

Ma. Eileen Belle G. Cruz

From: PDEX Disclosure <pdex.disclosure@pds.com.ph>
Sent: Monday, April 21, 2025 10:34 AM
To: Marivic S. Victoria
Cc: Ma. Eileen Belle G. Cruz; Daisy D. Cruz; Riva Khristine Maala; Margeline C. Hidalgo
Subject: Re: [EXTERNAL] Arthaland Disclosure | Disbursement of Proceeds and Progress Report as of March 31, 2025

Ladies and Gentlemen:

This is to acknowledge receipt of the disclosure and its attachment.

Thank you and regards,

Rodolfo "Rod" S. Cristobal III
Compliance & Disclosure Associate
Market Regulatory Services Group

Philippine Dealing & Exchange Corp.
29th Floor BDO Equitable Tower • 8751 Paseo de Roxas, Makati City, 1226 Philippines

Tel. No. (+632) 8884-4462
Email: rodolfo.cristobal@pds.com.ph
Web: www.pds.com.ph

From: Marivic S. Victoria <msvictoria@arthaland.com>
Sent: Wednesday, April 16, 2025 8:20 PM
To: PDEX Disclosure <pdex.disclosure@pds.com.ph>
Cc: Ma. Eileen Belle G. Cruz <mebgcruz@arthaland.com>; Daisy D. Cruz <ddcruz@arthaland.com>; Riva Khristine Maala <rvmaala@arthaland.com>; Margeline C. Hidalgo <mchidalgo@arthaland.com>
Subject: [EXTERNAL] Arthaland Disclosure | Disbursement of Proceeds and Progress Report as of March 31, 2025

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ATTY. SUZY CLAIRE R. SELLEZA
Head - Issuer Compliance and Disclosure Department
Philippine Dealing & Exchange Corp.

Subject: Disbursement of Proceeds and Progress Report as of March 31, 2025

Ladies and Gentlemen:

Please find attached the subject disclosure made to the PSE today.

We trust you find the same in order.

Thank you.

MARIVIC S. VICTORIA
Chief Finance Officer
ARTHALAND CORPORATION
7F Arthaland Century Pacific Tower
5th Avenue Corner 30th Street
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Daisy D. Cruz

From: Philippine Stock Exchange <no-reply@pse.com.ph>
Sent: Wednesday, April 16, 2025 6:01 PM
To: Daisy D. Cruz; g.vince.casanova@gmail.com; ggcasanova@arthaland.com; Margeline C. Hidalgo; Marivic S. Victoria; Riva Khristine Maala; Sheryll P. Verano; Siegfried S. Suarez; disclosure@pse.com.ph
Subject: Disbursement of Proceeds and Progress Report

Dear Sir/Madam:

Your disclosure was successfully submitted. Details are as follows:

Company Name: Arthaland Corporation

Reference Number: 0013009-2025

Date and Time: Wednesday, April 16, 2025 18:00 PM Template Name: Disbursement of Proceeds and Progress Report

Best Regards,
PSE EDGE

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526c1e14ad3b425f3737cbdc476%7C0%7C0%7C638803944630245430%7CUnknown%7CTWFpbGZsb3d8eyJFbXB0eU1hcGkiOnRydWUsIlYiOiIwLjAuMDAwMCIsIlAiOiJXaW4zMtIsIkFOIjoiTWFpbGlldUljoyfQ%3D%3D%7C0%7C%7C%7C&sdata=K8Avt1okw2lHzcty2TVDXPfb62rp%2FZlwE3iMytmH8M%3D&reserved=0

The Philippine Stock Exchange, Inc., 6th to 10th Floors, PSE Tower, 5th Avenue corner 28th Street, Bonifacio Global City, Taguig City, Philippines 1634

April 10, 2025

PHILIPPINE DEALING AND EXCHANGE CORP.

29/F, BDO Equitable Tower
8751 Paseo de Roxas
Makati City, Philippines

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**

Head - Issuer Compliance and Disclosure Department

RE: **Quarterly Report on the Disbursement of Proceeds from Preferred Shares Series F Offering**

Gentlemen:

Please find attached copy of PSE Disclosure Form 4-29 Disbursement of Proceeds for the quarter ended March 31, 2025, which we have filed with the Philippine Stock Exchange.

Thank you.

Very truly yours,



MARIVICTA S. VICTORIA
Chief Finance Officer

April 10, 2025

PHILIPPINE STOCK EXCHANGE, INC.

3RD Floor Philippine Stock Exchange Plaza,
Ayala Triangle, Ayala Avenue,
Makati City, Philippines

Attention: Disclosure Department

RE: **Quarterly Report on the Disbursement of Proceeds from Preferred Shares Series F Offering**

Gentlemen:

Please be advised that as of and for the quarter ended **March 31, 2025**, the Company has disbursed the following from the proceeds of its Preferred Shares Series F Offering.

In Php Millions

Purpose	Actual Net Proceeds	Actual Disbursements			Balance for Disbursement
		As of 12/31/24	For Q1 2025	As of 3/31/25	
Repayment of BDO Bridge Financing	1,000.0	1,000.0	0.0	1,000.0	0.0
Project Teal	1,140.0	0.0	541.5	541.5	598.5
ACPT Loan	311.5	0.0	200.0	200.0	111.5
General Corporate Purposes	0.0	0.0	130.0	130.0	-130.0
TOTAL	2,451.5	1,000.0	871.5	1,871.5	580.0

Thank you.

Very truly yours,



MARIVIC S. VICTORIA
Chief Finance Officer

REPORT ON FACTUAL FINDINGS

April 10, 2025

The Board of Directors

Arthaland Corporation

7/F Arthaland Century Pacific Tower

5th Avenue corner 30th Street

Bonifacio Global City, Taguig City

Gentlemen:

Purpose of this Agreed-Upon Procedures Report

We have performed the procedures agreed with you with respect to the attached Quarterly Report on the Disbursement of Proceeds from the Preferred Shares Series F Offering (the Offering) of Arthaland Corporation (the Company) dated April 10, 2025.

Restriction on Use

This agreed-upon procedures report (AUP Report) is intended solely for the information and use of the Company and the PSE and is not intended to be and should not be used by anyone else.

Responsibilities of the Company

The Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement.

The Company is responsible for the subject matter on which the agreed-upon procedures are performed. The sufficiency of these procedures is solely the responsibility of the Company.

Practitioner's Responsibilities

We have conducted the agreed-upon procedures engagement in accordance with the Philippine Standard on Related Services (PSRS) 4400 (Revised), *Agreed-Upon Procedures Engagements*. An agreed-upon procedures engagement involves our performing the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness, or the sufficiency of the agreed-upon procedures described below either for the purpose for which this AUP Report has been requested or for any other purpose.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.

Professional Ethics and Quality Control

In performing the agreed-upon procedures engagement, we complied with the ethical requirements in the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics). We are not required to be independent for the purpose of this engagement. We are the independent auditor of the Company and have complied with the independence requirements of the Code of Ethics that apply in context of the financial statements audit.

Our firm applies Philippine Standard on Quality Control 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*, and accordingly, maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Procedures and Findings

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Report dated April 10, 2025 of the Company. These agreed-upon procedures and results thereof are summarized as follows:

Agreed-Upon Procedures Performed	Results
1. We obtained and checked the mathematical accuracy of the Quarterly Report on the application of proceeds from the Offering for the 1 st quarter ended March 31, 2025.	No exceptions noted.
2. We examined the nature of the disbursements of the Offering proceeds for the 1 st quarter ended March 31, 2025, and compared them with the schedule of planned use of proceeds from the Offering. Refer to Annex A for the comparison of the actual disbursements and the schedule of planned use of proceeds from the Offering.	No material exceptions noted.
3. We obtained the supporting documents pertaining to the disbursements of the Offering proceeds for the quarter ended March 31, 2025 and agreed the amount in the accounting records. We traced the amount of disbursement to check vouchers and proofs of deposit. We were provided with scanned copies of the documents and management has represented that these scanned copies are authentic documents.	No material exceptions noted.
4. We obtained representation from the management indicating that there were no re-allocations on the planned use of proceeds or of any change in the work program as disclosed in the Offer Supplement.	There were re-allocations of use of proceeds effective April 25, 2025 as approved by the BOD on March 26, 2025. The re-allocations were properly declared in the PSE Edge.

Explanatory Paragraphs

The Company is responsible for the source documents that are described in the specified procedures and related findings section. We were not engaged to perform, and we have not performed any procedures other than those previously listed. We have not performed procedures to test the accuracy or completeness of the information provided to us, except as indicated in our procedures. Furthermore, we have not performed any procedures with respect to the preparation or verification of any of the source documents. We have no responsibility for the verification of any underlying information upon which we relied in forming our findings.

The agreed-upon procedures do not constitute an audit or a review of financial statements or part thereof, the objective of which is the expression of an opinion or conclusion on the financial statements or part thereof.

We have no responsibility to update this report for events or circumstances after the date of this report.

REYES TACANDONG & Co.


CAROLINA P. ANGELES

Partner

CPA Certificate No. 86981

Tax Identification No. 205-067-976-000

BOA Accreditation No. 4782/P-007; Valid until June 6, 2026

BIR Accreditation No. 08-005144-007-2022

Valid until October 16, 2025

PTR No. 10467120

Issued January 2, 2025, Makati City

April 10, 2025

Makati City, Metro Manila

Annex A

Comparison of the Actual Disbursements and Schedule of Planned Use of Proceeds from the Offering

Based on the agreed-upon procedures performed, the table below shows the details of the disbursements as at March 31, 2025 from the ₱2,451.5 million net proceeds from the Offering (amounts in millions).

Purpose	Actual Net Proceeds	Actual Disbursements			Balance for Disbursement as at March 31, 2025
		As at December 31, 2024	For 1st Quarter of 2025	As at March 31, 2025	
Repayment of BDO Bridge					
Financing	₱1,000.0	₱1,000.0	₱–	₱1,000.0	₱–
Project Teal	1,140.0	–	541.4	541.5	598.5
ACPT Loan	311.5	–	200.0	200.0	111.5
General Corporate Purposes	–	–	130.0	130.0	(130.0)
Total	₱2,451.5	₱1,000.0	₱871.4	₱1,871.5	₱580.0