidiaries

The Parent Company performs an impairment review on its investments in and advances to subsidiaries whenever an impairment indicator exists. This requires an estimation of the value in use of the investments. Estimating the value in use requires the Parent Company to make an estimate of the expected future cash flows of the investments and to make use of a suitable discount rate to calculate the present value of those future cash flows. Management has determined that there are no events or circumstances for the years ended June 30, 2025 and 2024 that may indicate that the carrying amounts of the investments in and advances to subsidiaries are not recoverable. Thus, no impairment loss was recognized for the years ended June 30, 2025 and 2024. The carrying amount of



investments in and advances to subsidiaries amounted to ₱933.89 million and ₱3,108.55 million as of June 30, 2025 and 2024, respectively (see Note 8).

Estimating the Realizability of Deferred Income Tax Asset

Deferred income tax asset is recognized for all deductible temporary differences to the extent that it is probable that sufficient future taxable income will be available in the future against which the deductible temporary differences can be utilized. Significant management estimate is required to determine the amount of deferred tax asset that can be recognized, based upon the likely timing and level of future taxable income together with future tax planning strategies. The Parent Company did not recognize deferred income tax assets on deductible temporary differences on carryforward benefits of unused net operating loss carryover (NOLCO), unrealized foreign exchange loss and excess minimum corporate income tax (MCIT) as management believes that sufficient future taxable income will not be available to allow all or part of the deferred income tax asset to be utilized (see Note 14).

6. Cash and Cash Equivalents and Restricted Cash

a. Cash and Cash Equivalents

	2025	2024
Cash in banks	₱267,619,165	₱478,855,991
Cash equivalents	740,000,000	750,000,000
	₱1,007,619,165	₱1,228,855,991

Cash in banks earn interest at the respective bank deposit rates. Cash equivalents are made for varying periods of up to three months depending on the immediate cash requirements of the Parent Company and earn interest at the respective short-term investment rates including short-term time deposits.

b. Restricted Cash

Restricted cash amounting to ₱201.42 million and ₱184.84 million as of June 30, 2025 and 2024, respectively pertain to debt service payment account which is periodically maintained in the Parent Company's project trust account set aside for principal and interest payments of long-term debt (see Note 11). Restricted cash amounting to ₱173.03 million and ₱335.16 million as of June 30, 2025 and 2024, respectively, is presented as noncurrent assets in the parent company statements of financial position.

Total interest earned from cash and cash equivalents and restricted cash amounted to ₱39.67 million and ₱39.26 million for the years ended June 30, 2025 and 2024, respectively.

7. Receivables

	2025	2024
Dividends receivable (see Note 8)	₱12,103,807	₱32,492,500
Other receivables	417,642	2,917,213
	₱12,521,449	₱35,409,713



8. Investments in and Advances to Subsidiaries

The Parent Company's investments in shares of stock consist of interests in the following entities as of June 30, 2025 and 2024:

	Nature of Business	Voting Interest				2025	2024
		Direct	Indirect	Direct	Indirect		
Kirahon Solar Energy Corporation ("KSEC")	Power generation	50	15	50	15	₱522,186,500	₱522,186,500
Alternergy Wind Holdings Corporation (AWHC, formerly Pililla AVPC Corporation) ^(A)	Investment holding	100	—	100	—	308,512,294	308,512,294
Solar Pacific Pristine Power Inc. ("SPPP") ^(B)	Power generation	6	31	6	31	39,260,000	39,260,000
SolarPacific Energy Corporation ("SPEC")	Power generation	60	—	60	—	35,478,919	35,478,919
Green Energy Supply Solutions Inc. ("GESSI") ^(E)	Retail energy supplier	100	—	100	—	25,000,000	10,000,000
AlterCore Management Services Inc. ("AMSI") ^(F)	Shared services	100	—	—	—	1,250,000	—
Triple Play Land Corporation ("TPLC") ^(F)	Investment holding	100	—	—	—	1,100,000	—
Liberty Solar Energy Corporation ("LSEC") ^{(C) (E)}	Power generation	60	—	60	—	975,000	975,000
Olympia Solar Power Corporation ("OSPC") ^{(D) (E)}	Power generation	45	—	45	—	74,999	74,999
Alternergy Solar Holdings Corporation ("ASHCo") ^(G)	Investment holding	100	—	—	—	25,000	—
Alternergy Hydro Partners Corporation ("AHP")	Investment holding	100	—	100	—	24,995	24,995
						933,887,707	916,512,707
Advances						—	2,192,032,330
						₱933,887,707	₱3,108,545,037

(A) On March 26, 2024, the SEC approved the change of name from Pililla AVPC Corporation to Alternergy Wind Holdings Corporation.

(B) Economic interest of AHC is 5.6% (direct) and 60% thru SPEC (indirect) as of June 30, 2025 and 2024.

(C) LSEC became a subsidiary of AHC effective June 23, 2023.

(D) On June 11, 2024, the Parent Company subscribed to 75% of OSPC's available common shares resulting to a control over OSPC.

(E) No commercial operations as of June 30, 2025.

(F) Incorporated on January 17, 2024.

(G) Incorporated on May 16, 2024.

KSEC

KSEC was incorporated with the SEC on November 5, 2013 to engage in solar power generation in Villanueva, Misamis Oriental. The Kirahon Solar Power Project Phase 1 is a solar Photovoltaic facility occupying a total area of 15 hectares with a total of 40,740 solar panels and 12 inverters. The Project has a rated output of 12.5 MWp (10 MW AC) and is directly connected to the 34.5kV utility line of Cagayan Electric Power and Light Company. KSEC started commercial operations on October 25, 2015.

For the years ended June 30, 2025 and 2024, the Parent Company recognized dividend income from KSEC amounting to ₱5.00 million and ₱37.48 million, respectively. As of June 30, 2025 and 2024, dividends receivable from KSEC amounted to nil and ₱12.49 million, respectively (see Notes 7 and 13).

AWHC

AWHC was incorporated in the Republic of the Philippines and was registered with the SEC on August 22, 2013 primarily to be involved in investment holding. In December 2014, the Parent Company subscribed to 99.99% shares of AWHC. In April 2024, the Parent Company entered into a subscription agreement with AWHC to subscribe additional 5,000 common shares of AWHC for a



total consideration of ₱2.19 billion. On various dates in fiscal year 2024, the Parent Company paid ₱2.19 billion to AWHC which was recognized as advances as of June 30, 2024 pending AWHC's application for increase in authorized capital stock. Beginning of fiscal year 2025, the Parent Company and AWHC agreed not to proceed with the subscription. Consequently, the Parent Company reclassified the said advances to "Due from related parties" (see Note 13).

For the years ended June 30, 2025 and 2024, the Parent Company recognized dividend income from AWHC amounting to nil and ₱20.00 million, respectively.

SPPP

SPPP was incorporated and registered in the Republic of Palau on September 15, 2020 primarily to engage in the business of developing renewable energy resources. SPPP developed and operates a solar photovoltaic electric energy generating and battery storage facility in the Republic of Palau. SPPP started commercial operations on December 31, 2023.

In April 2022, the Parent Company invested \$0.75 million (₱349.46 million) in SPPP shares equivalent to a 10.0 % ownership of total shares in SPPP. SPEC owns 19.8% of the total shares in SPPP. Economic interests of AHC and SPEC in SPPP are 10.0% and 12.7%, respectively. The Parent Company accounts for its investment in SPPP as an investment in a subsidiary since it holds majority of the BOD seats and voting rights in SPPP, in accordance with the shareholders' agreement (see Note 5).

For the years ended June 30, 2025 and 2024, the Parent Company recognized dividend income from SPPP amounting to ₱11.90 million and nil, respectively.

SPEC

SPEC was incorporated in the Philippines and was registered with the SEC on January 30, 2013, primarily to engage in the business of developing renewable solar energy resources.

For the years ended June 30, 2025 and 2024, the Parent Company recognized dividend income from SPEC amounting to ₱5.78 million and nil, respectively.

GESSI

GESSI was incorporated in the Republic of the Philippines and was registered with the SEC on November 10, 2016 primarily to be involved in the supply of retail energy. For the years ended June 30, 2025 and 2024, the Parent Company made an additional investment in GESSI amounting to ₱15.00 million and ₱7.50 million, respectively.

As of June 30, 2025 and 2024, GESSI has not started commercial operations.

AMSI

AMSI was incorporated in the Republic of the Philippines and was registered with the SEC on January 17, 2024 primarily to provide manpower and shared services to the Parent Company and its subsidiaries, associates and affiliates.

TPLC

TPLC was incorporated in the Republic of the Philippines and was registered with the SEC on May 16, 2024 primarily to engage in business of developing renewable energy resources.



LSEC

LSEC was incorporated and registered in the Republic of the Philippines on June 26, 2015 primarily to engage in the business of developing renewable energy resources. On June 23, 2023, the Parent Company purchased 975,000 shares of LSEC from VHC. Accordingly, LSEC is now 60% owned by the Parent Company and 40% owned by VHC.

As of June 30, 2025 and 2024, LSEC has not started commercial operations.

OSPC

OSPC was incorporated and registered in the Republic of the Philippines on November 25, 2022 primarily to engage in the business of developing renewable energy resources.

On June 11, 2024, the Parent Company subscribed to 75% of OSPC's available common shares resulting in control over OSPC.

As of June 30, 2025 and 2024, OSPC has not started commercial operations.

ASHCo

ASHCo was incorporated in the Republic of the Philippines and was registered with the SEC on May 16, 2024 primarily to be the intermediate holding company of projects in the business of developing renewable solar energy resources.

AHPC

AHPC was incorporated in the Republic of the Philippines and was registered with the SEC on December 18, 2013 primarily engaged as the intermediate holding company of projects developing run-of-river hydroelectric power.

9. Accounts Payable and Accrued Expenses

	2025	2024
Accounts payable	₱2,139,898	₱6,533,836
Accrued expenses:		
Interest (see Notes 10 and 11)	15,642,592	15,841,931
Professional fees	2,500,000	3,385,322
Others	1,300,248	1,300,248
Withholding tax payable	2,929,076	678,167
	₱24,511,814	₱27,739,504

Accounts payable pertain to fees to be paid to service providers already incurred but not yet paid by the Parent Company. These are noninterest-bearing and are settled within 30 days.

Accrued expenses pertain to liabilities that have been incurred but not yet billed by the suppliers/creditors.



10. Short-term Loan

a. Rizal Commercial Banking Corporation (“RCBC”)

On December 8, 2022, the Parent Company signed a one-year promissory note with a local bank amounting to ₱250.00 million for bridge financing and general working capital requirements. The loan is unsecured and payable in full at the end of the term. This was subsequently renewed on February 23, 2025 for another one year. Interest is payable quarterly at a simple fixed interest rate of 6.95% per annum until the maturity of the loan.

On December 19, 2024, AHC signed another one-year interest-bearing promissory note with RCBC amounting to ₱500.00 million for bridge financing and general working capital requirements. The loan is unsecured and payable in full at the end of term.

In June 2025, AHC signed several 180-day interest-bearing promissory notes with RCBC totaling to ₱247.00 million for general working capital requirements. These loans are unsecured and payable in full at the end of their respective terms.

b. Security Bank Corporation (“SBC”)

On June 27, 2025, ALTER signed a one-year promissory note with SBC amounting to ₱750.00 million for general working capital requirements. The loan is unsecured and payable in full at the end of the term. Interest is payable quarterly at a simple fixed interest rate per annum of 7.00% until the maturity of the loan.

Total interest payable for short-term loans amounted to ₱1.71 million and ₱1.62 million as of June 30, 2025 and 2024, respectively, are presented under “Accounts payable and accrued expenses” account (see Note 9).

The Parent Company incurred interest expense including amortization of debt transaction cost relating to these short-term bank loan amounting ₱40.09 million and ₱20.24 million for the years ended June 30, 2025 and 2024, respectively.

The rollforward analysis of debt transaction cost is as follows:

	2025	2024
At July 1	₱1,219,216	₱827,144
Additions	11,095,890	1,849,314
Amortization during the year	(3,815,162)	(1,457,242)
At June 30	₱8,499,944	₱1,219,216

11. Long-term Debt

On May 29, 2024, the Parent Company entered into a ₱2.0 billion green corporate loan (the “loan”) with BDO Unibank, Inc. to partially fund its investments in renewable energy projects including project won in the Green Energy Auction Program and with offtake agreements. The loan is secured by shares of the Parent Company held by the Share Security Grantor (as defined under the loan agreement) and assignment by way of security of all the rights, title, interests and benefits of the Parent Company in and to certain cash accounts (Assigned Collateral) amounting to ₱520.00 million.



On May 31, 2024, the Parent Company availed the loan in a single drawdown. The loan will mature on May 28, 2032, with first principal installment due six months after the 4th anniversary from initial drawdown date. The loan is payable semi-annually. The interest rate is fixed based on 4-year BVAL reference rate plus 200 basis points for the first 4-year period and subject to repricing for the remaining 4-year period prior to maturity date.

For the years ended June 30, 2025 and 2024, interest expense including amortization of debt transaction costs relating to the long-term loan amounted to ₱176.33 million and ₱14.49 million, respectively. Interest payable as of June 30, 2025 and 2024 amounting to ₱13.93 million and ₱14.22 million are presented under “Accounts payable and accrued expenses” account (see Note 9).

The rollforward analysis of debt transaction cost is as follows:

	2025	2024
At July 1	₱26,386,518	₱–
Additions	–	26,660,521
Amortization during the year	(3,333,707)	(274,003)
At June 30	₱23,052,811	₱26,386,518

As of June 30, 2025 and 2024, the Parent Company is compliant with the financial loan covenants required by the loan agreement.

12. Equity

Details of the Parent Company’s capital stock as at June 30, 2025 and 2024 are as follows:

	Number of Shares		Amount	
	2025	2024	2025	2024
Common stock - ₱0.10 par value				
Authorized	10,406,291,160	10,406,291,160		
Issued and outstanding	3,933,840,480	3,933,840,480	₱393,384,048	₱393,384,048
Perpetual preferred shares (PPS) 1 - ₱0.10 par value				
Authorized	1,181,594,548	1,181,594,548		
Issued and outstanding	370,398,637	370,398,637	₱37,039,864	₱37,039,864
PPS 2 Series A - ₱0.10 par value				
Authorized	100,000,000	100,000,000		
Issued and outstanding	100,000,000	100,000,000	10,000,000	10,000,000
PPS 2 Series B - ₱0.10 par value				
Authorized	100,000,000	100,000,000		
Issued and outstanding	–	–	–	–
PPS 2 Series C - ₱0.10 par value				
Authorized	100,000,000	100,000,000		
Issued and outstanding	–	–	–	–
			₱47,039,864	₱47,039,864



All common shares of AHC shall have full voting rights, with the holder of such shares being entitled to one vote per share on all matters upon which shareholders are entitled to vote.

Preferred Stock

On August 4, 2023, the BOD approved the creation of a new class of preferred shares by way of reclassifying a portion of the existing preferred shares such that the current 1,481,594,548 preferred shares shall be subdivided as 1,181,594,548 preferred shares known as RPS 1 with a par value of ₱0.10 per share which shall have the same rights as the current preferred shares of the Parent Company. The remaining 300,000,000 preferred shares are known as RPS 2 with a par value of ₱0.10 per share. The RPS 2 are further sub-divided into 100,000,000 RPS 2 – Series A shares, 100,000,000 RPS 2 – Series B, and 100,000,000 RPS 2 – Series C. On October 10, 2023, shareholders representing two-thirds of the issued and outstanding capital stock of the Parent Company approved the said reclassification. The Parent Company filed for the amendment of its Articles of Incorporation on November 20, 2023 which was approved by the SEC on December 6, 2023.

Subsequently, all issued and outstanding preferred shares prior to August 4, 2023 (370,398,637 preferred shares with ₱0.10 par value) were reclassified as PPS 1.

- *PPS 1*

The new PPS 1 shall have the same rights as the preferred shares of the Parent Company prior to the reclassification wherein the dividend rate shall be cumulative from year to year as determined by the members of the BOD, and subject to the existence of retained earnings, which shall in no case be less than the minimum rate of eight percent (8%) of the par value of the preferred share. PPS 1 are nonparticipating in any residual dividends after the declaration of dividends to common shares. RPS 1 have full voting rights.

- *PPS 2*

The new PPS 2 are perpetual, cumulative, nonvoting (except in matters mandatorily required by law) and nonparticipating with a dividend rate of not less than 8% subject to rate re-setting on the seventh anniversary from date of issuance. PPS 2 are non-convertible to common shares and are redeemable at the option of the Parent Company and re-issuable under such terms as the BOD may approve at the time of the re-issuance.

On March 24, 2023, the Parent Company completed its IPO and was listed in the PSE. In connection with its IPO, the Parent Company issued 1,265,000,000 common shares with a par value of ₱0.10 per share for an offer price of ₱1.28 per share or a total consideration of ₱1,619.00 million. This resulted to additional paid-in capital amounting to ₱1,425.04 million, net of transaction costs amounting to ₱67.46 million.

On November 7, 2023, the Government Service Insurance System (“GSIS”) subscribed 100,000,000 Perpetual Preferred Shares 2 Series A with an issue price of ₱14.50 per share, for a total subscription amount of ₱1,450.00 million. The said shares have a par value of ₱0.10 per share, thus resulting to additional paid-in capital amounting to ₱1,433.65 million, net of transaction costs amounting to ₱6.35 million.

In January 2024, the Parent Company applied for the listing of the Perpetual Preferred Shares 2 Series A shares at the PSE under the stock symbol “ALTP2” priced at ₱14.50 per share. On March 5, 2024, the PSE approved the application of the Parent Company for the listing and trading of the Perpetual Preferred Shares 2 Series A issued to GSIS. Subsequently, on March 22, 2024, these shares have been listed at the PSE.



Equity Restructuring

On October 5, 2023, the BOD approved the equity restructuring of the Parent Company to wipe out and eliminate its deficit amounting to ₱42.27 million by applying/reclassifying/offsetting the same against the Parent Company's additional paid-in capital. The SEC approved the Parent Company's equity restructuring on June 20, 2024.

Dividend Declarations

On November 5, 2024, the BOD approved the declaration of dividends to holders of Perpetual Preferred Shares 1 and Perpetual Preferred Shares 2 - Series A of the Parent Company at ₱0.1463 and ₱0.0238 per share, respectively, totaling ₱40.00 million to be taken out of the unrestricted retained earnings of the Parent Company as of June 30, 2024. This was paid on December 16, 2024.

On July 15, 2025, the BOD approved the declaration of dividends to holders of common shares of the Parent Company amounting to ₱0.01 per share totaling ₱39.34 million to be taken out of the unrestricted retained earnings of the Parent Company as of June 30, 2025. This was paid on September 11, 2025.

13. Related Party Transactions

The Parent Company, in its regular conduct of business, has entered into transactions with related parties. Parties are considered to be related if, among others, one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions, the parties are subject to common control or the party is an associate or a joint venture. Affiliates are related entities of the Parent Company by virtue of common ownership and representation to management where significant influence is apparent. Except as indicated, otherwise, the outstanding accounts with related parties shall generally be settled in cash. The transactions are made at terms agreed upon by the parties.

a. The Parent Company's transactions and outstanding balance with related parties are as follows:

Due from Related Parties	Nature of Transactions	Terms	Conditions	Transactions During the Year		Outstanding Balance as of June 30*	
				2025	2024	2025	2024
<i>Parent:</i>		On demand;					
		noninterest-	Unimpaired;				
VHC	Cash advances	bearing	Unsecured	₱—	₱—	₱3,328,000	₱3,328,000
<i>Direct subsidiaries:</i>							
		Five-years;					
		interest					
AWHC	Loans**	bearing	-do-	2,836,782,330	—	2,836,782,330	—
	Interest from loans	-do-	-do-	239,245,030	—	239,245,029	—
		On demand;					
		noninterest-					
	Cash advances	bearing	-do-	10,822,040	—	10,822,040	—
AHPC	-do-	-do-	-do-	82,443	333,000	40,043,893	39,961,450
SPEC	-do-	-do-	-do-	57,000	85,250	1,564,957	1,621,957
<i>Indirect Subsidiaries:</i>							
Alternergy Mini-Hydro Holdings Corporation	-do-	-do-	-do-	115,981,678	23,117,475	262,990,898	147,009,220
		Five-years;					
		interest					
	Loans**	bearing	-do-	793,542,142	—	793,542,142	—
	Interest from loans	-do-	-do-	50,572,259	—	50,572,258	—

(Forward)



Due from Related Parties	Nature of Transactions	Terms	Conditions	Transactions During the Year		Outstanding Balance as of June 30*	
				2025	2024	2025	2024
		On demand; noninterest-bearing					
Solana Solar Alpha, Inc.	Cash advances		-do-	₱153,803,704	₱58,575,666	₱2,000,000	₱155,803,704
Liwanag Renewable Energy Corporation	-do-	-do-	-do-	654,425	—	654,425	—
Calavite Passage Wind Power Corporation (Calavite)	-do-	-do-	-do-	15 0,000	—	620,000	—
Abra De Ilog Wind Power Corporation	-do-	-do-	-do-	49,238	167,329	219,667	170,429
Sienna Solar Power Corporation	-do-	-do-	-do-	—	12,190	79,432	79,432
LSEC	-do-	-do-	-do-	56,791,825	56,780,600	4,975	56,796,800
Alternergy Sembrano Wind Corporation	-do-	-do-	-do-	—	—	600	600
Lamut-Asipulo Mini-Hydro Corporation	-do-	-do-	-do-	2,880,865	95,461	—	2,880,865
GESSE	-do-	-do-	-do-	1,500,000	1,500,000	—	1,500,000
<i>Entities under common ownership:</i>							
TPLC	Cash advances	-do-	-do-	100,226,182	107,665	100,333,848	107,665
ASHCo	-do-	-do-	-do-	19,479,074	107,665	424,085,279	107,665
NCP Advisors Philippines, Inc. (NAPI)	-do-	-do-	-do-	7,593,179	58,898,619	72,491,797	64,898,619
APIC	-do-	-do-	-do-	973,013	590,000	19,748,013	18,775,000
OSPC	-do-	-do-	-do-	462,000	4,000,000	4,500,315	4,038,315
Alternergy Philippine Holdings Corporation	-do-	-do-	-do-	517,475	1,977,083	2,985,498	2,468,023
AMSI	-do-	-do-	-do-	26,847	—	26,847	—
<i>Associates and Joint venture:</i>							
KMHC	-do-	-do-	-do-	—	208,692,660	—	208,692,660
DMHC	-do-	-do-	-do-	—	159,303,557	—	159,303,557
Calavite	-do-	-do-	-do-	—	370,000	—	470,000
<i>Shareholders</i>	-do-	-do-	-do-	83,351,406	—	83,351,406	—
						₱4,949,993,649	₱868,013,961

* Outstanding balance includes unrealized foreign exchange gain on translation amounting to ₱5,109,323 and ₱2,162,563 in for the period ended June 30, 2025 and 2024, respectively.

** Convertible to equity for a fixed number of shares at the option of the Parent Company

Due to Related Parties	Terms	Conditions	Transactions During the Year		Outstanding Balance as of June 30	
			2025	2024	2025	2024
GESSE						
Cash advances	On demand; noninterest-bearing	Unsecured	₱13,432,500	₱—	₱13,432,500	₱—

- b. Advances to subsidiaries as of June 30, 2025 and 2024 amounting to nil and ₱2,192.03 million, respectively, are presented under “Investments in and advances to subsidiaries” (see Note 8).
- c. The Parent Company did not employ any personnel for the years ended June 30, 2025 and 2024. The administrative and finance functions of the Parent Company are being handled by NAPI, a company under common control.
- d. For the years ended June 30, 2025 and 2024, SPPP, SPEC, and KSEC declared cash dividends to the Parent Company totaling to ₱22.68 million and ₱57.48 million, respectively.

Dividends receivable amounting to ₱12.10 million as of June 30, 2025 remain to be outstanding as of September 16, 2025 while dividends receivable for June 30, 2024 amounting to ₱32.49 million were collected in August 2024 (see Notes 7 and 8).



14. Income Tax

For the years ended June 30, 2025 and 2024, the provision for current income tax represents MCIT. The reconciliation of income tax at statutory income rate to the effective income tax is as follows:

	2025	2024
Income tax at statutory income tax rate of 25%	₱23,737,292	₱11,079,210
Adjustments resulting from:		
Interest income subject to final tax	(9,917,741)	(9,815,734)
Dividend income subject to final tax	(5,670,452)	(14,369,375)
Movement in unrecognized deferred tax assets	(2,663,324)	13,141,094
Nondeductible expenses	354,737	196,365
	₱5,840,512	₱231,560

No deferred income tax assets were recognized on the following carryforward benefits of unused NOLCO, unused tax credit from excess MCIT and unrealized foreign exchange loss as it is not probable that sufficient taxable profit will be available to allow the benefit of the deferred income tax assets to be utilized in the future:

	2025	2024
NOLCO	₱160,150,868	₱201,030,907
Excess MCIT over RCIT	6,086,752	246,909
Unrealized foreign exchange loss	3,530,989	—

As at June 30, 2025 and 2024, the Parent Company has accumulated unused NOLCO which can be claimed as deduction against regular taxable income as follows:

Year Incurred	Availment Period	At July 1, 2024	Addition	Applied	Expired	At June 30, 2025
December 31, 2020	December 31, 2021–2025	₱16,971,691	₱—	(₱16,971,691)	₱—	₱—
December 31, 2021	December 31, 2022–2026	14,565,217	—	(14,565,217)	—	—
June 30, 2022	June 30, 2023–2025	29,404,382	—	(9,343,131)	(20,061,251)	—
June 30, 2023	June 30, 2024–2026	60,688,895	—	—	—	60,688,895
June 30, 2024	June 30, 2025–2027	79,400,722	—	—	—	79,400,722
		₱201,030,907	₱—	(₱40,880,039)	(₱20,061,251)	₱140,089,617

As at June 30, 2025 and 2024, the Parent Company has excess MCIT that can be carried forward and claimed by the Parent Company as deduction from regular income tax due as follows:

Year Incurred	Availment Period	At July 1, 2024	Addition	Applied	Expired	At June 30, 2025
December 31, 2021	December 31, 2022–2024	₱669	₱—	₱—	(₱669)	₱—
June 30, 2023	June 30, 2024–2026	14,680	—	—	—	14,680
June 30, 2024	June 30, 2025–2027	231,560	—	—	—	231,560
June 30, 2025	June 30, 2026–2029	—	5,840,512	—	—	5,840,512
		₱246,909	₱5,840,512	₱—	(₱669)	₱6,086,752



15. Earnings per Share

Earnings per common share amounts were computed as follows:

	2025	2024
a. Net income	₱89,108,657	₱44,085,280
b. Weighted average number of common shares issued and outstanding	3,933,840,480	3,933,840,480
Income per common share (a/b)	₱0.02	₱0.01

There are no dilutive potential common shares for the years ended June 30, 2025 and 2024.

16. Financial Instruments

Financial Risk Management Objectives and Policies

The Parent Company's principal financial instruments comprise of cash and cash equivalents, receivables, restricted cash, due from related parties, accounts payable and accrued expenses, short-term loan, due to related parties and long-term debt. The main purpose of these financial instruments is to finance the Parent Company's operations.

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

The Parent Company has exposure to liquidity risk, credit risk and foreign currency risk from the use of its financial instruments. The Parent Company is not exposed to interest rate risk given that the Parent Company's interest-bearing borrowings contains fixed interest rates.

The BOD reviews and approves the policies for managing each of these risks and they are summarized below.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial instruments.

The Parent Company manages liquidity risk by maintaining a balance between continuity of funding and flexibility. The Parent Company maintains a level of cash deemed sufficient to finance its operations. As part of its liquidity risk management, the Parent Company regularly evaluates its projected and actual cash flows.



The table below summarizes the maturity profile of the Parent Company's financial assets and liabilities based on remaining undiscounted contractual obligations:

2025				
	On demand	Within one year	More than 1 year but less than 5 years	Total
Financial Assets:				
Cash and cash equivalents	₱1,007,619,165	₱–	₱–	₱1,007,619,165
Receivables	12,521,449	–	–	12,521,449
Restricted cash*	–	201,419,262	173,033,689	374,452,951
Due from related parties	1,319,669,177	–	3,630,324,472	4,949,993,649
	2,339,809,791	201,419,262	3,803,358,161	6,344,587,214
Financial Liabilities:				
Accounts payable and accrued expenses**	–	21,582,738	–	21,582,738
Due to related parties	13,432,500	–	–	13,432,500
Short-term loan	–	1,738,500,056	–	1,738,500,056
Long-term debt	–	–	1,976,947,189	1,976,947,189
	13,432,500	1,760,082,794	1,976,947,189	3,750,462,483
Net Exposure	₱2,326,377,291	(₱1,558,663,532)	₱1,826,410,972	₱2,594,124,731

*The Security Trustee has the exclusive control over and the exclusive right of withdrawal from the Project Accounts.

**Balance excludes statutory liabilities amounting to ₱2,929,076.

2024				
	On demand	Within one year	More than 1 year but less than 5 years	Total
Financial Assets:				
Cash and cash equivalents	₱1,228,855,991	₱–	₱–	₱1,228,855,991
Receivables	–	35,409,713	–	35,409,713
Restricted cash*	–	184,842,666	335,157,334	520,000,000
Due from related parties	868,013,961	–	–	868,013,961
	2,096,869,952	220,252,379	335,157,334	2,652,279,665
Financial Liabilities:				
Accounts payable and accrued expenses**	–	27,061,337	–	27,061,337
Short-term loan	–	248,780,784	–	248,780,784
Long-term debt	–	–	1,973,613,482	1,973,613,482
	–	275,842,121	1,973,613,482	2,249,455,603
Net Exposure	₱2,096,869,952	(₱55,589,742)	(₱1,638,456,148)	₱402,824,062

*The Security Trustee has the exclusive control over and the exclusive right of withdrawal from the Project Accounts.

**Balance excludes statutory liabilities amounting to ₱678,167.

Credit Risk

The Parent Company's exposure to credit risk is currently limited to the carrying values of cash and cash equivalents in banks and due from related parties. Such exposure arises from a possible default of the counterparties. The Parent Company does not hold collateral for its financial asset as security.

The tables below show the credit quality by class of financial assets of accounts that are neither past due nor impaired based on the Parent Company's rating system as at June 30, 2025 and 2024:

	Neither Past Due Nor Impaired		Past Due		2025 Total
	High Grade	Standard Grade	Unimpaired	Impaired	
Cash and cash equivalents	₱1,007,619,165	₱–	₱–	₱–	₱1,007,619,165
Receivables	12,521,449	–	–	–	12,521,449
Restricted cash	374,452,951	–	–	–	374,452,951
Due from related parties	–	4,949,993,649	–	–	4,949,993,649
	₱1,394,593,565	₱4,949,993,649	₱–	₱–	₱6,344,587,214



	Neither Past Due Nor Impaired		Past Due		2024 Total
	High Grade	Standard Grade	Unimpaired	Impaired	
Cash and cash equivalents	₱1,228,855,991	₱—	₱—	₱—	₱1,228,855,991
Receivables	35,409,713	—	—	—	35,409,713
Restricted cash	520,000,000	—	—	—	520,000,000
Due from related parties	—	868,013,961	—	—	868,013,961
	₱1,784,265,704	₱868,013,961	₱—	₱—	₱2,652,279,665

High Grade. This pertains to counterparty who is not expected by the Parent Company to default in settling its obligation, thus, credit risk exposure is minimal. This normally includes large prime financial institutions. Credit quality was determined based on the credit standing of the counterparty.

Standard Grade. This pertains to accounts of debtors who have historically paid their accounts on time and who have the financial capacity to pay.

Aging analysis per class of financial assets that are past due but not impaired as of June 30, 2025 and 2024 are as follows:

	Neither past due nor impaired	Past due but not impaired				Impaired	2025 Total
		Less than 30 days	31 to 60 days	61 to 90 days	More than 90 days		
Cash and cash equivalents	₱1,007,619,165	₱—	₱—	₱—	₱—	₱—	₱1,007,619,165
Receivables	12,521,449	—	—	—	—	—	12,521,449
Restricted cash	374,452,951	—	—	—	—	—	374,452,951
Due from related parties	4,949,993,649	—	—	—	—	—	4,949,993,649
	₱6,344,587,214	₱—	₱—	₱—	₱—	₱—	₱6,344,587,214

	Neither past due nor impaired	Past due but not impaired				Impaired	2024 Total
		Less than 30 days	31 to 60 days	61 to 90 days	More than 90 days		
Cash and cash equivalents	₱1,228,855,991	₱—	₱—	₱—	₱—	₱—	₱1,228,855,991
Receivables	35,409,713	—	—	—	—	—	35,409,713
Restricted cash	520,000,000	—	—	—	—	—	520,000,000
Due from related parties	868,013,961	—	—	—	—	—	868,013,961
	₱2,652,279,665	₱—	₱—	₱—	₱—	₱—	₱2,652,279,665

The Parent Company has the following financial assets that are subject to the expected credit loss model:

General Approach

- *Cash and cash equivalents and restricted cash.* As of June 30, 2025 and 2024, the ECL relating to cash and cash equivalents and restricted cash of the Parent Company is minimal as these are deposited in reputable banks which have a good bank standing and are considered to have a low credit risk.
- *Receivables.* As of June 30, 2025 and 2024, the Parent Company did not recognize any allowance on its receivables as these are from large financial institutions, from reputable entities, or have been subsequently collected.
- *Due from related parties.* The Parent Company did not recognize any allowance on due from related parties as there was no history of default payments. This assessment is undertaken each financial year through examination of the financial position of the related party and the markets in which the related party operates.



Foreign Currency Risk

The Parent Company uses the Philippine Peso (₱) as its functional currency and is therefore exposed to foreign exchange movements, primarily in US dollar (\$) currencies. The Parent Company follows a policy to manage its currency risk by closely monitoring its cash flow position and by providing forecasts on all other exposures in currencies other than the Philippine Peso.

The table below summarizes the Parent Company's exposure to foreign currency risk. Included in the table are the Parent Company's foreign-currency-denominated financial assets and liabilities as of June 30, 2025 and 2024:

	2025		2024	
	Original Currency	Peso Equivalent	Original Currency	Peso Equivalent
Financial Assets				
Cash	\$117,742	₱6,632,400	\$41,655	₱2,441,400
Due from related parties	1,865,878	105,104,896	582,500	34,140,325
	\$1,983,620	₱111,737,296	\$624,155	₱36,581,725

As of June 30, 2025 and 2024, the exchange rates used were ₱56.33 and ₱58.61 per \$1, respectively. The following table demonstrates the sensitivity to a reasonably possible change in US dollar exchange rate, with all variables held constant, of the Parent Company income before tax (due to changes in the fair value of monetary assets and liabilities). There is no other impact on the Parent Company's equity other than those already affecting profit or loss.

	Change in ₱/\$ exchange rate	
	5% appreciation of \$ against ₱	5% depreciation of \$ against ₱
Increase (decrease) in income before income tax		
2025	₱5,586,865	(₱5,586,865)
2024	1,829,086	(1,829,086)

Fair Value and Category of Financial Instruments

The following methods and assumptions were used to estimate the fair value of each class of financial instruments for which it is practicable to estimate such value:

Cash and cash equivalents, Receivables, Restricted cash, Due from related parties (excluding interest-bearing advances), Short-term loan, Accounts payable and accrued expenses, and Due to related parties

The carrying amounts of these financial instruments approximate their fair values due to their short-term maturity. The fair value hierarchy as required by the amendments to PFRS 7 is not applicable since these financial instruments are carried at amortized cost.

Interest-bearing advances

The fair value of interest-bearing advances is estimated based on the discounted value of future cash flows using applicable risk-free rates. The applicable risk-free rates used is 9% as of June 30, 2025.

Long-term debt

The fair value of long-term debt was calculated based on the discounted value of future cash flows using the applicable risk-free rate for similar types of loans adjusted for credit risk (Level 3 of the fair value hierarchy). The applicable risk-free rate used ranges from 6.10%-6.28% and 6.54%-6.65% as of June 30, 2025 and 2024, respectively.



As of June 30, 2025 and 2024, the fair value of long-term debt amounted to ₱2,049.48 million and ₱2,004.67 million and fall under level 3 of the fair value hierarchy.

There were no transfers between Level 1 and Level 2 fair value measurement, and there were no transfers into and out of Level 3 fair value measurement.

Capital Management

The Parent Company ensures that the capital infused by the shareholders is properly managed. The Parent Company manages its capital structure and makes adjustments to it in the light of changes in business and economic conditions.

As of June 30, 2025 and 2024, the Parent Company's total equity amounted to ₱3,568.74 million and ₱3,519.63 million, respectively. In order to sustain its operations, the Parent Company may obtain additional advances and/or capital infusion from its shareholders.

The Parent Company considers the following as its core capital:

	2025	2024
Short-term loan	₱1,738,500,056	₱248,780,784
Long-term debt	1,976,947,189	1,973,613,482
Capital stock	440,423,912	440,423,912
Additional paid-in capital	3,035,119,971	3,035,119,971
Retained earnings	93,193,937	44,085,280
	₱7,284,185,065	₱5,742,023,429

No changes were made in the objectives, policies or processes for the years ended June 30, 2025 and 2024.

17. Changes in Liabilities Arising from Financing Activities

	2025			
	Due to Related Parties (see Note 13)	Short-term Loan (see Note 10)	Long-term Debt (see Note 11)	Interest Payable (see Notes 9)
As at July 1	₱—	₱248,780,784	₱1,973,613,482	₱15,841,931
Cash flows:				
Availment of short-term debt	—	1,497,000,000	—	—
Payments of:				
Debt transaction cost	—	(11,095,890)	—	—
Interest	—	—	—	(209,464,436)
Amounts owed to related parties	13,432,500	—	—	—
Noncash movements				
Interest expense	—	—	—	209,265,097
Amortization of debt transaction cost	—	3,815,162	3,333,707	—
As at June 30	₱13,432,500	₱1,738,500,056	₱1,976,947,189	₱15,642,592



	2024			
	Due to Related Parties (see Note 13)	Short-term Loan (see Note 10)	Long-term Debt (see Note 11)	Interest Payable (see Notes 9)
As at July 1	₱3,082,636	₱249,172,856	₱—	₱5,989,830
Cash flows:				
Availment of long-term debt	—	—	1,480,000,000	—
Payments of:				
Debt transaction cost	—	(1,849,314)	(26,386,518)	—
Interest	—	—	—	(24,849,617)
Amounts owed to related parties	(3,082,636)	—	—	—
Noncash movements				
Cash restriction (see Note 6)	—	—	520,000,000	—
Interest expense	—	—	—	34,701,718
Amortization of debt transaction cost	—	1,457,242	—	—
As at June 30	₱—	₱248,780,784	₱1,973,613,482	₱15,841,931

18. Supplementary Information Required Under Revenue Regulations 15-2010

The Parent Company reported and paid the following taxes in 2025:

VAT

The Parent Company's sales are subject to output VAT while its purchases of goods and services from other VAT-registered individuals or corporations are subject to input VAT. The VAT rate is 12%.

- The Parent Company has no output VAT declared and paid in 2025.
- Details of input VAT account are shown as follows:

Balance at July 1, 2024	₱13,108,911
Current year's domestic purchases:	
Domestic purchase of services	4,625,881
Domestic purchase of goods other than capital goods	938,750
Balance at June 30, 2025	₱18,673,542

Taxes and Licenses

Taxes and licenses	₱5,931,285
Documentary stamp taxes on intercompany advances	1,059,071
Business permits	14,370
Others	3,000
	₱7,007,726

Withholding Taxes

The expanded withholding taxes accrued or paid by the Parent Company amounted to ₱6.92 million for the year ended June 30, 2025.

Tax Contingencies

In 2025, the Parent Company received a tax assessment covering the fiscal year ending June 30, 2023. As of June 30, 2025, this had been settled with the BIR. The Parent Company has not received any other final tax assessment, nor does it have any tax cases under preliminary investigation, litigation and/or prosecution in courts or bodies outside the administration of the BIR aside from the one mentioned above.



INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Alternergy Holdings Corporation

We have audited the accompanying financial statements of Alternergy Holdings Corporation (the Parent Company), as at June 30, 2025 and for the year then ended, on which we have rendered the attached report dated September 16, 2025.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the above Company has a total number of fourteen (14) stockholders owning one hundred (100) or more shares each.

SYCIP GORRES VELAYO & CO.



Jhoanna Feliza C. Go

Partner

CPA Certificate No. 0114122

Tax Identification No. 219-674-288

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-103-2022, November 7, 2022, valid until November 6, 2025

PTR No. 10465309, January 2, 2025, Makati City

September 16, 2025

