

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. **19 February 2026**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **21134**
3. BIR Tax Identification No. **000-234-398**
4. **VITARICH CORPORATION**
Exact name of issuer as specified in its charter
5. **Bulacan, Philippines**
Province, country or other jurisdiction
of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **Marilao San Jose Road, Sta. Rosa I, Marilao, Bulacan** **3019**
Address of principal office Postal Code
8. **(+632) 8843-3033**
Issuer's telephone number, including area code
9. **Not applicable**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common Stock</u>	<u>3,054,334,014</u>
<u>Total Shares Issued and Outstanding</u>	

11. Indicate the item numbers reported herein: **Item 9. Other Events**
-

Item 9. Other Events

During its regular meeting held on 18 February 2026, the Board of Directors of Vitarich Corporation ("VITA" or "Corporation"), upon the recommendation of the Organizational and Business Development Committee, and after due diligence review, approved the final terms and conditions for the purchase of: (a) 125,000 common shares of stock of Broilers Club Inc. ("BCI"), representing 100% of its shares of stock; (b) BCI shareholders' advances to BCI; and (c) breeder farm facilities in Davao Del Sur, including land, improvements, and equipment, for an aggregate amount of Two Hundred Eighty Million Pesos (Php280,000,000.00). The total purchase price was negotiated based on the total assessed value of the foregoing properties as appraised by a third-party and was to be applied as follows: (i) Php95,000,000.00 for the purchase of 125,000 common shares of stock of BCI; (ii) Php130,000,000.00 for the purchase of the advances of BCI shareholders in BCI; (iii) Php25,000,000.00 for the purchase of the land registered in the name of two of BCI's shareholders, which are part of the above-mentioned breeder farm facilities; and (iv) Php30,000,000.00 for the full payment of BCI's bank loan balance for one of its properties.

Following this approval, the definitive agreement and the implementing contracts and documents of the foregoing acquisition are expected to be finalized, signed, and executed within the month of February 2026. The foregoing transactions are subject to customary closing conditions, such as execution of the definitive agreement and implementing contracts as well as full payment of the consideration.

BCI is a private domestic corporation incorporated and registered with the Philippine Securities and Exchange Commission on 14 June 2018, doing business under the name and style of Southern Sunrise Agriventures. It is engaged, among others, in poultry and egg production.

As previously disclosed (C06411-2025), the above-mentioned breeder facilities will be used as VITA's breeder farm, while BCI will become a wholly-owned subsidiary of VITA. The foregoing transactions are part of VITA's strategic step to stabilize supply of broiler chicks and lower its cost of production. The additional capacity is expected to produce as much as an 8% increase in VITA's total breeder output.

This disclosure contains forward-looking statements that are, by their nature, subject to risks and uncertainties. Such forward-looking statements are made based on management's current expectations or beliefs as well as assumptions made by, and information currently available to, management. Because actual results may differ from those contemplated in the forward-looking statements, undue reliance must not be placed upon them.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Registrant - **VITARICH CORPORATION**

By:

A handwritten signature in blue ink, appearing to read 'M. Christine Dabu-Pepito', enclosed within a blue oval scribble.

MARY CHRISTINE DABU-PEPITO
Assistant Corporate Secretary, Corporate
Information Officer and Compliance Officer

Date: 19 February 2026

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
Feb 18, 2026
2. SEC Identification Number
21134
3. BIR Tax Identification No.
000-234-398-000
4. Exact name of issuer as specified in its charter
VITARICH CORPORATION
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
3019
Postal Code
3019
8. Issuer's telephone number, including area code
09088728958
9. Former name or former address, if changed since last report
Not Applicable
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock Total Shares Issued and Outstanding	3,054,334,014

11. Indicate the item numbers reported herein
Item 9. Other Events

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Vitarich Corporation

VITA

PSE Disclosure Form 5-1 - Substantial Acquisitions
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 and/or Section 5 of the Revised Disclosure Rules

Subject of the Disclosure

Approval of the final terms and conditions for the purchase of: (a) 125,000 common shares of stock of Broilers Club Inc. ("BCI"), representing 100% of its shares of stock; (b) BCI shareholders' advances to BCI; and (c) breeder farm facilities in Davao Del Sur, including land, improvements, and equipment.

Background/Description of the Disclosure

The Board of Directors of Vitarich Corporation ("VITA" or "Corporation"), upon the recommendation of the Organizational and Business Development Committee, and after due diligence review, approved the final terms and conditions for the purchase of: (a) 125,000 common shares of stock of Broilers Club Inc. ("BCI"), representing 100% of its shares of stock; (b) BCI shareholders' advances to BCI; and (c) breeder farm facilities in Davao Del Sur, including land, improvements, and equipment.

As previously disclosed (C06411-2025), the above-mentioned breeder facilities will be used as VITA's breeder farm, while BCI will become a wholly-owned subsidiary of VITA.

Date of Approval by Board of Directors	Feb 18, 2026
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	NA
Date of Approval by Relevant Regulatory Agency	N/A

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The foregoing transactions are part of VITA's strategic step to stabilize supply of broiler chicks and lower its cost of production.

Description of the transaction including the timetable for implementation and related regulatory requirements, if any

As mentioned above, the transactions pertain to the Corporation's purchase of: (a) 100% of shares of stock of BCI; (b) BCI shareholders' advances to BCI; and (c) breeder farm facilities in Davao Del Sur, including land, improvements, and equipment.

The definitive agreement and the implementing contracts and documents of the subject acquisition are expected to be finalized, signed, and executed within the month of February 2026.

Identities of the parties to the transaction

Name	Nature of Business	Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates
Broilers Club Inc. doing business under the name and style Southern Sunrise Agriventures	Poultry and egg production	None
Antero D. Sison, III	Shareholder of BCI	None
Imelda Rose M. Sison	Shareholder of BCI	None
Melissa Grace S. Oreta	Shareholder of BCI	None
Arlene S. Dazo	Shareholder of BCI	None
Michele Geraldine S. Quintos	Shareholder of BCI	None

Terms and conditions of the transaction**The nature and amount of consideration (e.g. price per share, the aggregate amount)**

Aggregate amount of Php280M, to be applied as follows: (i) Php95M (Php760/share) for the purchase of shares of stock of BCI; (ii) Php130M for the purchase of the advances of BCI shareholders in BCI; (iii) Php25M for the purchase of the land registered in the name of two of BCI's shareholders, which are part of the breeder farm facilities in Davao del Sur; and (iv) Php30M for the full payment of BCI's bank loan balance for one of its properties.

Basis upon which the amount of consideration or value of the transaction was determined

Based on the total assessed value of the subject properties, inclusive of land, buildings, equipment, as appraised by a third-party appraiser.

The number of shares to be acquired	125,000 common shares of stock
Ratio/percentage to total outstanding capital stock	100%

Terms of payment

The Php280M consideration shall be paid as follows:

- (a) Php10M had been paid as Option Money.
- (b) Php140M to be paid upon closing.
- (c) Php130M to be paid post-closing, upon the transfer of shares and title to the land being acquired to VITA's name.

Conditions precedent to closing of the transaction, if any

The transactions are subject to customary closing and post-closing conditions, such as execution of the definitive agreement and implementing contracts, full payment of the consideration, payment of taxes, delivery of Stock Certificates and Certificates of Title.

Description of the company subject of the transaction**Nature and business**

BCI is a private domestic corporation incorporated and registered with the Philippine Securities and Exchange Commission on 14 June 2018, doing business under the name and style of Southern Sunrise Agriventures. It is engaged, among others, in poultry and egg production.

Discussion of major projects and investments

In 2018, BCI purchased a parcel of land with an area of 46,360 square meters (sqm) located in Barangay Darong, Municipality of Sta. Cruz, Province of Davao del Sur for the purpose of operating poultry buildings for the purpose of supply hatching eggs to poultry aggregators.

List of subsidiaries and affiliates, with percentage holdings

Name	% Ownership
None	0

Capital structure

Authorized capital stock

Type of Security	Amount	Number of Shares
Common Shares	Php50,000,000.00	500,000

Subscribed Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Paid-Up Capital

Amount	Php12,500,000.00
Number of Shares	125,000

Issued Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Outstanding Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Par Value

Type of Security	Amount
common	Php100.00

Ownership Structure (including percentage holdings)

Name	Number of Shares	% Ownership
Antero D. Sison, III	67,500	54%
Arlene S. Dazo	25,000	20%
Michele S. Quintos	25,000	20%
Imelda Rose M. Sison	3,750	3%
Melissa Grace S. Oreta	3,750	3%

Board of Directors

Name	(Regular or Independent)
Antero D. Sison, III	Regular
Arlene S. Dazo	Regular
Michele S. Quintos	Regular
Imelda Rose M. Sison	Regular
Melissa Grace S. Oreta	Regular

Principal Officers

Name	Position/Designation
Antero D. Sison, III	Chairman of the Board/President
Imelda Rose M. Sison	Chief Finance Officer/Corporate Secretary

Effect(s)/impact on the business, financial condition and operations of the Issuer

The additional capacity is expected to produce as much as an 8% increase in VITA's total breeder output.

Other Relevant Information

Please refer to C06411-2025 and C01017-2026; Please also see the attached "Additional Information_Revised" file.

Filed on behalf by:

Name	Mary Christine Dabu-Pepito
Designation	Corporate Information Officer

ADDITIONAL INFORMATION

In response to the queries from the Philippine Stock Exchange, VITA provides the following additional information regarding the transactions disclosed:

1. Flow of Funds, Treatment of Shareholders' Advances, and Valuation Clarification:

The consideration of P280M shall be paid as follows:

- (a) Php95M as consideration for the purchase of 125,000 common shares of stock of BCI, representing 100% of its outstanding capital stock. Php10M had been paid as Option Money, Php85M to be paid upon signing of the Definitive Agreement and Implementing Documents.
- (b) Php30M to be paid to BCI's shareholders as reimbursement for their full payment of BCI's bank loan balance for one of its properties. The said loan was already paid by BCI's shareholders to the creditor bank last 20 November 2025. VITA will pay this amount to BCI shareholders upon signing of the Definitive Agreement and Implementing Documents. The loan will no longer appear in the books of BCI prior to closing since this was already paid. The P30M payment will appear in BCI's books as advances from VITA, which will be converted by VITA to equity post-closing, subject, however, to changes and business judgment of either or both companies.
- (c) Php25M as consideration for the purchase of the land and its improvements, registered in the names of two of BCI's shareholders, to be paid directly to the registered owners (BCI shareholders) upon signing of the Definitive Agreement and Implementing Documents.
- (d) Php130M as consideration for the purchase/assignment of the advances of BCI's shareholders to BCI. This will be paid directly to BCI's current shareholders upon the transfer of shares and title to the land being acquired to VITA's name. This will be recorded in the books of BCI as advances from VITA, which will be converted by VITA to equity. On the part of VITA, this will be initially treated as advances but will be converted to investments to a subsidiary. Post-closing, these will remain as BCI's liability to VITA but will not be demandable as the same will be converted to equity post-closing, subject, however, to changes and business judgment of either or both companies.

2. Corporate Information and Supporting Documents Relative to BCI:

List of subsidiaries and affiliates, with percentage holdings

Name	% Ownership
None	

Capital Structure

Authorized Capital Stock

Type of Security	Amount	Number of Shares
common shares	Php50,000,000.00	500,000

Subscribed Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Paid-Up Capital

Amount	Php12,500,000.00
Number of Shares	125,000

Issued Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Outstanding Shares

Type of Security	Amount	Number of Shares
common shares	Php12,500,000.00	125,000

Par Value

Type of Security	Amount
common	Php100.00

Ownership Structure, including percentage holdings

Name	Number of Shares	% Ownership
Antero D. Sison, III	67,500	54%
Arlene S. Dazo	25,000	20%
Michele S. Quintos	25,000	20%
Imelda Rose M. Sison	3,750	3%
Melissa Grace S. Oreta	3,750	3%

Board of Directors

Name	Regular or Independent
Antero D. Sison, III	Regular
Arlene S. Dazo	Regular

Michele S. Quintos	Regular
Imelda Rose M. Sison	Regular
Melissa Grace S. Oreta	Regular

Principal Officers

Name	Regular or Independent
Antero D. Sison, III	Chairman of the Board/President
Imelda Rose M. Sison	Chief Finance Officer/Corporate Secretary

Please see attached file containing BCI's Certificate of Incorporation, Amended Articles of Incorporation, By-Laws, 2024 AFS (latest), and 2025 GIS (latest).

3. Timeline of Key Milestones

Signing of the Definitive Agreement and Implementing Documents is scheduled on 23 February 2026. Upon closing, VITA will officially take-over all the facilities in preparation for placing parent stock. As stated above, the P130M will be paid post-closing, after transfer of shares and title to the land being acquired to VITA's name. The transaction does not require PCC approval since the transaction does not meet the second criteria, which is that the size of the transaction exceeds P3.5B.

4. Ownership of Equipment and Improvements

The equipment and improvements are part of the breeder farm facilities owned by BCI.

5. Post-acquisition financial impact on VITA, and BCI ownership and liability structure:

Post-acquisition, BCI will become a 100% owned subsidiary of VITA. BCI will supply product and supply 100% of its DOC's (day-old-chicks) to VITA. Earnings from BCI will be consolidated into VITA books.



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

COMPANY REG NO. CS201810328

CERTIFICATE OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By Laws of:

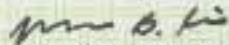
BROILERS CLUB INC.

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation and By Laws in accordance with the Corporation Code of the Philippines (Batas Pambansa Blg. 68), and copies of said Articles and By Laws are hereto attached.

This Certificate grants juridical personality to the corporation but does not authorize it to issue, sell or offer for sale to the public, securities such as but not limited to, shares of stock, investment contracts, debt instruments and virtual currencies without a prior Registration Statement approved by the Securities and Exchange Commission; nor to undertake business activities requiring a Secondary License from this Commission such as but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/ financial futures exchange/broker/merchant, financing/lending company, and time shares/club shares/ membership certificate issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this Certificate. Failure to submit annual Financial Statements and General Information Sheets within two (2) years from date of incorporation shall be construed that the corporation has not been formally organized and has not commenced the transaction of its business, thus be subject of Suspension Order.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at PICC Secretariat Bldg., PICC Complex Pasay City, Metro Manila, Philippines, this day of 14, June, Twenty Eighteen.


FERDINAND B. SALES

Director

Company Registration and Monitoring Department





REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

COMPANY REG NO. CS201810328

CERTIFICATE OF FILING OF AMENDED
ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended Articles of Incorporation of

BROILERS CLUB, INC. Doing business under the name and style
of SOUTHERN SUNRISE AGRIVENTURES

(Formerly: BROILERS CLUB INC)

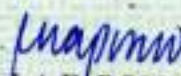
(Amending Article I by adding a business name and Article III thereof)

copy annexed, adopted on August 27, 2019, by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two thirds (2/3) of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the Corporation was approved by the Commission of this date pursuant to the provisions of Section 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Davao Extension Office, 2nd Floor, SDC Bldg., Purok 13, Maa Road, Brgy. Maa, Davao City, Philippines, this 15th day of October, Two Thousand and Nineteen.

By Authority of the Commission:


KATRINA JAMILLA B. PONCO-ESTARES
Officer-in-Charge
Davao Extension Office

COVER SHEET

3

SEC Registration Number

C5201810328

COMPANY NAME

BROILERS CLUB, INC. DOING BUSINESS UNDER THE NAME AND STYLE OF SOUTHERN SURPRISE AGRICULTURE-S (BROILERS CLUB INC.)

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

PUROK MANDAWÉ BARANGAY SIBULAN STA. CRUZ DAVAO DEL SUR

Form Type

A A J

Department Requiring the Report

Secondary License type, if applicable

Company's Email Address

broilersclubinc@gmail.com

COMPANY INFORMATION Company's Telephone Numbers

227 - 0414

Mobile Number

0917 - 183 - 7417

No. of Stockholders

5

Ann. Meeting Month/Day

06/16

Fiscal year Month/Day

12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Email Address

Telephone Number/s

Mobile

Contact Person's Address

Note: 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 person designated.



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

Date: October 15, 2019
Transaction Number: 201910150935203218
Name: BROILERS CLUB, INC. Doing business under the name and style of SOUTHERN
SUNRISE AGRIVENTURES

Be informed that the corporate name is reserved for 30 calendar days. Present this document together with other documentary requirements.



Important Reminders:

NOTE: The fact that the name is available at the date verified, it is not to be regarded as an approval of the registration of the company or any application for change of name. No expense for printing of materials using a verified name should be incurred until registration takes effect. As this is a computer printout, any erasure or alteration on this document nullifies verification.

(Republic of the Philippines
City of _____ s.s.)

SECRETARY CERTIFICATE

I, Imelda Rose M. Sison of legal age, single/married, a resident of
[REDACTED] being duly sworn, depose and state that:

1. I am duly elected and qualified Corporate Secretary of Broilers Club Inc. (the Corporation), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at APA-6, RMC Bldg. II, J.P. Laurel Ave. Corner Park Ave., Wilfredo Aquino, Bajada, Davao City
2. To the best of my knowledge, no action or proceeding had been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

Davao City, August 29 day of 2019

1705
[REDACTED]
Imelda Rose M. Sison
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this SEP 05 2019 day of [REDACTED]
Davao City 2019, in Philippines, affiant exhibiting to me his/her [REDACTED]
on _____ at _____.

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Book No. 27
Series of: 2019

[Signature]
ATTY. Notary Public GETUYA
Notary Public
Until December 31, 2020
Roll of Attorneys No. 64044
PTA OR NO. 1477007, 12/07/2018
IAP OR NO. 053059, 10/22/2018
MCLE Compliance No. V-0018932

DIRECTORS CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority members of the Board of Director and the Corporate Secretary, hereby certify that the Articles of Incorporation of Brothers Club Inc. was amended by an affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held for that purpose at the principal office of the corporation on August 27, 2019 and approved likewise by the majority of the Directors on August 27, 2019

The amendment refers to Articles 1st and 3rd section (specify the articles/section to be amended and the nature of the amendment.) (make a separate director certificate for amendment of the By laws)

IN WITNESS WHEREOF, we have hereunto set our hands this 29th day of August, 2019 at Davao City, Philippines.

TIN: <u>[Redacted]</u>	<u>Amro D. Sison III</u>	TIN: <u>[Redacted]</u>	<u>Amro M. Sison Jr.</u>
TIN: <u>[Redacted]</u>	<u>Arlene S. Dazo</u>	TIN: <u>[Redacted]</u>	<u>Imelda Rose M. Sison</u>
TIN: <u>[Redacted]</u>	<u>Michele C. Quijano</u>	TIN: <u>[Redacted]</u>	

SUBSCRIBED AND SWORN TO before me this SEP 05 2019 day of SEP 2019 in Davao City by the above-named persons who exhibited to me their Community Tax Certificates as follows:

NAME	COMM. TAX CERT. NO.	DATE/PLACE ISSUED
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2019

ATTY. KENNETH P. RETUYA
 Notary Public
 Until Dec 31, 2019
 Roll of Attorneys No. 64044
 PTR OR NO. 1477007, 12/07/2018
 IBP OR NO. 053059, 10/22/2018
 MCLE Compliance No. V-0018932

Republic of the Philippines)
) s.s.

JOINT AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

We, Antero M. Sison Jr. and Antero D. Sison III both of legal age, Filipino and residents of _____, and _____, after having been sworn to in accordance with law hereby depose and state:

That we are the BOD Member and The President of Style of Southern Sunrise Agriventures (Incorporators/ Partners) of Boilers Club, Inc. Doing business under the name and (Name of Corporation/ Partnership) Boiler which is in the process of registering its corporate/partnership name with the Securities and Exchange Commission.

That we, in behalf of said corporation/partnership, hereby undertake to change its corporate/partnership name immediately upon receipt of notice or directive from the Commission that another corporation, partnership or person has acquired a prior right to the use of that name or the name has been declared as misleading, deceptive, confusingly, similar to a registered name, or contrary to public morals, good custom or public policy.

This affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.

IN WITNESS WHEREOF, we hereby signed this affidavit 29th day of August 2019 at Davao City
Antero M. Sison Jr. AFFIANT
Antero D. Sison III AFFIANT

SEP 05 2019

SUBSCRIBED AND SWORN to before me this _____ day of _____, 20____ in Davao City by the above-named persons who exhibited to their Community Tax Certificate as follows:

NAME	COMM. TAX CERT. NO. / TIN NO.	DATE/PLACE ISSUED
Antero M. Sison Jr.	[REDACTED]	
Antero M. Sison III	[REDACTED]	

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Series of 2019

ATTY. KENNETH P. RETUYA
Notary Public
Until December 31, 2020
Roll of Attorneys No. 51946
TR OR NO. 1477007, 12/07/2018
IBP OR NO. 053059, 10/22/2018
MCLE Compliance No. V-0018932
NOTARY PUBLIC

AMENDED ARTICLES OF INCORPORATION
OF
BROILERS CLUB INC. DOING BUSINESS UNDER THE NAME AND STYLE
OF SOUTHERN SUNRISE AGRIVENTURES

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines Have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines;

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be **BROILERS CLUB INC. DOING BUSINESS UNDER THE NAME AND STYLE OF SOUTHERN SUNRISE AGRIVENTURES,** (as amended on August 27,2019)


SECOND: The primary purpose for which such corporation is incorporated:
To engage in raising, breeding, fattening and pasturing livestock, hogs, chicken, cows and similar stocks.

Provided that the corporation shall not solicit, accept or take investments/placements from the public neither shall it issue investment contracts.

THIRD: That the principal office of the corporation is located in:
Purok Mandawe, Brgy. Sibulan, Sta. Cruz, Davao del Sur, (as amended on August 27,2019)

FOURTH: That the term for which said corporation is to exist is 50 years from and after the date of issuance of the certificate of incorporation.

FIFTH: That the names, nationalities and residences of the incorporators are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Arlene Sison Dazo	Filipino	
Imelda Rose Maronilla Sison	Filipino	
Michele Sison Quintos	Filipino	
Antero		

Delgado
Sison, III Filipino

Antero
Militante
Sison, Jr. Filipino

SIXTH: That the number of directors of the corporation shall be 5; and the names, nationalities and residences of the first directors of the corporation are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Arlene Sison Dazo	Filipino	
Imelda Rose Maronilla Sison	Filipino	
Michele Sison Quintos	Filipino	
Antero Delgado Sison, III	Filipino	
Antero Militante Sison, Jr.	Filipino	

SEVENTH: That the authorized capital stock of the corporation is Fifty Million Pesos (P50,000,000.00) in lawful money of the Philippines, divided into:

a. FIVE HUNDRED THOUSAND (500,000) common voting shares with par value of One Hundred Pesos (P100.00) per share;

EIGHTH: That at least twenty five (25%) percent of the authorized capital stock above has been subscribed as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>SHARE TYPE</u>	<u>NO. OF SHARES</u>	<u>*SUBSCRIBED AMOUNT</u>
Arlene Sison Dazo	Filipino	Common	1,250	P125,000.00
Imelda Rose Maronilla				



Sison	Filipino	Common	1,250	P125,000.00
Michele Sison Quintos	Filipino	Common	1,250	P125,000.00
Antero Delgado Sison, III	Filipino	Common	62,500	P6,250,000.00
Antero Militante Sison, Jr.	Filipino	Common	58,750	P5,875,000.00
			<u>125,000</u>	<u>P12,500,000.00</u>

NINTH: That the above-named subscribers have paid at least twenty-five (25%) percent of the total subscription as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>PAID UP CAPITAL</u>	<u>ADDITIONAL PAID-IN CAPITAL</u>	<u>TOTAL AMOUNT PAID</u>	<u>MODE OF PAYMENT</u>
Arlene Sison Dazo	Filipino	P31,300.00	P0.00	P31,300.00	Cash
Imelda Rose Maronilla Sison	Filipino	P31,300.00	P0.00	P31,300.00	Cash
Michele Sison Quintos	Filipino	P31,300.00	P0.00	P31,300.00	Cash
Antero Delgado Sison, III	Filipino	P1,562,500.00	P0.00	P1,562,500.00	Cash
Antero Militante Sison, Jr.	Filipino	P1,468,800.00	P0.00	P1,468,800.00	Cash
		<u>P3,125,200.00</u>	<u>P0.00</u>	<u>P3,125,200.00</u>	

TENTH: That Antero Delgado Sison, III has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws, and that as such Treasurer, he has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions or donations paid or given by the subscribers.

ELEVENTH: That no transfer of stock or interest which will reduce the ownership of Filipino Citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation.

TWELFTH: That the incorporators and directors undertake to change the name of the corporation as herein provided, or as amended thereafter, immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that the name has been declared as misleading, deceptive, confusingly similar to a registered name or contrary to public morals, good custom or public policy.

IN WITNESS WHEREOF, we have hereunto signed these Articles of Incorporation, this 25th day of April, 2016, in the City/Municipality of Davao, Province of Davao del Sur, Republic of the Philippines.



System generated by the
SEC Company Registration System.

Name	TIN/Passport No.	Signature
Arlene Sison Dazo	[REDACTED]	[REDACTED]
Imelda Rose Maronilla Sison		
Michele Sison Quintos		
Antero Delgado Sison, III		
Antero Militante Sison, Jr.		

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES ;
S.S.

BEFORE ME, a Notary Public, for and in Davao City, Philippines, this
day of 02 MAY 2018, 20____, personally appeared the following
persons:

Name	TIN/ID/Passport No.	Date & Place Issued
Arlene Sison Dazo		
Imelda Rose Maronilla Sison		
Michele Sison Quintos		
Antero Delgado Sison, III		
Antero Militante Sison, Jr.		

known to me and to me known to be the same persons who executed the foregoing Articles of
Incorporation constituting of 5 pages, including this page where the acknowledgement is
written, and they acknowledged to me that the same is their free act and voluntary deed.

WITNESS MY HAND AND SEAL on the day first above-written.

ATTY. AGO

Notary Public
Comm. Serial No. 2017-0050-0018 until 31 December 2017
Roll of Notaries No. 00007

PTR No. 962 **NOTARY PUBLIC** Davao City
IBP No. 00007 • 01/01/18 (2018) • Davao City
TIN No. 438-054-798

MCLE Compliance No. V-0010038
47-46, Gen. Makar St., Davao City



Doc. No. 2/k ;
Page No. 44 ;
Book No. XLV ;
Series of 718

System generated by the
SEC Company Registration System.



BY -LAWS

OF

Broilers Club Inc.



I. THE TIME, PLACE AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE DIRECTORS.

- a) Regular meetings of the board of directors of the corporation shall be held monthly.
- b) Special meetings of the board of directors may be held at any time upon the call of the president.
- c) Meetings of directors may be held anywhere in or outside of the Philippines, unless the by-laws provide otherwise. Notice of regular or special meetings stating the date, time and place of the meeting must be sent to every director or trustee at least one (1) day prior to the scheduled meeting, unless otherwise provided by the by-laws. A director may waive this requirement, either expressly or impliedly.

II. THE TIME AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE STOCKHOLDERS.

- a) Regular or annual meetings of stockholders shall be held annually on June 16.
- b) Written notice of regular meetings shall be sent to all stockholders of record at least two (2) weeks prior to the meeting.
- c) Special meetings of stockholders shall be held at any time deemed necessary.
- d) Written notice of special meetings shall be sent to all stockholders at least one week prior to the meeting.
- e) Stockholders' meetings, whether regular or special, shall be held in the city or municipality where the principal office of the corporation is located, and if practicable in the principal office of the corporation. Metro Manila shall, for the purpose of this provision, be considered city or municipality.

III. THE REQUIRED QUORUM IN MEETINGS OF STOCKHOLDERS

- a) The required quorum in meetings of stockholders shall consist of the stockholder/s representing a majority of the outstanding capital stock.

IV. THE FORM FOR PROXIES OF STOCKHOLDERS AND THE MANNER OF VOTING THEM

- a) Stockholders may vote in person or by proxy in all meetings of stockholders. Proxies shall be in writing, signed by the stockholder and filed before the scheduled meeting with the corporate secretary. Unless otherwise provided in the proxy, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than five (5) years at any one time.



V. THE QUALIFICATIONS, DUTIES, TERM AND COMPENSATION OF DIRECTORS

a) No person convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of this Code, committed within five (5) years prior to the date of his election shall qualify as a director. Every director must own at least one (1) share of the capital stock of the corporation, which share shall stand in his name on the books of the corporation. Any director who ceases to be the owner of at least one (1) share of the capital stock of the corporation shall thereby cease to be a director. A majority of the directors must be residents of the Philippines.

b) The corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation be controlled and held by the board of directors to be elected from among the holders of stocks, who shall hold office for one (1) year and until their successors are elected and qualified.

c) The directors shall not receive any compensation, as such directors, except for reasonable per diems. Any compensation may be granted to directors by the vote of the stockholders representing at least a majority of the outstanding capital stock at a regular or special stockholders' meeting. In no case shall the total yearly compensation of directors, as such directors, exceed ten (10%) percent of the net income before income tax of the corporation during the preceding year.

VI. THE MANNER OF ELECTION OR APPOINTMENT, QUALIFICATION AND THE TERM OF OFFICE OF ALL OFFICERS OTHER THAN DIRECTORS

a) Immediately after their election, the directors of a corporation must formally organize by the election of a PRESIDENT, who shall be a director, a TREASURER who may or may not be a director, a SECRETARY who shall be a resident and citizen of the Philippines, and such other officers as may be provided in the by-laws. Two (2) or more positions may be held concurrently by the same officer, however no one shall act as PRESIDENT and SECRETARY or as PRESIDENT and TREASURER at the same time. The officers of the corporation shall hold office for one (1) year and until the successors are elected and qualified. The officers of the corporation shall perform functions as required by existing laws, rules and regulations.

VII. FISCAL YEAR

a) The fiscal year of the corporation shall begin on January 1 and shall end December 31 of each year.

VIII. SEAL

a) The corporate seal shall be determined by the Board of Directors.

IX. MISCELLANEOUS PROVISIONS:

a) Matters not covered by the provisions of these by-laws shall be governed by the provisions of the Corporation Code of the Philippines.

IN WITNESS WHEREOF, we, the undersigned incorporators and/or stockholders present at said meeting and voting thereat in favor of the adoption of said by-laws, have hereunto subscribed our names this 25th day of April, 2018 at Davao City



Name	TIN/Passport No.	Signature
Antero Delgado Sison, III	[REDACTED]	[REDACTED]
Arlene Sison Dazo		[REDACTED]
Michele Sison Quintos		[REDACTED]
Imelda Rose Maronilla Sison		[REDACTED]
Antero Militante Sison, Jr.		[REDACTED]



SECURITIES AND EXCHANGE COMMISSION

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



The following document has been received:

Receiving: ICTD ERMD

Receipt Date and Time: June 04, 2025 11:00:15 AM

Company Information

SEC Registration No.: CS201810328

Company Name: BROILERS CLUB, INC.

Industry Classification: A01461

Company Type: Stock Corporation

Document Information

Document ID: OST10604202583459051

Document Type: Financial Statement

Document Code: FS

Period Covered: December 31, 2024

Submission Type: Annual

Remarks: None


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


STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR ANNUAL INCOME TAX RETURN

The Management of **BROILERS CLUB, INC.** is responsible for all information and representations contained in the Annual Income Tax Return for the year ended December 31, 2024. Management is likewise responsible for all information and representations contained in the financial statements accompanying the Annual Income Tax Return covering the same reporting period. Furthermore, the Management is responsible for all information and representations contained in all the 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 year ended December 31, 2024 and the accompanying Annual Income Tax Return are in accordance with the books and records of **BROILERS CLUB, INC.** complete and correct in all material respects. 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 **BROILERS CLUB, INC.** 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 the reporting period, except those contested in good faith.


ANTERO D. SISON III
Chairman of the Board and President


IMELDA ROSE M. SISON
Chief Financial Officer



INDEPENDENT AUDITOR'S REPORT

The Shareholders and the Board of Directors

BROILERS CLUB INC.

(Doing business under the name and style of Southern Sunrise Agriventures)

Purok Mandawe, Brgy. Sibulan, Sta. Cruz, Davao del Sur

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **BROILERS CLUB INC. (The Company)** which comprise of the Statements of Financial Position as at December 31, 2024 and 2023, and the Statements of Income and Cash Flows and Statements of Changes in shareholders' equity (Capital Deficiency) for the years then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023 and its financial performance and its cash flows, for the years then ended in accordance with Philippine Financial Reporting Standards for Small and medium-sized Entities (PFRS for SMEs).

Basis for Opinion

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Philippine Financial Reporting Standards for Small and medium Entities (PFRS for SMEs), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

Report on Other Legal and Regulatory Requirements

Report on the Supplementary Information Required under Revenue Regulation 15-2010

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on taxes and license fees in Note 19 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not required part of the basic financial statements. Such information is the responsibility of management. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as whole.


ALWIN A. BONTUYAN, cpa

Partner

TIN 197-369-254

Certificate No. 89260

PTR No. 749330; 01-08-25; Davao City

PRC-BOA Reg. No. 9723

Valid until June 30, 2026

BIR Accreditation No. 19-008215-001-2024

Valid until March 15, 2027

April 03, 2025

Davao City, Philippines

ENTIA-VIDO BONTUYAN & CO.

Certified Public Accountants



(082) 222-9430
09209212301 / 09450868794
cvbstarcpas@yahoo.com
EAF Power House
Sandawa Gardens, E. Lopez St.
Juna Subdivision, Barangay 79-A
(Back of Marina Tuna Restaurant)
Ecoland, Davao City

REPORT OF INDEPENDENT AUDITOR TO ACCOMPANY INCOME TAX RETURN

The Shareholders and the Board of Directors

BROILERS CLUB INC.

(Doing business under the name and style of Southern Sunrise Agriventures)

Purok Mandawe, Brgy. Sibulan, Sta. Cruz, Davao del Sur

We have examined the financial statements of **BROILERS CLUB INC. doing business under the name and style of Southern Sunrise Agriventures** for the year ended December 31, 2024, on which we have rendered the attached report dated April 03, 2025.

In compliance with Revenue Regulations V-20, we are stating that we are not related by consanguinity or affinity to the President, Manager or principal shareholders of the Company.


ALWIN A. BONTUYAN, cpa

Partner

TIN 197-369-254

Certificate No. 89260

PTR No. 749330; 01-08-25; Davao City

PRC-BOA Reg. No. 9723

Valid until June 30, 2026

BIR Accreditation No. 19-008215-001-2024

Valid until March 15, 2027

March 14, 2025

Davao City, Philippines

BROILERS CLUB, INC.

(Doing business under the name and style of Southern Sunrise Agriventures)

STATEMENTS OF FINANCIAL POSITION

		As at December 31		
		Notes	2024	2023
ASSETS				
Current Assets				
Cash	5	P	854,667	P 1,770,187
Receivables	6		5,424,162	7,049,501
Other Current Assets	7		6,001,040	4,956,110
			12,279,869	13,775,797
Non-current Assets				
Property and Equipment	8		135,843,830	152,147,027
Other Noncurrent Assets	9		2,379,981	2,379,981
			138,223,811	154,527,008
TOTAL ASSETS		P	150,503,680	P 168,302,806
LIABILITIES AND SHAREHOLDERS' EQUITY (CAPITAL DEFICIENCY)				
LIABILITIES				
Current Liabilities				
Accounts Payable	10	P	53,158,688	P 59,999,389
Loans payable - current	11		8,095,238	8,095,238
			61,253,926	68,094,627
Non-current Liabilities				
Loans Payable	11		32,380,952	44,523,810
Advances from Shareholders	12		55,787,983	55,938,389
			88,168,935	100,462,198
TOTAL LIABILITIES			149,422,861	168,556,825
SHAREHOLDERS' EQUITY (CAPITAL DEFICIENCY)				
Share Capital	13		12,500,000	12,500,000
Cumulative Deficit	14		(11,419,181)	(12,754,019)
			1,080,819	(254,019)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY (CAPITAL DEFICIENCY)		P	150,503,680	P 168,302,806
See Notes to Financial Statements				

BROILERS CLUB, INC.*(Doing business under the name and style of Southern Sunrise Agriventures)***STATEMENTS OF INCOME**

		Years ended December 31	
	Notes	2024	2023
REVENUES		P 64,602,875	P 90,089,639
COST OF REVENUES	15	55,334,211	69,083,305
GROSS PROFIT		9,268,664	21,006,335
OPERATING EXPENSES	17	5,851,315	7,600,611
PROFIT FROM OPERATIONS		3,417,349	13,405,724
OTHER INCOME/(CHARGES):			
Bank Charges		(92,624)	(4,600)
Interest Income - banks		5,359	4,471
Borrowing Cost		(1,995,247)	(2,558,658)
		(2,082,511)	(2,558,787)
NET PROFIT BEFORE INCOME TAX		1,334,838	10,846,937
PROVISION FOR INCOME TAX	18	-	1,391,034
NET PROFIT		P 1,334,838	P 9,455,903
See Notes to Financial Statements			

BROILERS CLUB, INC.

(Doing business under the name and style of Southern Sunrise Agriventures)

STATEMENTS OF CASH FLOWS

	Notes	Years ended December 31	
		2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Net Profit before Income Tax		P 1,334,838	P 10,846,937
Adjustments to reconcile net profit to net cash provided by operating activities			
Depreciation	8	16,994,629	17,000,243
Interest Expense	11	1,995,247	2,558,658
Interest Income		(5,359)	(4,471)
Operating income before working capital changes		20,319,355	30,401,367
Changes in operating assets and liabilities:			
Decrease (Increase) in Receivables	6	1,625,338	(6,297,797)
Decrease in Other Current Assets	7	247,128	1,611,812
Decrease in Accounts Payable	10	(6,840,701)	(2,739,870)
Cash provided by operations		15,351,120	22,975,512
Interest received		5,359	4,471
Income Tax paid		(1,292,057)	(1,801,793)
Net cash provided by operating activities		14,064,421	21,178,190
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of property and equipment	8	(691,432)	(121,260)
Other Non-current Assets	9	-	30,000
Net cash used in investing activities		(691,432)	(91,260)
CASH FLOWS FROM FINANCING ACTIVITIES			
Payment of Loans	11	(12,142,857)	(12,142,857)
Payment of Interest	11	(1,995,247)	(2,508,082)
Advances from Shareholders	12	(150,406)	(7,490,173)
Net cash used in financing activities		(14,288,510)	(22,141,113)
NET CASH FOR THE YEAR		(915,520)	(1,054,181)
ADD : CASH AT BEGINNING OF YEAR		1,770,187	2,824,368
CASH AT END OF YEAR		P 854,667	P 1,770,187
See Notes to Financial Statements			

BROILERS CLUB, INC.*(Doing business under the name and style of Southern Sunrise Agriventures)***STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CAPITAL DEFICIENCY)**

	Notes	No. of Shares		Amount	
		2024	2023	2024	2023
SHARE CAPITAL - P100 par value	13				
Authorized					
At January 1		500,000	500,000	P 50,000,000	P 50,000,000
At December 31		500,000	500,000	50,000,000	50,000,000
Issue and Outstanding					
At January 1		125,000	125,000	12,500,000	12,500,000
At December 31		125,000	125,000	12,500,000	12,500,000
CUMULATIVE DEFICT	14				
At January 1				(12,754,019)	(22,209,922)
Net Profit for the year				1,334,838	9,455,903
At December 31				(11,419,181)	(12,754,019)
TOTAL SHAREHOLDERS' EQUITY (CAPITAL DEFICIENCY)				P 1,080,819	P (254,019)
See Notes to Financial Statements					

BROILERS CLUB, INC.
NOTES TO THE FINANCIAL STATEMENTS
December 31, 2024
(With comparative figures in 2023)

1. CORPORATE INFORMATION

BROILERS CLUB, INC. (The Company) is a Filipino stock corporation duly organized and existing under the laws of the Philippines with SEC Registration No. CS201810328 dated June 14, 2018. The primary purpose of the Company is to engage in the business of raising, breeding, fattening and pasturing livestock, hogs, chicken, cows and similar stocks.

The Company's Articles of Incorporation was amended on August 27, 2019 amending Article I by adding business name: BROILERS CLUB, INC. Doing business under the name and style of SOUTHERN SUNRISE AGRIVENTURES. The amendment also includes Article III by changing its principal office from Apartment 6, RNC Bldg. III, J.P. Laurel Avenue, Corner Park Avenue, Bajada, Wilfredo Aquino, Davao City to Purok Mandawe, Brgy. Sibulan, Sta. Cruz, Davao del Sur. Both amendments were approved by the Securities and Exchange Commission on October 15, 2019.

The financial statements of the Company as at and for the year ended December 31, 2024 (including the comparative financial statements as at and for the year ended December 31, 2023) were authorized for issue by the Board of Directors on April 3, 2025.

2. BASIS OF PREPARATION AND STATEMENT OF COMPLIANCE

Basis of Preparation

The financial statements of the Company have been prepared under the historical cost basis and are presented in Philippine Peso, which is the Company's functional and presentation currency. All values represent absolute amounts except when otherwise indicated.

Statement of Compliance

The accompanying financial statements have been prepared in accordance with Philippine Financial Reporting Standards for Small and Medium-sized Entities (PFRS for SMEs).

Summary of Changes in PFRS for SMEs

The following are the amendments that have been published and issued by the International Accounting Standards Board (IASB), and duly adopted by our Financial Reporting and Standards Council (FRSC), which became effective for accounting periods beginning on or after January 1, 2017.

Section 1, Small and Medium-sized Entities – The amendment clarify that the types of entities listed are not automatically publicly accountable and addition of clarifying guidance on the use of the standard for SMEs in the parent's separate financial statements.

Section 4, Statement of Financial Position – The amendment refers to an addition of a requirement to present investment property measured at cost less accumulated depreciation and impairment separately on the face of the statement of financial position and the removal of the requirement to disclose comparative information for the reconciliation of the opening and closing number of shares outstanding.

Section 5, Statement of Comprehensive Income and Income Statement – The amendments clarify that the single amount presented for discontinued operations includes any impairment of the discontinued operation in accordance with section 27, and the addition of a requirement that entities shall group items presented in other comprehensive income on the basis of whether they are potentially reclassifiable to profit or loss – based on *Presentation of Items of Other Comprehensive Income*.

Section 6, Statement of Changes in Equity and Statement of Income and Retained Earnings – The amendments clarify the information presented in the statement of changes in equity-based on *Improvements to standards* issued in May 2010.

Section 10, Accounting Policies, Estimates and Errors – The amendment refers the initial application of a policy to revalue assets in accordance with Section 17 *Property, Plant and Equipment* is a change in accounting policy to be dealt with as a revaluation in accordance with Section 17. Consequently, a change from the cost model to the revaluation model for a class property, plant and equipment shall be accounted for prospectively.

Section 11, Basic Financial Instruments – The amendment refers to the addition of an undue cost or effort exemption from the measurement of investments in equity instruments at fair value. Further clarifications made on the following: (a) the interaction of the scope of Section 11 with other sections of the standards for SMEs (b) the application of the criteria for basic financial instruments to simple loan arrangements (c) when an arrangement would constitute a financing transaction, and (d) the guidance on fair value measurement in Section 11 of when the best evidence of fair value may be a price in a binding sale agreement.

Section 17, Property and Equipment – The amendment pertains to the aligning of the wording regarding the classification of spare parts, stand-by equipment and servicing equipment as property, plant and equipment or inventory. Addition of an exemption allowing an entity to use the cost of the replacement part as an indication of what the cost of the replaced part was at the time that it was acquired or constructed, if it is not practicable to determine the carrying amount of a part of an item of property, plant and equipment that has been replaced, and the addition of an option to use the revaluation model.

Section 22, Liabilities and Equity – The amendments clarify guidance on classifying financial instruments as equity or a liability. Exemption from the initial requirements for equity instruments issued as part of a business combination, including business combinations of entities or business under common control, and exemption requirements for distributions of non-cash assets ultimately controlled by the same parties before and after the distribution. IFRIC 19 interpretation to provide guidance on debt for equity swaps when the financial liability is negotiated and the debtor extinguishes the liability by issuing equity instruments. Further clarify that income tax relating to distribution to holders of equity instruments and to transaction costs of an equity transaction should be accounted for. Modification to require that the liability component of a compound financial instrument is accounted for in the same way as a similar standalone financial liability. Addition of an undue cost or effort exemption from the requirement to measure the liability to pay a non-cash distribution at the fair value of the non-cash assets to be distributed and clarifying guidance on accounting for the settlement of the dividend payable.

Section 27, Impairment of Assets – The amendments clarify that section 27 does not apply to assets arising from construction contracts.

Section 28, Employee Benefits – The clarification of the application of the accounting requirements to other long-term employee benefits and removal of the requirements to disclose the accounting policy for termination benefits.

Section 29, Income Tax – Alignment of the main principles of Section 29 with IAS 12 Income Taxes for the recognition and measurement of deferred income tax, but modified to be consistent with the other requirements in the IFRS for SMEs. Addition of an undue cost or effort exemption to the requirement to offset income tax assets and liabilities.

Section 33, Related Party Disclosures - Alignment of the definition of 'related party' with IAS 24 *Related Party Disclosures*, including incorporation of the amendment to the definition in IAS 24 from *Annual Improvements to IFRSs 2010–2012 Cycle*, issued in December 2013, which include a management entity providing key management personnel services in the definition of a related party.

The adoption of the above standards and amendments, upon which the Company has opted to adopt did not have any material significant effect on the Company's financial statements as of the reporting date. These however, require additional disclosures on the Company's financial statements.

Presentation of Financial Statements

The Company has elected to present all items of recognized income and expense in one single statements of comprehensive income.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below.

Current versus Noncurrent Classification

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

An asset is current when it is:

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

The Company classifies all other assets as noncurrent, if any.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of being a fund conduit;
- It is due to be settled within twelve (12) months after the reporting period;
- There is no unconditional right to defer the settlement of the liability for at least twelve (12) months after the reporting period; or
- It is due and demandable.

The Company classifies all other liabilities as noncurrent, if any.

Deferred tax assets and liabilities are classified as noncurrent, if any.

Financial Instruments

The Company accounts for its financial instruments as basic financial instruments in accordance with Section 11, "Basic Financial Instruments," under PFRS for SMEs.

The Company recognize a financial asset or a financial liability only when the Company becomes a party to the contractual provisions of the instrument.

When a financial asset or financial liability is recognized initially, the Company measure it at the transaction price (including transaction costs except in the initial measurement of financial assets and liabilities that are subsequently measured at fair value through profit or loss) unless the arrangement constitutes, in effect, a financing transaction for either the Company (for a financial liability) or the counterparty (for a financial asset) to the arrangement.

An arrangement constitutes a financing transaction if payment is deferred beyond normal business terms, for example, providing interest-free credit to a buyer for the sale of goods, or is financed at a rate of interest that is not a market rate, for example, an interest-free or below market interest rate loan made to an employee.

- If the arrangement constitutes a financing transaction, the Company measure the financial asset or financial liability at the present value of the future payments discounted at a market rate of interest for a similar debt instrument as determined at initial recognition.

At the end of each reporting period, the Company measure financial instruments as follows, without any deduction for transaction costs the Company may incur on sale or other disposal:

(a) Debt instruments that meet the conditions in paragraph 11.8(b) of PFRS for SMEs are measured at amortized cost using the effective interest method. Debt instruments that are classified as current assets or current liabilities shall be measured at the undiscounted amount of the cash or other consideration expected to be paid or received unless the arrangement constitutes, in effect, a financing transaction.

(b) Commitments to receive a loan that meet the conditions in paragraph 11.8(c) of PFRS for SMEs are measured at cost less impairment.

(c) Investments in non-convertible preference shares and non-puttable ordinary or preference shares are measured as follows:

(i) if the shares are publicly traded or their fair value can otherwise be measured reliably without undue cost or effort, the investment are measured at fair value with changes in fair value recognized in profit or loss; and

(ii) all other such investments shall be measured at cost less impairment.

Impairment or uncollectability is assessed for financial assets in (a), (b) and (c)(ii).

The amortized cost of a financial asset or financial liability at each reporting date is the net of the amount at which the financial asset or financial liability is measured at initial recognition, minus any repayments of the principal, plus or minus the cumulative amortization using the effective interest method of any difference between the amount at initial recognition and the maturity amount minus, in the case of a financial asset, any reduction (directly or through the use of an allowance account) for impairment or uncollectability.

Financial assets and financial liabilities that have no stated interest rate, that do not relate to an arrangement that constitutes a financing transaction and that are classified as current assets or current liabilities are initially measured at an undiscounted amount.

The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability (or a group of financial assets or financial liabilities) and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the carrying amount of the financial asset or financial liability.

The effective interest rate is determined on the basis of the carrying amount of the financial asset or liability at initial recognition. Under the effective interest method:

(a) The amortized cost of a financial asset (liability) is the present value of future cash receipts (payments) discounted at the effective interest rate; and

(b) The interest expense (income) in a period equals the carrying amount of the financial liability (asset) at the beginning of a period multiplied by the effective interest rate for the period.

De-recognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized where:

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

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

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

Impairment of Financial Assets

The Company assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets 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 has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. 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.

If there is objective evidence that an impairment loss on assets carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition).

The carrying amount of the asset is reduced through the use of an allowance account. The amount of the loss shall be recognized in statement of comprehensive income.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed, to the extent that the carrying value of the asset does not exceed its amortized cost at the reversal date. Any subsequent reversal of an impairment loss is recognized in the statement of comprehensive income.

In relation to trade receivables, a provision for impairment is made when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to collect all of the amounts due under the original terms of the invoice. The carrying amount of the receivable is reduced through use of an allowance account. Impaired receivables are derecognized when they are assessed as uncollectible.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statement of financial position.

Cash

Cash includes cash on hand and in banks that are unrestricted and available for current operations. This is stated in the statement of financial position at undiscounted amount. Cash denominated in foreign currency is translated in peso using the closing rate as of the reporting date.

Trade and Other Receivables

Receivables are recognized initially at its transaction price. Provision for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables.

Other Current Assets

Other current assets include tax credit receivable, creditable withholding tax, prepayments, input tax, and unused office supplies.

Cost is calculated using the average method.

Property and Equipment

Property and equipment are initially measured at cost, including land which is measured at acquisition costs, and subject to impairment, if any.

The Company measures all items of property and equipment after initial recognition at cost less any accumulated depreciation and any accumulated impairment losses, except land. The costs of day-to-day servicing of an item of property and equipment is recognized in profit or loss in the period in which the costs incurred.

The initial cost of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after the property, plant and equipment have been put into operations, such as repairs and maintenance and overhaul costs, are normally charged to operations in the period the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property and equipment. Cost also includes any asset retirement obligation and interest on borrowed funds used. When assets are sold or retired, their costs and accumulated depreciation, amortization and impairment losses, if any, are eliminated from the accounts and any gain or loss resulting from their disposal is included in the statement of comprehensive income of such period.

Land, if any, is held for use in the operations of the Company. It is expected to be used for more than one period. Initially, it is recognized at costs. Land is not depreciated. Depreciation on other assets is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method. The estimated useful lives range as follows:

<u>Category</u>	<u>Estimated life in Yrs.</u>
Machineries and Equipment	5-10
Transportation Equipment	5-10
Furniture & Fixtures	5-10
Other Properties and Equipment	5-10
Development Costs	5-10
Building	10-20

The assets' useful lives and depreciation method are reviewed at each financial reporting date and adjusted prospectively if appropriate.

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

Construction in-progress represents properties under construction and is stated at cost. Cost includes cost of construction, equipment and other direct costs. Construction in-progress is not depreciated until such time as the relevant assets are completed and available for use.

Fully depreciated assets are retained in the accounts while these are still in use.

When assets are sold, retired or otherwise disposed of, their cost and related accumulated depreciation and amortization and impairment losses, if any, are removed from the accounts and any resulting gain or loss is reflected in profit or loss for the period.

Security Deposit

These security deposit is security refundable deposit which is held to cover damages and to defray expenses left unpaid in case the area being leased is vacated. Rental Deposit pertains to the deposit made by the Company to its lessor of the commercial space used beyond the normal operating cycle of the Company.

Impairment of non-financial assets

At each reporting date, property and equipment accounts are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognized immediately in profit and loss.

Similarly, at each reporting date, inventories are assessed for impairment by comparing the carrying amount of each item of inventory with its selling price less costs to sell. If an item of inventory is impaired, its carrying amount is reduced to selling price less costs to sell, and an impairment loss is recognized immediately in profit and loss. If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss has been recognized for the asset in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Trade and other payables

Trade and other payables are unsecured obligations on the basis of normal credit terms which do not bear interest.

Accruals are liabilities to pay for goods or services that have been received or supplied but have not been paid, invoiced or formally agreed with the supplier, including amounts due to employees, if any. It is necessary to estimate the amount or timing of accruals, however, the uncertainty is generally much less than provisions.

Other Current Liabilities

Other current liabilities pertain to unearned rent, statutory payables such as VAT or Output Tax Payable, withholding tax, expanded withholding tax, final withholding tax, contribution for social benefits of employees payable to different government agencies, and other payables expected to be remitted or settled within 12-months from the reporting date.

Loans Payable

The bank loans represent unsecured denominated short-term loans subject to the bank's prevailing interest rate per annum, subject to annual repricing, payable or renewable in 60-360 days from the date of the release.

Related Parties

A party is considered to be related to the Company if it has the ability, directly or indirectly, to control the Company or exercise significant influence over the Company in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties maybe individuals (being members of key management personnel, significant stockholders and/or their close family members), post-employment benefit plans or any entity that is related party of the Company.

Transactions between related parties are accounted for at arm's length prices or on terms similar to those offered to non-related entities in an economically comparable market.

Advances from Shareholders

Advances from Shareholders include amount for working capital requirements. These are noninterest-bearing, unsecured and are normally settled in the form of cash, and payable beyond the normal operating cycle of the Company. These are measured initially at their transaction price.

Employee Benefits

Employee benefits are all forms of consideration given by the Company in exchange for services rendered by employees, including directors and management. Employee benefits have four types as follows:

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

Post-employment benefits. Benefits that are payable after the completion of employment. The defined benefit liability is the present value of the defined benefit obligation at the end of the reporting period.

Pension liabilities are computed based on the minimum requirement under Republic Act (RA) No. 7641. Pension costs are actuarially determined using the projected unit credit method and incorporates assumptions concerning employees' projected salaries.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost
- Interest on the defined benefit liability
- Re-measurement of defined benefit liability

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in profit or loss. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuary, if any. Service cost is recognized as employee benefits accounts in the statements of comprehensive income.

Interest on the defined benefit liability is the change during the period in the defined benefit liability or that arises from the passage of time which is determined by applying the discount rate based on government bonds to the defined benefit liability. Interest on the defined benefit liability is recognized as expense in profit or loss. Interest on the defined benefit liability is recognized as interest costs on defined benefit obligation in the statements of comprehensive income.

Re-measurement comprising actuarial gain or loss is recognized immediately in other comprehensive income in the period in which they arise, if any.

In computing for the defined benefit obligation, the Company uses the simplification method instead of the projected unit credit method allowed under Section 28.19 of the PFRS for SMEs, where the future salary increases, future service of current employees, and possible in-service mortality of current employees are ignored, while the mortality after service are still considered. Both the vested and unvested benefits are included in measuring the defined benefits obligation as of the reporting period. Consequently, there are no actuarial gains or losses recognized during the year.

The Company has no formal retirement plan as of the reporting period. No actuarial computation was obtained during the year because the amount of provision for retirement benefits will not materially affect the fair presentation of the financial statements considering that there is no qualified employee for retirement benefits as of the reporting period under the provision of RA 7641.

Other Long-term employee benefits. Benefits that is not wholly due within twelve months after the end of the period in which the employees render the related services.

Termination Benefits. Termination benefits are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Company recognizes termination benefits when it is demonstrably committed to either; terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the reporting date are discounted to present value.

Share Capital

Share Capital is measured at par value for all shares issued.

Any costs of acquiring Company's own shares are shown as a deduction from equity attributable to the Company's equity holders until the shares are cancelled or reissued. When such shares are subsequently sold or reissued, any consideration received, net of directly attributable incremental transaction costs and the related income tax effects, and are included in equity attributable to the Company's equity holders.

Cumulative Earnings/(Deficit)

Cumulative earnings include all current and prior period results as disclosed in the statement of comprehensive income or loss. The key change in this account is the addition of the profit or loss for the current period. The main other movements shall be the dividend payment and distribution, transfers to and from reserves, and changes in accounting policy and errors, if any.

In order to limit or restrict the payment of dividends, if applicable, the Company may transfer a portion of the cumulative earnings to cumulative earnings appropriated accounts. The appropriation may be described as legal, contractual or voluntary appropriation. Legal appropriation arises from the fact that the legal capital cannot be returned to the shareholders until the Company is dissolved and liquidated. Contractual appropriation arises from the fact that the terms of the bond issue and preferred share issue may impose restriction on the payment of dividends. This is to ensure the eventual payment of the bonds and redemption of the preferred share. The voluntary appropriation is a matter of discretion on the part of the management. It may arise from the fact that management wishes to preserve the funds for expansion purpose or for covering possible losses or contingencies.

As approved and authorized by the Board of Directors, any appropriation of cumulative earnings are in accordance with the provision set forth in Section 42 of the Revised Corporation Code of the Philippines, to wit:

Stock corporations are prohibited from retaining surplus profits in excess of one hundred percent (100%) of their paid-in capital stock, except:

- When justified by definite corporate expansion projects or programs approved by the board of directors; or
- When the corporation is prohibited under any loan agreement with any financial institution or creditor, whether local or foreign, from declaring dividends without its/his consent, and such consent has not yet been secured; or
- When it can be clearly shown that such retention is necessary under special circumstances obtaining in the corporation, such as when there is a need for special reserve for probable contingencies.

Revenue recognition

Revenues are measured at the fair value of the consideration received or receivable. The fair value of the consideration received or receivable is after deducting the amount of any trade discounts, prompt settlement discounts, and volume rebates allowed by the Company. The fair value also takes into account the time value of money.

The Company shall include in revenue only the gross inflows of economic benefits received and receivable by the Company on its own account. The Company shall exclude from revenue any amounts collected on behalf of third parties, such as sales taxes, goods and services taxes, and value added taxes collected on behalf of a government. The following specific recognition criteria must also be met before revenue is recognized:

- Sale of Goods
Revenue is recognized when delivery to and acceptance of goods by the customers have taken place and transfer of risks and rewards has been completed.
- Interest
Revenue is recognized as the interest accrues, taking into account the effective yield on the asset.

Cost and Expense Recognition

Expenses are decreases in economic benefits in the form of decreases in assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Cost, general and administrative expenses are recognized in the statements of income upon consumption of the goods and or utilization of the service or at the date they are incurred.

Income Tax

Current tax assets and liabilities for the current and prior periods 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 on the reporting date.

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

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that 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 tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax asset and liabilities are measured at the tax rates expected in 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.

Income Tax Payable

The tax payable for the year is either based on Regular Corporate Income Tax (RCIT) or Minimum Corporate Income Tax (MCIT), whichever is higher. Taxable profit or loss differs from net profit or loss as reported in the statement of income, because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The reconciliation of the Company's income tax liability is calculated using 25% regular corporate income tax rate or 1% minimum corporate income tax rate, whichever is higher.

Value-Added Tax

Revenues, expenses and assets are recognized net of the amount of value-added tax except:

- Where the value-added tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the value-added tax is recognized as part of the costs of acquisition of the asset or as part of the expense item as applicable;
- Receivables and payables that are stated with the amount of value-added tax included; and,
- The net amount of value-added tax recoverable from or payable to the taxation authority is included as part of other current assets or payables in the statement of financial position.

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership of the leased asset to the lessee.

All other leases are classified as operating leases. Lease payments under operating leases are recognized in profit or loss on straight-line basis over the term of the relevant lease.

The Company determines whether an arrangement is, or contains, a lease based on the substance of the arrangement. It makes an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Fair value measurement

The Company used the following hierarchy to estimate the fair value of an asset as of the reporting date:

- (a) The best evidence of fair value is a quoted price for an identical asset (or similar asset) in an active market. This is usually the current bid price.
- (b) When quoted prices are unavailable, the price in a binding sale agreement or a recent transaction for an identical asset (or similar asset) in an arm's length transaction between knowledgeable, willing parties provides evidence of fair value. However this price may not be a good estimate of fair value if there has been a significant change in economic circumstances or a significant period of time between the date of the binding sale agreement, or the transaction, and the measurement date. If the Company can demonstrate that the last transaction price is not a good estimate of fair value (for example, because it reflects the amount that an entity would receive or pay in a forced transaction, involuntary liquidation or distress sale), then that price is adjusted.
- (c) If the market for the asset is not active and any binding sale agreements or recent transactions of an identical asset (or similar asset) on their own are not a good estimate of fair value, the Company estimates the fair value by using another valuation technique. The objective of using a valuation technique is to estimate what the transaction price would have been on the measurement date in an arm's length exchange motivated by normal business considerations.

Valuation techniques include using recent arm's length market transactions for an identical asset between knowledgeable, willing parties, if available, reference to the current fair value of another asset that is substantially the same as the asset being measured, discounted cash flow analysis and option pricing models. If there is a valuation technique commonly used by market participants to price the asset and that technique has been demonstrated to provide reliable estimates of prices obtained in actual market transactions, the Company uses that technique.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and, a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

Contingencies

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

Events after the end of the reporting period

Management identifies subsequent events as events that occurred after reporting date but before the date when the financial statements were authorized for issue. Any subsequent events that provide additional information (adjusting events) about the Company's financial position at the reporting date are reflected in the financial statements. Events that are not adjusting events are disclosed in the notes to financial statements when material.

4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the financial statements in accordance with PFRS for SMEs requires the Company to make judgments, estimates, and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the financial statements as they become reasonable determinable.

The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual results could differ from such estimates.

Judgments

In the process of applying its accounting policies, management has made the following judgments, apart from those involving estimations, which has the most significant effect on the amounts recognized in the financial statements:

Legal Contingencies

The estimate of probable costs for the resolution of possible claims has been developed in consultation with outside counsel handling the Company's defense in these matters and is based upon an analysis of potential results. As of the reporting date, the Company is not involved in any legal cases. No provisions for probable losses arising from legal contingencies was recognized in the Company's financial statements as at December 31, 2024 and 2023.

Functional Currency

Based on the economic substance of the underlying circumstances relevant to the Company, the functional currency of the Company has been determined to be the Philippine peso. The Philippine peso is the currency of the primary economic environment in which the Company operates. It is the currency that mainly influences the revenues and expenses of the Company.

Operating Lease Commitments – Company as a Lessee

The Company has entered into lease agreements as a lessee. The Company has determined that the lessor retains the significant risks and rewards of ownership of these properties which are being leased out on operating lease.

Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation at 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:

Allowance for Impairment of Receivables

Allowance for impairment of receivables is maintained at a level considered adequate to provide for potential uncollectible receivables. A provision for impairment of receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. Management's judgment is required in the estimation of the amount and timing of future cash flows when determining the level of allowance required. Such estimates are based in assumptions on a number of factors and actual results may differ, resulting in future changes to the allowance. The provision is recognized in the statements of comprehensive income.

The carrying value of receivables amounted to P5,424,162 and P7,049,501 as at December 31, 2024 and 2023, respectively (see Note 6). No provision for impairment of receivables was recognized in 2024 and 2023.

Estimated Useful Lives of Property, Plant and Equipment

The Company estimates the useful lives of property, plant and equipment based on the period over which the property, plant and equipment are expected to be available for use. The estimated useful lives of the property, plant and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the property, plant and equipment. In addition, the estimation of the useful lives of property, plant and equipment is based on the collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future financial performance could be materially affected by changes in the estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

A reduction in the estimated useful lives of the property, plant and equipment would increase the recorded expenses and decrease the noncurrent assets. Depreciation is computed on a straight-line method over the estimated useful lives of the assets.

The foregoing estimated useful lives and depreciation method are reviewed from time to time to ensure that these are consistent with the expected economic benefits of the property and equipment.

As at December 31, 2024 and 2023, the carrying amount of property and equipment amounted to P135.84 million and P152.15 million. (see Note 8)

Estimating allowance for impairment losses on input VAT and other assets

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

Revenue recognition

The Company's revenue recognition policies require the use of estimates and assumptions that may affect the reported amounts of revenues and receivables. Differences between the amounts initially recognized and actual settlements are taken up in the accounts upon reconciliation.

Determination of Accrued Pension Costs

The determination of the Company's pension costs is dependent on selection of certain assumptions used by the management in calculating such amount. Those assumptions are described in the financial statements and include, among others, discount rate, future salary increase rate and mortality rates. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, pension liability is highly sensitive to changes in these assumptions. While management believes that the assumptions are reasonable and appropriate, significant differences in the Company's actual experience or significant changes in the assumptions may materially affect the pension costs and accrued pension costs.

The discount rate is determined based on the yields on the Philippine Government Bonds with term that is appropriate for the term of the liabilities of the plan.

The mortality rate is based on publicly available mortality tables. Future salary increase rate is based on expected future inflation rates.

5. CASH

This account pertains to the Company's cash on hand and in bank balances as at cut-off date. Cash on hand represents undeposited collection while cash in banks represents savings and current accounts deposits in a reputable local banks which earn interest at the prevailing bank deposit rates.

6. RECEIVABLES

Particulars	2024	2023
Accounts Receivable - Trade	P 5,173,842	P 6,876,258
Accounts Receivable -Others	248,220	119,379
Cash Advance for Liquidation	2,100	53,866
Total	P 5,424,162	P 7,049,501

7. OTHER CURRENT ASSETS

This account pertains to prepayments and cash bonds of the Company during the year.

Particulars	2024	2023
Creditable Income Tax	P 5,012,734	P 3,720,677
Prepaid Real Property Tax	859,011	848,128
Prepaid Rent	81,645	81,645
Prepaid Insurance	47,650	305,661
Total	P 6,001,040	P 4,956,110

8. PROPERTY AND EQUIPMENT

December 31, 2024

Cost	Land & Development Cost	Machineries & Equipment	Building	Transportation Equipment	Furniture & Fixtures	Other Properties and Equipments	Total
At January 1	P 21,010,664	P 5,773,137	P 157,596,559	P 5,294,045	P 592,589	P 22,361,921	P 212,628,915
Additions	-	271,136	-	150,000	11,000	259,296	691,432
At December 31	21,010,664	6,044,273	157,596,559	5,444,045	603,589	22,621,217	213,320,347
Accumulated Depreciation							
At January 1	4,199,189	2,006,324	36,992,136	3,876,402	538,098	12,869,738	60,481,888
Depreciation	1,077,655	3,547,231	10,424,415	992,342	24,589	928,397	16,994,629
At December 31	5,276,844	5,553,555	47,416,552	4,868,745	562,686	13,798,134	77,476,517
Net Book Value	P 15,733,820	P 490,717	P 110,180,007	P 575,301	P 40,903	P 8,823,082	P 135,843,830

December 31, 2023

Cost	Land & Development Cost	Machineries & Equipment	Building	Transportation Equipment	Furniture & Fixtures	Other Properties and Equipments	Total
At January 1	P 21,010,664	P 5,738,137	P 157,596,559	P 5,294,045	P 582,835	P 22,285,416	P 212,507,656
Additions	-	35,000	-	-	9,754	76,506	121,260
At December 31	21,010,664	5,773,137	157,596,559	5,294,045	592,589	22,361,921	212,628,915
Accumulated Depreciation							
At January 1	3,121,534	1,460,760	26,567,721	2,888,643	500,232	8,942,754	43,481,645
Depreciation	1,077,655	545,564	10,424,415	987,759	37,866	3,926,984	17,000,243
At December 31	4,199,189	2,006,324	36,992,136	3,876,402	538,098	12,869,738	60,481,888
Net Book Value	P 16,811,475	P 3,766,813	P 120,604,422	P 1,417,643	P 54,492	P 9,492,183	P 152,147,027

9. OTHER NONCURRENT ASSETS

Particulars	2024		2023	
Creditable Input VAT	P	1,778,927	P	1,778,927
Bill Deposits		601,054		601,054
Total	P	2,379,981	P	2,379,981

10. ACCOUNTS PAYABLE

Particulars	2024		2023	
Accounts Payable - Trade	P	42,508,840	P	47,172,596
Accounts Payable - Non Trade		10,613,206		12,804,683
Accounts Payable - Others		36,642		18,294
Government Remittance Payables		-		3,816
Total	P	53,158,688	P	59,999,389

11. LOANS PAYABLE

The Company obtained loans from a certain commercial bank at an interest rate of 4.20% per annum payable within 8 years from the date of release. The outstanding balance as at December 31, 2024 amounted to P40.48 million and P52.62 million as December 31, 2023.

For the years ended December 31, 2024 and 2023, the Company paid interest of P2.16 million and P2.56 million, respectively.

12. RELATED PARTY DISCLOSURES

This account pertains to the cash infusion made by the shareholders to the Company. The said infusion are non-interest bearing and no specified period as to when it will be paid. The borrowings from its shareholders were accounted and recorded as "advances from shareholders" in the amount P55.79 million and P55.94 million as at December 31, 2024 and 2023, respectively.

13. SHARE CAPITAL

The Company has an authorized share capital of P50.0 million composing of 500,000 common shares with a par value of P100 per share of which the amount of P12.5 million was subscribed and paid as at December 31, 2024 and 2023.

As at December 31, 2024, the Company has five (5) shareholders owning 100 or more shares each of the Company's Share Capital.

Capital Management

The Company manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may issue new common shares or obtain additional funding from loans. To ensure the adequacy of the Company's capital, management prepares annual cash flow forecast projecting the Company's future cash requirements, which is used to assess if additional capital may be required. No changes were made in the objectives, policies or process during the years ended December 31, 2024 and 2023.

14. CUMULATIVE DEFICIT

Particulars		2024		2023
At January 1	P	(12,754,019)	P	(22,209,922)
Net Profit for the year		1,334,838		9,455,903
At December 31	P	(11,419,181)	P	(12,754,019)

For the years ended December 31, 2024 and 2023, the Company generated net profit after incurring losses in prior years. The management is in the pursuit of doing business plans and believes that it will continue to generate positive results in the succeeding periods. In addition, its shareholders have committed to continue providing sufficient financial resources until it is able to finance its own operations and maintain its going concern

15. COST OF REVENUES

Particulars	Notes	2024		2023
Materials, Supplies and facilities	16	P 16,929,862	P	27,119,748
Direct Labor		20,568,147		24,664,963
Depreciation	8	16,890,498		16,867,233
SSS, PHIC and HDMF Contributions		945,704		431,361
Total		P 55,334,211	P	69,083,305

16. MATERIALS, SUPPLIES AND FACILITIES

Particulars		2024		2023
Light and Power		P 8,150,214	P	13,351,530
Repairs and Maintenance		5,596,358		6,573,892
Farm Supplies and Materials		2,356,879		5,232,867
Fuel, Oils and Lubricants		826,411		1,961,459
Total		P 16,929,862	P	27,119,748

17. OPERATING EXPENSES

Particulars	Notes	2024		2023
Taxes and Licenses	19	P 2,254,791	P	3,241,604
Personnel Cost		1,476,513		1,519,883
Insurance expense		362,178		640,982
Rent Expense		326,580		312,000
Fuel, Oil and Lubricants		287,270		359,088
Representation and Entertainment		286,955		795,428
Depreciation	8	104,131		133,010
Telecommunication		76,761		78,622
Office Supplies		70,690		136,021
Lights, Power and Water		59,518		89,405
Training and Seminars		14,500		25,000
Transportation and Travel		13,506		79,957
Professional Fees		4,600		21,900
Miscellaneous		513,322		167,711
Total		P 5,851,315	P	7,600,611



SECURITIES AND EXCHANGE COMMISSION

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



The following document has been received:

Receiving: ARIEL FETALVO

Receipt Date and Time: June 25, 2025 01:43:16 PM

Company Information

SEC Registration No.: CS201810328

Company Name: BROILERS CLUB, INC.

Industry Classification: A01461

Company Type: Stock Corporation

Document Information

Document ID: OST10625202583538160

Document Type: GENERAL_INFORMATION_SHEET

Document Code: GIS

Period Covered: June 16, 2025

Submission Type: Annual Meeting

Remarks: None

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

GENERAL INFORMATION SHEET (GIS)

FOR THE YEAR **2025**

STOCK CORPORATION

GENERAL INSTRUCTIONS:

- FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS AFTER THE ELECTION OF THE DIRECTORS, TRUSTEES AND OFFICERS OF THE CORPORATION AT THE ANNUAL MEMBERS MEETING.
- IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
- THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE **CORPORATE SECRETARY** OF THE CORPORATION.
- THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT AMENDED GIS CONTAINING THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED THE CORPORATE SECRETARY OF THE CORPORATION. THE AMENDED GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
- SUBMIT FOUR (4) COPIES OF THE GIS TO THE RECEIVING SECTION AT THE SEC MAIN OFFICE, OR TO SEC SATELLITE OFFICES OR EXTENSION OFFICES. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE.
- ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.**
- THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS.

***** PLEASE PRINT LEGIBLY *****

CORPORATE NAME: BROILERS CLUB, INC		DATE REGISTERED: 6/14/2019	
BUSINESS/TRADE NAME: SOUTHERN SUNRISE AGRIVENTURES		FISCAL YEAR END: December 31	
SEC REGISTRATION NUMBER: CS201810228		CORPORATE TAX IDENTIFICATION NUMBER (TIN): E10-039-034-000	
DATE OF ANNUAL MEETING PER BY-LAWS: 16TH DAY OF JUNE OF EACH YEAR		ACTUAL DATE OF ANNUAL MEETING: June 16, 2025	
COMPLETE PRINCIPAL OFFICE ADDRESS: Purok Mandawa, Brgy. Sibulan, Sta. Cruz, Davao del Sur		WEBSITE/URL ADDRESS: None	
COMPLETE BUSINESS ADDRESS: Purok Mandawa, Brgy. Sibulan, Sta. Cruz, Davao del Sur		E-MAIL ADDRESS: broilersclubinc@gmail.com	
OFFICIAL E-MAIL ADDRESS: broilersclubinc@gmail.com		FAX NUMBER: 982-227-0414	
ALTERNATE E-MAIL ADDRESS: dmsobona76@gmail.com	OFFICIAL MOBILE NUMBER: 9917-183-7417	ALTERNATE MOBILE NUMBER: 9917-5957636	
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: ALWIN A. BONTUYAN, CPA		SEC ACCREDITATION NUMBER (if applicable): None	TELEPHONE NUMBER(S): 082-2229430
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN: To engage in raising, breeding, fattening and pasturing livestock, hogs, chicken, cows and similar stocks. Provided that the corporation shall not solicit, accept or take investments/placements from the public neither shall it issue investment contracts		INDUSTRY CLASSIFICATION: A01461	GEOGRAPHICAL CODE: 112400
***** INTERCOMPANY AFFILIATIONS *****			
PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS	
Not Applicable	Not Applicable	Not Applicable	
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS	
Not Applicable	Not Applicable	Not Applicable	
NOTE: USE ADDITIONAL SHEET IF NECESSARY			

GENERAL INFORMATION SHEET STOCK CORPORATION PLEASE PRINT LEGIBLY	
Corporate Name: BROILERS CLUB, INC.	
A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365) <input type="radio"/> Yes <input checked="" type="radio"/> No	
Please check the appropriate box:	
1. <input type="checkbox"/> a. Banks <input type="checkbox"/> b. Offshore Banking Units <input type="checkbox"/> c. Quasi-Banks <input type="checkbox"/> d. Trust Entities <input type="checkbox"/> e. Non-Stock Savings and Loan Associations <input type="checkbox"/> f. Pawnshops <input type="checkbox"/> g. Foreign Exchange Dealers <input type="checkbox"/> h. Money Changers <input type="checkbox"/> i. Remittance Agents <input type="checkbox"/> j. Electronic Money Issuers <input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.	4. <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals.
	5. <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone.
	6. Company service providers which, as a business, provide any of the following services to third parties: <input type="checkbox"/> a. acting as a formation agent of juridical persons. <input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons. <input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement. <input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person.
2. <input type="checkbox"/> a. Insurance Companies <input type="checkbox"/> b. Insurance Agents <input type="checkbox"/> c. Insurance Brokers <input type="checkbox"/> d. Professional Reinsurers <input type="checkbox"/> e. Reinsurance Brokers <input type="checkbox"/> f. Holding Companies <input type="checkbox"/> g. Holding Company Systems <input type="checkbox"/> h. Pre-need Companies <input type="checkbox"/> i. Mutual Benefit Association <input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)	7. Persons who provide any of the following services: <input type="checkbox"/> a. managing of client money, securities or other assets <input type="checkbox"/> b. management of bank, savings or securities accounts <input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies <input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities
3. <input type="checkbox"/> a. Securities Dealers <input type="checkbox"/> b. Securities Brokers <input type="checkbox"/> c. Securities Salesman <input type="checkbox"/> d. Investment Houses <input type="checkbox"/> e. Investment Agents and Consultants <input type="checkbox"/> f. Trading Advisors <input type="checkbox"/> g. Other entities managing Securities or rendering similar services <input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies <input type="checkbox"/> i. Close-end Investment Companies <input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities <input type="checkbox"/> k. Transfer Companies and other similar entities <input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on <input type="checkbox"/> m. Entities administering or otherwise dealing in valuable objects <input type="checkbox"/> n. Entities administering or otherwise dealing in cash substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)	<input checked="" type="checkbox"/> B. None of the above Describe nature of business: Raising, fattening and pasturing of livestock
B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS? <input type="radio"/> Yes <input checked="" type="radio"/> No	

GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: BROILERS CLUB, INC.							
CAPITAL STRUCTURE							
AUTHORIZED CAPITAL STOCK							
	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (P=₱) (No. of shares X Par/Stated Value)			
	COMMON	500,000	100.00	50,000,000.00			
	TOTAL	500,000	TOTAL P	50,000,000.00			
SUBSCRIBED CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (P=₱)	% OF OWNERSHIP
	5	COMMON	125,000		100.00	12,500,000.00	100%
	TOTAL		125,000	TOTAL	TOTAL P	12,500,000.00	100%
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (P=₱)	% OF OWNERSHIP
N/A		N/A					
	TOTAL			TOTAL	TOTAL P	12,500,000.00	100%
Percentage of Foreign Equity:			TOTAL	TOTAL	TOTAL P	12,500,000.00	100%
PAID-UP CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (P=₱)	% OF OWNERSHIP	
	5	COMMON	125,000	100.00	12,500,000.00	100%	
	TOTAL		125,000	TOTAL P	12,500,000.00	100%	
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (P=₱)	% OF OWNERSHIP	
N/A		N/A					
	TOTAL			TOTAL P	12,500,000.00	100%	
					TOTAL PAID-UP P	12,500,000.00	100%
NOTE: USE ADDITIONAL SHEET IF NECESSARY							
* Common, Preferred or other classification							
** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.							

GENERAL INFORMATION SHEET
STOCK CORPORATION

***** PLEASE PRINT LEGIBLY *****						
CORPORATE NAME:		BROILERS CLUB, INC.				
TOTAL NUMBER OF STOCKHOLDERS:	5	NO. OF STOCKHOLDERS WITH TEN OR MORE SHARES EACH:			5	
TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:			P 150,503,600			
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (Php)	TAX IDENTIFICATION NUMBER
	TYPE	NUMBER	AMOUNT (Php)	% OF OWNERSHIP		
1. ANTERO D. SISON III FILIPINO [REDACTED]	COMMON	67,500	6,750,000.00	54.00%	6,750,000.00	[REDACTED]
	TOTAL	67,500	6,750,000			
2. MELISSA GRACE S. ORETA FILIPINO [REDACTED]	COMMON	3,750	375,000.00	3.00%	375,000.00	
	TOTAL	3,750	375,000			
3. IMELDA ROSE M. SISON FILIPINO [REDACTED]	COMMON	3,750	375,000.00	3.00%	375,000.00	
	TOTAL	3,750	375,000			
4. ARLENE S. DAZO FILIPINO [REDACTED]	COMMON	25,000	2,500,000.00	20.00%	2,500,000.00	
	TOTAL	25,000	2,500,000			
5. MICHELE S. QUINTOS FILIPINO [REDACTED]	COMMON	25,000	2,500,000.00	20.00%	2,500,000.00	
	TOTAL	25,000	2,500,000			
*** Nothing Follows ***						
TOTAL AMOUNT OF SUBSCRIBED CAPITAL		125,000	12,500,000.00	100%	12,500,000.00	
		TOTAL AMOUNT OF PAID-UP CAPITAL				

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS
Note: For PDTC Members included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

GENERAL INFORMATION SHEET
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====						
CORPORATE NAME:		BROILERS CLUB, INC.				
TOTAL NUMBER OF STOCKHOLDERS:	5	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:			5	
TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:		P 150,503,680				
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (Php)	TAX IDENTIFICATION NUMBER
	TYPE	NUMBER	AMOUNT (Php)	% OF OWNERSHIP		
	TOTAL					
	TOTAL					
	TOTAL					
	TOTAL					
	TOTAL					
TOTAL AMOUNT OF SUBSCRIBED CAPITAL		0	0.00	0%		
TOTAL AMOUNT OF PAID-UP CAPITAL					0.00	

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

GENERAL INFORMATION SHEET
STOCK CORPORATION

CORPORATE NAME:			
BROILERS CLUB, INC.			
1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (PhP)	DATE OF BOARD RESOLUTION	
1.1 STOCKS	NONE	N/A	
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	NONE	N/A	
1.3 LOANS/ CREDITS/ ADVANCES	NONE	N/A	
1.4 GOVERNMENT TREASURY BILLS	NONE	N/A	
1.5 OTHERS	NONE	N/A	
2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY:)	DATE OF BOARD RESOLUTION	DATE OF STOCKHOLDERS RATIFICATION	
NONE	N/A	N/A	
3. TREASURY SHARES	NO. OF SHARES	% AS TO THE TOTAL NO. OF SHARES ISSUED	
NONE	N/A	N/A	
4. UNRESTRICTED/INAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR			(P11,419,181) - Deficit
5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:			NONE
TYPE OF DIVIDEND	AMOUNT (PhP)	DATE DECLARED	
5.1 CASH	N/A	N/A	
5.2 STOCK	N/A	N/A	
5.3 PROPERTY	N/A	N/A	
TOTAL			P
6. ADDITIONAL SHARES ISSUED DURING THE PERIOD: NONE			
DATE	NO. OF SHARES	AMOUNT	
N/A	N/A	N/A	
SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOV'T AGENCY: NONE			
NAME OF AGENCY:	SEC	B S P	I C
TYPE OF LICENSE/REGN.	N/A	N/A	N/A
DATE ISSUED:	N/A	N/A	N/A
DATE STARTED OPERATIONS:	N/A	N/A	N/A
TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (in PhP)	TOTAL NO. OF OFFICERS	TOTAL NO. OF RANK & FILE EMPLOYEES	TOTAL MANPOWER COMPLEMENT
NONE	2	37	39
NOTE: USE ADDITIONAL SHEET IF NECESSARY			

I, **IMELDA ROSE M. SISON** Corporate Secretary of **BROILERS CLUB INC** declare under penalty of perjury that all matters set forth in this GIS have been made in good faith, duly verified by me and to the best of my knowledge and belief are true and correct.

I hereby attest that all the information in this GIS are being submitted in compliance with the rules and regulations of the Securities and Exchange Commission (SEC) the collection, processing, storage and sharing of said information being necessary to carry out the functions of public authority for the performance of the constitutionally and statutorily mandated functions of the SEC as a regulatory agency.

I further attest that I have been authorized by the Board of Directors/Trustees to file this GIS with the SEC.

I understand that the Commission may place the corporation under delinquent status for failure to submit the reportorial requirements three (3) times, consecutively or intermittently, within a period of five (5) years (Section 177, RA No. 11232).

Done this JUN 25 2025 in Davao City.



IMELDA ROSE M. SISON

(Signature over printed name)

JUN 25 2025

SUBSCRIBED AND SWORN TO before me in Davao City on _____ by affiant who personally appeared before me and exhibited to me her competent evidence of identity consisting of TIN _____ issued Bureau of Internal Revenue.

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Series of: 2025



ATTY. SOTELO VINCENT B. CABRERA
COMMISSION SERIAL NO. 2025-022-2026
NOTARY PUBLIC for DAVAO CITY
Valid Until December 31, 2026
ROLL OF ATTORNEYS NO. 87989
BP O.R. NO. 483063 dtd 12/05/2024
PTR O.R. NO. 05871170 dtd 12/06/2024 Davao City
OFFICE ADDRESS: Door 5, Tuscan Building, Pag-asa corner
Davao Suato Streets, 25-D Davao City
MCLE Compliance No. 147 0915821 11/11/2024

**BENEFICIAL OWNERSHIP DECLARATION
FOR THE YEAR: 2025**

SEC REGISTRATION NUMBER:
CORPORATE NAME:

CS201810328
BROILERS CLUB, INC.

Instructions:

1. Identify the Beneficial Owner/s of the corporation as described in the Categories of Beneficial Ownership in items A to I below. List down as many as you can identify. You may use an additional sheet if necessary.
2. Fill in the required information on the beneficial owner in the fields provided for.
3. In the "Category of Beneficial Ownership" column, indicate the letter(s) corresponding thereto. In the event that the person identified as beneficial owner falls under several categories, indicate all the letters corresponding to such categories.
4. If the category is under letter "I", indicate the position held (i.e., Director/Trustee, President, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, etc.).
5. Do not leave any item blank. Write "N/A" if the information required is not applicable or "NONE" if non-existent.

"Beneficial Owner" refers to any natural person(s) who ultimately own(s) or control(s) or exercise(s) ultimate effective control over the corporation. This definition covers the natural person(s) who actually own or control the corporation as distinguished from the legal owners. Such beneficial ownership may be determined on the basis of the following:

Category	Description
A	Natural person(s) owning, directly or indirectly or through a chain of ownership, at least twenty-five percent (25%) of the voting rights, voting shares or capital of the reporting corporation.
B	Natural person(s) who exercise control over the reporting corporation, alone or together with others, through any contract, understanding, relationship, intermediary or tiered entity.
C	Natural person(s) having the ability to elect a majority of the board of directors/trustees, or any similar body, of the corporation.
D	Natural person(s) having the ability to exert a dominant influence over the management or policies of the corporation.
E	Natural person(s) whose directions, instructions, or wishes in conducting the affairs of the corporation are carried out by majority of the members of the board of directors of such corporation who are accustomed or under an obligation to act in accordance with such person's directions, instructions or wishes.
F	Natural person(s) acting as stewards of the properties of corporations, where such properties are under the care or administration of said natural person(s).
G	Natural person(s) who actually own or control the reporting corporation through nominee shareholders or nominee directors acting for or on behalf of such natural persons.
H	Natural person(s) ultimately owning or controlling or exercising ultimate effective control over the corporation through other means not falling under any of the foregoing categories.
I	Natural person(s) exercising control through positions held within a corporation (i.e., responsible for strategic decisions that fundamentally affect the business practices or general direction of the corporation such as the members of the board of directors or trustees or similar body within the corporation; or exercising executive control over the daily or regular affairs of the corporation through a senior management position). This category is only applicable in exceptional cases where no natural person is identifiable who ultimately owns or exerts control over the corporation, the reporting corporation having exhausted all reasonable means of identification and provided there are no grounds for exemption.

COMPLETE NAME (Surname, Given Name, Middle Name, Name Extension (i.e., Jr., Sr., III))	SPECIFIC RESIDENTIAL ADDRESS	NATIONALITY	DATE OF BIRTH	TAX IDENTIFICATION NO.	% OF OWNERSHIP ¹ / % OF VOTING RIGHTS ²	TYPE OF BENEFICIAL OWNER ³ Direct (D) or Indirect (I)	CATEGORY OF BENEFICIAL OWNERSHIP
SISON, ANTERO, DELGADO II		FLIPINO			54.00%	D	A, J- PRE
SISON, IMELDA ROSE, MARONILLA		FLIPINO			3.00%	D	I- CFO/ COS
Nothing Follows							

Note: This page is not for uploading on the SEC filing.

¹ For Stock Corporations.
² For Non-Stock Corporations.
³ For Stock Corporations.