



STRENGTH AND RESILIENCE



2024 ANNUAL REPORT

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Our Vision

We strive to be a responsible steward of mineral resources – a gift from the Divine Providence – in pursuit of our corporate goals while ensuring the welfare of our host communities and protecting and conserving the environment.

Our Mission

We always employ the best mining practices through clean, sustainable, and responsible mining: The Marcventures Way, in pursuit of a healthy balance between our mission to maintain a habitable environment and become a catalyst for uplifting the quality of life of our host communities while we attain long term profitability and sustainability.

Our Core Values

These principles and values accelerate our progress:

Stewardship

Protect, maintain, and restore our mining areas—to the greatest extent possible to the state that God has given it to us.

Sustainability

Integrate our mining activities, plans, and programs that encourage the sustainable development of our host communities.

Accountability

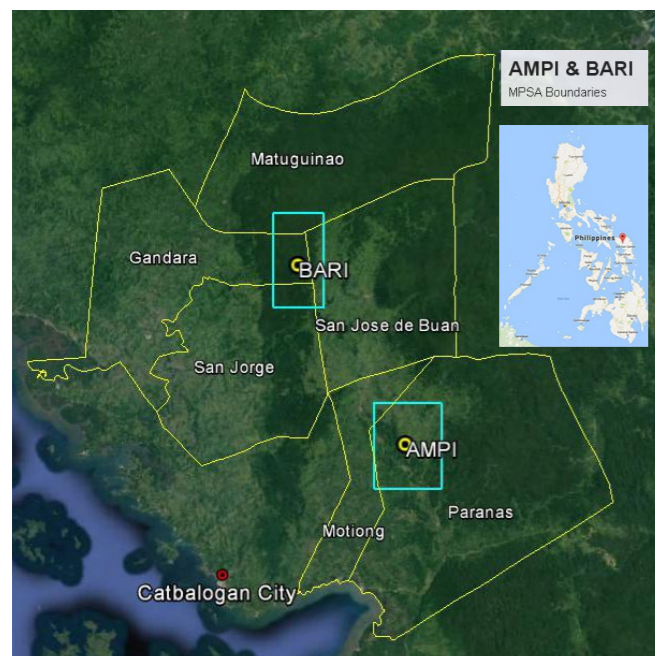
Achieve profitability, guided by the principles of accountability based on transparency and best operating practices to achieve our overall efficiencies.

Equity

Fulfill our financial and corporate social responsibilities while providing a reasonable return to our shareholders.

Through it all, our faith in God and his infinite goodness shall be our inspiration.

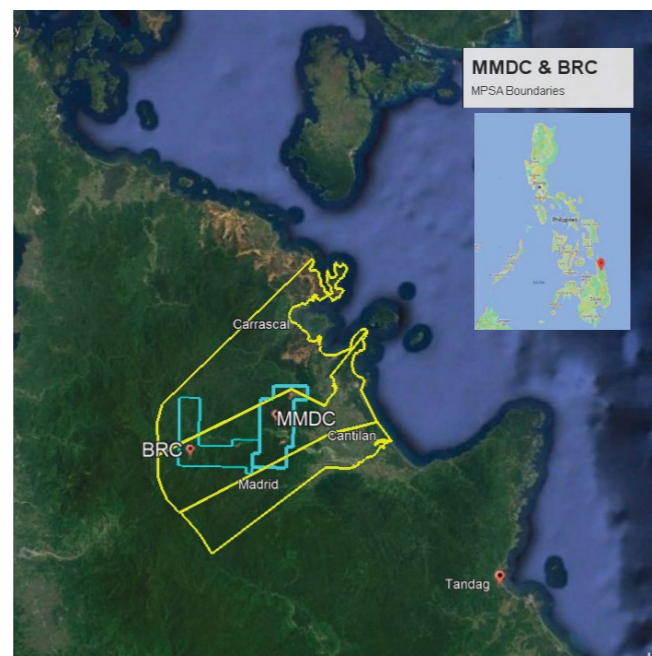
Corporate Profile



Marcventures Holdings (MHI) is a publicly listed company acquired in 2009 with four (4) wholly owned mining subsidiaries; two (2) nickel and two (2) bauxite (aluminum ore) properties. Transformed into an investment and holding company in 2013, on December 29, 2017, the Securities and Exchange Commission approved the merger of MHI with Asia Pilot Mining Philippines Corp. (APMPC) and Bright Green Resources Holdings Inc. (BHI) with MHI as the surviving entity. This resulted in MHI's acquisition of APMPC subsidiaries, namely, Alumina Mining Philippines Inc. (AMPI) and Bauxite Resources Inc. (BARI), as well as BHI's subsidiary, Bright Green Resources Corp. (BRC).

As of December 2024, MHI Capital Accounts show Authorized Capital Stock of 4,000,000 Common Shares at a Par Value of Php 1.00 per Share and Total Issued and Outstanding Shares of 3,014,820,305 Common Shares.

Subsidiaries



| | Shares | Amount |
|--|---------------|---------------|
| Authorized | 4,000,000,000 | 4,000,000,000 |
| Issued and Outstanding Balance for 2024 | 3,014,820,305 | 3,014,820,305 |
| Additional Paid-In Capital Balance for 2024 | 269,199,788 | - |

Marcventures Mining and Development Corporation (MMDC)

The nickel mine is within the municipalities of Cantilan, Carrascal, and Madrid in Surigao del Sur. It holds Mineral Production Sharing Agreement (MPSA) No. 016- 93- XIII covering 4,799 hectares and was approved on July 01, 1993. Commercial operations started in 2011 and on 2015, MMDC obtained an Amended Environmental Compliance Certificate to extract 5 Million Wet Metric Tons (WMT) of Nickel laterite ore every year.

BrightGreen Resources Corp. (BRC)

The tenement is adjacent to MMDC and holds MPSA No. 015-93-XIII approved on July 01, 1993, and covering approximately 4,860 hectares within the municipalities of Carrascal and Cantilan in Surigao del Sur. On March 25, 2024, MGB approved the exclusive operating agreement between BRC and MMDC. BRC submitted the Declaration of Mine Project Feasibility Application (DMPF) to DENR and MGB Region XIII on April 22, 2024. It also secured the Certification Precondition (CP) from the National Commission on Indigenous Peoples (NCIP) on August 30, 2024. BRC is currently in the process of obtaining the Declaration of Mining Project Feasibility (DMPF) approval from the MGB. This includes the work programs on Environmental Protection and Enhancement Program, Social Development and Management Program, Safety and Health Program, Three (3)-Year Development/ Utilization Work Program, Care and Maintenance Program and Project Feasibility Study and the Environmental Compliance Certificate from the Environmental Management Bureau. All these are in preparation for commercial mining operations.

Alumina Mining Philippines, Inc. (AMPI)

Incorporated and registered with the SEC on August 31, 2001 to engage in the mining business, AMPI was acquired from the merger with Asia Pilot Mining Phils. Corp. (APMPC) in 2017. On December 5, 2002, the DENR approved AMPI's application for MPSA No. 179-2002-VIII-SBMR covering 6,694 hectares in the municipalities of Paranas, Motiong, and San Jose de Buan, Samar in Eastern Visayas (Region VIII), valid for 25 years and renewable for another 25 years.

Bauxite Resources, Inc. (BARI)

Incorporated and registered with the SEC on August 31, 2001 to engage in the mining business, BARI was acquired from a merger with APMPC in 2017. On December 5, 2002, the DENR approved MPSA No. 180-2002-VIIISBMR covering 5,519 hectares in the municipalities of Gandara, San Jose de Buan, Matuguinao, and San Jorge in Samar, Eastern Visayas (Region VIII). The MPSA is valid for 25 years and renewable for another 25 years. On May 18, 2020, AMPI and BARI received the DENR approval, through MGB, granting the exploration period extension June 18, 2020 to June 18, 2022. On February 9, 2022, AMPI and BARI wrote to MGB requesting for an additional two (2) year extension (until June 18, 2024) of the 3rd exploration period (CY2018-2020; Extension: CY2020-2022) due to force majeure, factors and events which prevented them from fully utilizing the contract area. The request was approved (subject to several conditions) by the MGB on March 28, 2022. AMPI and BARI plan to file for the DMPF and the early renewal of the MPSA for another 25 years.

Proactive Sustainability Principles

Message from MHI Management



“We remain committed to proactive adaptation and innovation.”

Local nickel output continues to be poised for growth amid the changes in supply and demand. Market analysis done by the Philippine Nickel Industry Association estimates global nickel production to reach 3.649 million tons this 2025, an increase of 3.8 percent from last year while consumption is seen to climb by 5 percent to 3.514 million tons.

Early this year, the Department of Environment and Natural Resources (DENR) released a new administrative order mandating mining companies to incorporate the United Nations’ 17 Sustainable Development Goals (UN SDGs) into their Social Development and Management Programs (SDMPs).

The 17-point UN SDG focuses on zero hunger and poverty, good health and well-being, quality education, gender equality, clean water and sanitation, affordable and clean energy, decent work and economic growth, industry, innovation and infrastructure, reduced inequalities, sustainable cities and communities, responsible consumption and production, climate action, life below water, life on land peace, justice and strong institutions, and partnership for the goals. The goals were adopted by all United Nations Member States in 2015. It serves as a global blueprint to end extreme poverty, reduce inequality, and protect the planet by 2030.

Marcventures has been very proactive in adopting sustainability principles long before the policy implementation from the DENR. We published our first sustainability report in 2019 and every year thereafter. We have been prioritizing activities that

support the education of students from low-income families and members of indigenous communities and provide resources for our host communities so they can start their enterprise.

Specifically, our subsidiary Macventures Mining and Development Company (MMDC) completed a total of 28 shipments in 2024. Operationally, MMDC had a positive year generating a direct economic value of Php 214.7 million in net income, despite the unstable weather conditions, weakening ore market and the rise in fuel cost.

The Company’s total expenditure for host and neighboring communities was Php 20,752,952.34 and Php 5,532,383 was utilized for scholarships and various forms of educational assistance. The implemented environmental projects amounted to Php 47.5 million.

We at Marcventures are committed to proactive adaptation and innovation to ensure long-term sustainability, never losing sight of our mission to observe responsible mining. None of our achievements would have been possible without the dedication, hard work, of the Marcventures team, the unwavering support of our shareholders and partner communities, and the continued blessings from the Almighty God.

Once again, we thank the Divine Source for all the guidance.


CESAR C. ZALAMEA
 Chairman


AUGUSTO C. SERAFICA JR.
 President

Strengthening Growth and Value

Financial Review



Results of Operations

MMDC had a positive year generating a direct economic value of Php 214.7 million in net income in 2024, despite the unstable weather conditions, weakening ore market and the rise in fuel cost.

MHI’s consolidated income for 2024 was at Php 117.9 million. The income was down by Php 114.2 million or 49.2% from Php 232.1 million in 2023. The significant change was due to lower nickel ore price in world market.

Revenues were down by Php 334.2 million or 16.3% from Php 2.05 billion in 2023 to Php 1.72 billion in 2024. A total of 28 shipments were completed in 2024.

Operating Costs and Expenses were at Php 1.42 billion in 2024. The Company also spent over Php 179.65 million on employee wages and benefits in 2024. The expenditures for suppliers and other operating costs in amounted to Php 155.96 million.

Based on the results for the year in review, the Company paid interest amounting to Php 10.77

million to loan providers. Profitability from enhanced business models in 2024 translated to over Php 239.04 million in government payments in the form of royalties and taxes. This includes excise and withholding taxes, income taxes, as well as permits and licenses. The generated profit allowed optimal returns for shareholders, with enough resources for future investments. For host and neighboring communities, a total of Php 18.98 million was utilized for projects under the Social Development and Management Program (SDMP).

The Php 5.81 billion consolidated total assets of MHI decreased by 4% from Php 6.05 billion in 2023. Total liabilities were lower by 28.7% at Php 359.30 million, while Stockholders’ Equity increased by Php 115.81 million or 2.4 % due to the group’s net income.



18.98 M
Social Development Management Program

Enhancing Production Exploration Report



In 2024, development drilling activities were carried out to upgrade the MMDC mineral resources from Indicated and Inferred to Measured and Indicated categories, respectively.

A total of 325 drill holes were completed in Sipangpang and Pili areas. Saprolite resource was classified as Measured if drilling interval is 25 meters, Indicated if 50 meters, and Inferred if 100 meters.

For limonite, Measured resources were assigned to areas drilled at 25 to 50-meter intervals, while Indicated classification applied to 100-meter spacing.

The cut-off grade used for the estimation of saprolite resource is 1.0% Ni. For limonite, the cutoff grades are set at 0.5% Ni and 45% Fe for high Iron Limonite and 0.7% Ni and 20% Fe for low Iron Limonite.

MMDC Mineral Resources

As of December 31, 2024, the total Measured and Indicated Mineral Resources for MMDC are estimated at 52.39 million Wet Metric Tonnes (WMT), comprising both saprolite and limonite materials. The total measured and indicated saprolite mineral resource is estimated at 8.7 million WMT at 1.32% Ni and 12.73% Fe while the measured and indicated limonite mineral resource is estimated at 43.73 million WMT at 0.89% Ni and 44.06% Fe.

An additional 24.04 million WMT of saprolite and limonite resource with an average grade of 0.95% Ni and 39.09% Fe were categorized under the inferred category.

Samar Bauxite Projects

Alumina Mining Philippines Inc. (AMPI) and Bauxite Resources Inc. (BARI) are the only operating bauxite mines in the Philippines. Acquired by Marcventures Holdings, Inc. (MHI) in 2017, these projects cover a combined area of 12,129 hectares in Samar, Region VIII.

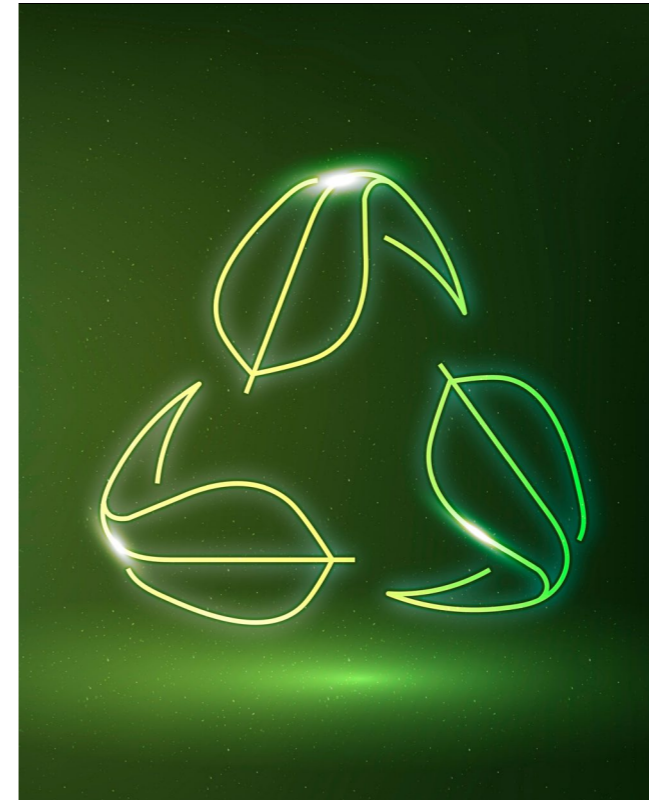
Based on a Mineral Resource Report signed by a Competent Person in March 2016 and subsequently reviewed and certified by a PMRC-accredited Competent Person for Geology in June 2017, the combined Measured and Indicated Mineral Resource is estimated at 73.18 million WMT with an average grade of 41.66% Al_2O_3 .

BrightGreen Resources Corporation

Located adjacent to MMDC, the BRC tenement has a total Measured and Indicated Mineral Resource of 16.03 million WMT, as reported by a Competent Person in March 2016. This includes saprolite resource at 3.06 million WMT with an average grade of 1.59% Ni and 14.85% Fe, and limonite resource of 12.97 million WMT at 1.07% Ni and 39.73% Fe.

The BRC mineral resource has been reviewed and validated by the Mines and Geosciences Bureau (MGB), confirming its compliance with the Philippine Mineral Reporting Code (PMRC) 2007 and DENR DAO No. 2010-09.

Integrating Social Initiatives Sustainable Development



In the first quarter of 2025, the Department of Environment and Natural Resources (DENR) issued a new directive mandating mining companies to align the United Nations' 17 Sustainable Development Goals into their Social Development and Management Programs (SDMP). The program is a five-year comprehensive plan required from mining companies for the sustained improvement of the living standards of their host and neighboring communities in their areas of operation.

The 17-point UN SDGs are: no poverty; zero hunger; good health and well-being; quality education; gender equality, clean water and sanitation; affordable and clean energy; decent work and economic growth; industry, innovation and infrastructure; reduced inequalities; sustainable cities and communities; responsible consumption and production; climate action; life below water; life on land; peace, justice and strong institutions; and partnership for the goals.



The administrative order underscores the inclusion of the programs that would help enhance biodiversity conservation and protection and institutionalize climate action of host communities.

Long before the release of this year's directive, MMDC has been proactive in adopting sustainability principles, having published its first Sustainability Report in 2019 and every year thereafter. For 2024, the Company complied with all of the United Nations Sustainable Development Goals thereby reflecting its commitment to environmental protection, community welfare, and inclusive growth. Every year, the Company embarks on initiatives focused on poverty reduction, health and well-being, and environmental conservation.

Maintaining Eco-Balance

Environment Protection



The Company's mining operations adopt environmental efforts to minimize impact. These efforts encompass a range of strategies, including reducing waste and pollution, promoting sustainable practices, and land rehabilitation after mining activities. By focusing on minimizing environmental damage and promoting responsible resource management, the mining industry can contribute to a more sustainable future.

Ecological footprints are minimized through effective monitoring and management. The programs are focused on the regeneration of resources. Water and energy are effectively

managed, and carbon emissions are reduced and minimized to integrate towards the circular economy.

The Environmental Protection and Enhancement Program (EPEP) is a comprehensive management plan that fulfills the environmental commitment which focuses on the protection and rehabilitation of the affected mining areas. This program is monitored by the Multipartite Monitoring Team, headed by the MGB Regional Director, Local Government Units (LGU) representatives, and other non-government organizations. The implemented projects under EPEP amounted to Php 47.5 million.



Temporary Revegetation

Growing plants help restore and stabilize land area, improve wildlife habitats, and mitigate climate change. The soil's nutritional components are easily disrupted by land activities. Planting seedlings can help prevent erosion and soil runoffs. DENR Administrative Order (DAO) No. 2018-19 clearly defines the "Guidelines for Additional Environmental Measures for Operating Surface Metallic Mines". It focuses on the establishment and maintenance of temporary revegetation and provides policies that ensure sustainable environmental conditions and minimize environmental effects during the mining operation.

In preparation for mining operations at Cabangahan, 8.01 hectares of land were revegetated with assorted grass and creeping vines like wedelia, sugarcane and napier, centrosema, and kalupo. This also serves as a soil erosion control measure and a nitrogen fixation process for the topsoil. The latter is used for the engineered slopes of Cabangahan and Sipangpang during mine rehabilitation.

Under the Mining Forest Program, mined-out areas measuring 23.15 hectares were restored

to a stable, sustainable state. A total of 29,907 seedlings of various species like agocho, narra, bani, magkono, malatambis, white lauan, ylang-ylang, and coffee were planted for permanent rehabilitation.

Mining Forest Program

Plants are vital to human existence and the Company's planting program directly restores mined-out landscapes to functioning ecosystems. In 2024, the mined-out area measuring 23.15 hectares was rehabilitated with 29,907 seedlings of various species like agocho, narra, bani, magkono, malatambis, white lauan, ylang-ylang, and coffee.

The care and maintenance of the existing seedlings are essential to ensure optimal growth performance. These plants are regularly fertilized, cultivated, weeded, and watered to enhance survival and growth. Replanting and enrichment are also done to further enhance the survival and growth. For 2024, total of 42.57 hectares were maintained. At total of 4,430 seedlings of agocho, white lauan, and malatambis were replanted to enrich plant growth.

Maintaining Eco-Balance

Environment Protection



Nursery Operations

As of December 2024, MMDC maintains a total of 171,051 seedlings were planted at the nurseries in Sipangpang and Banban. A total of 65,876 Agohos, Magkono, and Malatambis seedlings were planted in 2024.

The Envi team also harvested 2.6 liters of fermented plant juice. Used as organic fertilizer, it is applied to the planting stock at the nursery and out-planted seedlings in rehabilitation areas to enhance growth and development.

Riparian Zone Stability

In line with the Company's erosion control measures and to stabilize river embankments, bamboo seedlings were planted alongside the Carac- and Alamio rivers. The existing 10-hectare planted area continuous to be maintained by the Envi team. Ring weeding, fertilizer application, and enrichment planting are done on a regular basis to ensure proper growth. Carabao grass, wedelia, and vetiver were also planted to stabilize bench slopes and to keep the area green and healthy.

Silt Control

Settling ponds prevent water discoloration caused by water movement from the mine site. The ponds allow the suspended solids to settle out of the water prior to discharge. Through a process called sedimentation, contaminants like sediment and turbidity are removed, resulting in cleaner effluent, compliant with DENR standards.

For 2024, eight (8) new settling ponds were constructed at the Sipangpang mine area. A total of 94,629 cubic meters of silt materials were desilted as part of the maintenance and improvement of settling ponds. The Company also supported the local farmers and the National Irrigation Administration (NIA) through the manual desilting of the agency's 350 meter irrigation canal.



Empowering Communities

Community Development



The Company has several programs under the Social Development and Management Program (SDMP). The comprehensive, five-year plan focuses on promoting self-reliance in communities and empowerment to manage development projects.

The Company's programs are committed to the health, education, livelihood, public utilities, and socio-cultural preservation of the communities in Carrascal, Cantillan, and Madrid. The goal is to create responsible, self-reliant, and resource-based communities that can independently implement livelihood activities for their sustained development.

For 2024, the Company's total expenditure for host and neighboring communities is Php 20,752,952.34. This covers the Php 18,975,976.84 for SDMP and Php 1,700,875.50 for Corporate Social Responsibility projects.



Health

Operational activities prioritize community health and well-being with initiatives focusing on the effective delivery of healthcare services. For 2024, the Company helped improve healthcare facilities, supported health workers also provided medicines, medical equipment and emergency transportation.

Health and emergency assistance were given to several beneficiaries in Cabangahan, Cabas-an, and Bon-ot. Barangay health workers in Panikian and Gamutan also received medical assistance. The Company donated medical equipment to the barangay health center in Parang and organized medical missions for the residents of Cabangahan, Panikian, and Bayogo. A total of Php 1,320,806.25 was utilized for health and medical assistance.

Empowering Communities

Community Development



Livelihood

Inclusive economic growth promotes sustainable development and improved community livelihood. In 2024, the Company provided seed capital for the enterprise organization in Cabangahan. The funds were utilized to purchase fertilizer for their agricultural products. The IP Women organization in Bayogo also received seed capital so they can start their table and chair rental business. The project cost was Php 160,070.00.

Infrastructure

Improved infrastructure positively impacts economic output. In 2024, the Company supported the infrastructure development in various barangays. An access road was constructed in Cabangahan, providing easy access for routine activities and the movement of farm products. Solar lighting poles were installed in two districts of Parang. Drainage canal was also constructed in District 14 to efficiently drain permeated water, prevent water stagnation, and avoid blockages during the rainy season.

In Bon-ot, construction of the foot bridge at district 7, Sitio Gango was completed. Another access road is also being built to ease routine activities and the transport of farm products.



The construction of the Level 11 Phase 2 water system in Bacolod is ongoing as well as the renovation of the Tribal Hall in Bayogo. Bleachers were also built inside the Bayogo Municipal Hall. A total of Php 4,656,949.99 were utilized for the infrastructure.

Education

Education has a significant impact on economic growth, both for individuals and communities. It enhances individual earnings, employment, and overall well-being, and in the long run, drive long-term economic development, innovation, and social progress. The Company has several educational support programs to support the various communities. Financial assistance was given to college students in Cabangahan, Cabas-an, Bon-ot, Babuyan, and Gamutan. A total of 109 students were supported throughout the school year.

A total of 25 students also benefited from college scholarships of the Development of Mining and Geoscience Technology (DMTG) program. The program supports the study of mining and other environmental courses.

Volunteer teachers were also hired to assist in the classrooms. The Company provides the



monthly allowance of 20 volunteer teachers in Cabangahan, Bon-ot, Babuyan, Bacolod, Cabas-an, and Parang. This year, the Company also helped finance the renovation of Antonio Yu Carcel Elementary school in Bon-ot.

Under the SDMP, a total of Php 3,812,897 was utilized for education and educational support programs and Php 1,719,486 was utilized for the Development of Mining and Geosciences program. Aside from scholars, the DMTG also provided books for the mining technology and Geoscience library in the CARAGA region and supported the Environmental Research on using "Guardian P for Road Dust Suppression," which focuses on preventing the spread of dust particles in the air.



Occupational Safety

The Company's business strategy reinforces safe and responsible operations. The Central Safety Meeting is conducted every month by the Resident



Mine Manager together with the Mine Safety and Health Manager. A vital component of regulatory compliance, it also encourages interaction between contractors and the Company's operations team. Issues and concerns are addressed during the meeting which contributes to the improvement of the Company's safety performance. The Safety and Health plan covers training on Basic Occupational Safety and Health, Fire Fighting, Defensive Driving, Basic First Aid and Life Support, Food Handling and Sanitation, and Safety Orientation for employees and visitors. Under the Annual Safety and Health Program, the Company conducts annual training sessions on Occupational Safety and Health, First Aid and Basic Life Support, and Fire Safety. Earthquake drills every quarter, while the annual Fire Brigade training focuses on mine rescue and firefighting.

Safe Man-Hours

In 2024, the Company achieved a total of 610,926,515 safe man-hours. There were seven reported incidents for the year, these were considered no-lost-time accidents with zero fatalities. The Company remains unwavering in its commitment to achieve its vision of zero harm.



Enhancing Strategy and Governance Board Committees

Executive Committee

Chairman: Anthony M. Te
Members: Carlos Alfonso T. Ocampo
 Kwok Yam Ian Chan
 Andrew Julian K. Romualdez
 Augusto C. Serafica

Utilizes authority relative to the management of the Corporation's business and affairs subject to the provisions of the Company's By-laws, and the limitations of the law and other applicable regulations. It serves as the governing body in all matters related to corporate governance, approval of all major policies and oversees all major risk-taking activities, financial reporting and approval of material credit transactions and exposures.

Audit Risk, Oversight & Related Parties Transactions Committee

Chairman: Carlos Alfonso T. Ocampo
Members: Kwok Yam Ian Chan
 Michael L. Escaler

Provides recommendations and advice to the Board of Directors with the goal of supporting decisions on internal control and risk management, system review of all material related party transactions of the Company and ensuring application and approval of financial reporting.

Nominations and Compensation Committee

Chairman: Cesar C. Zalamea
Members: Augusto C. Serafica
 Michael L. Escaler

Processes, vets, and oversees the nomination and elections to the Board and appointment of senior management or corporate officers, including evaluating fairness and appropriateness of remunerations. Part of its mandate is to ensure

that relevant knowledge, competencies, and expertise that complement the existing skills of the Board and management are adopted as standards and criteria for nomination and election. The committee handles the screening of qualified individuals to ensure that all nominations are fair and transparent and in accordance with applicable laws, regulations, listing rules and the Company's policies.

Investment Committee

Chairman: Augusto C. Serafica
Members: Anthony M. Te
 Carlos Alfonso T. Ocampo

Assists the Company's Board of Directors in overseeing investment management, transactions, policies, and guidelines. It formulates and establishes investment policies and guidelines and reviews and/or recommends short and long-term investment strategies, objectives, and policies. This mandate extends to reviewing and monitoring the performance of the Company's investment strategy, overall investment portfolio and the evaluation and/ or recommendation of major capital expenditures, investment opportunities or divestment.

Retirement Committee

Chairman: Augusto C. Serafica
Members: Carlos Alfonso T. Ocampo
 Andrew Julian K. Romualdez

Formulates policies on retirement benefits designed to assist the Company in the recruitment and retention of employees and other workforce management goals. It performs the functions of an Investment Fiduciary responsible for the prudent management of the investment portfolios provided to assist employees in preparing for retirement and compensate individuals for their years in service.

Overseeing Excellence

Board of Directors

CESAR C. ZALAMEA
Chairman
Marcventures Holdings, Inc.
Marcventures Mining & Development Corporation



ANDREW JULIAN ROMUALDEZ
Director
Marcventures Holdings, Inc.
Marcventures Mining & Development Corporation



AUGUSTO C. SERAFICA JR.
Director, President
Marcventures Holdings, Inc.



ANTHONY M. TE
Director
Marcventures Holdings, Inc.
Marcventures Mining & Development Corporation



MICHAEL L. ESCALER
Director
Marcventures Holdings, Inc.



RUBY K. SY
Director
Marcventures Holdings, Inc.



ATTY. CARLOS ALFONSO T. OCAMPO
Independent Director
Marcventures Holdings, Inc.



MARIANNE REGINA T. DY
Director
Marcventures Holdings, Inc.



KWOK YAM IAN CHAN
Independent Director
Marcventures Holdings, Inc.



ATTY. ARTURO L. TIU
Director
Marcventures Mining and Development Corp.



DANIEL OLIVER T. DY
Director
Marcventures Mining and Development Corp.



ROLANDO S. SANTOS
Director & Treasurer
Marcventures Mining and Development Corp.
Executive Vice President
Marcventures Holdings Inc.



ENGR. EDUARDO M. FRANCISCO
Director, President
General Mines Operations Head
Marcventures Mining and Development Corp.



ATTY. ROBERTO V. SAN JOSE
Corporate Secretary
Marcventures Holdings, Inc. (MHI)



ATTY. ANA MARIA A. KATIGBAK
Asst. Corporate Secretary/
Compliance Officer, MHI



Overseeing Excellence

Board of Directors

CESAR C. ZALAMEA

Chairman

Marcventures Holdings, Inc.

Marcventures Mining & Development Corporation

Mr. Cesar C. Zalamea was elected Chairman of Marcventures Holdings, Inc. (MHI) in June 2013. He served as the Company's President from June 2013 to September 2014. He also serves as Chairman of Marcventures Mining and Development Corp. (MMDC) and Bright Kindle Resources Inc. (formerly Bankard Inc.).

He is an Independent Director of Araneta Properties Inc. and a member of the Advisory Board of Campbell Lutyens & Co. Ltd. In 1945, he joined AIG as an Investment Analyst at the Philippine American Life Insurance Company (Philamlife) and became President in 1969. In the same year, he was appointed a Member of the Monetary Board of the Central Bank of the Philippines, representing the private sector. In 1981, he became Chairman and in 1986, he moved to Hong Kong to be the first President of AIG Investment Corporation (Asia) Ltd. and was elected to serve as Director in AIG-affiliated companies in Asia -AIA Insurance Co., Nan Shan Life Insurance Co., and Philamlife. In 2005, he was appointed President and CEO of Starr Investment Co. (Asia) Ltd. In 2008, he became its Chairman until he retired in 2010. Mr. Zalamea obtained his BS in Accounting and Banking in 1951 from Colegio de San Juan de Letran, where he graduated valedictorian. In 1953, Mr. Zalamea received his MBA from New York University.

ANTHONY M. TE

Director – Marcventures Holdings, Inc. and Marcventures Mining & Development Corporation

Mr. Anthony M. Te was elected Director in October 2017 and has been a director of Marcventures Mining & Development Corporation since August 2013. He was elected to the Board of Marcventures Holdings, Inc. in 2017.

Currently, he is also a Director at Manila Standard Today Management, Inc., EEI Corporation, Media Quest Holdings Inc., Philippine Veterans Bank, Media Serbisyo Production Corp., Armstrong

Capital Holdings Corp., and Strong Built (Mining) Development Corporation.

He was elected to the PSE Board in 2022 and was appointed to the Capital Market Development Committee. He is the Nominee of Armstrong Securities Inc. and a Director of the Chamber of Mines of the Philippines.

Mr. Te is the Chairman of Amalgamated Project Management Services, Inc., AE Proteina Industries, Inc., Asian Asset Insurance with Brokerage Corp. (also serves as Soliciting Official), Asian Appraisal Company Inc. Mr. Te also sits as the Chairman and President of Cymac Holdings Corporation. Since 1999, he has been the Chairman and Chief Financial Officer at Mactel Corp. In 2021, he became the Principal of MNM Capital OPC. From 2004 to 2006, Mr. Te was an Independent Director at Equitable PCI Bank. He was also a Director and Treasurer at PAL Holdings, Inc. from 2000 to 2003. Mr. Te was also a Director at Balabac Resources & Holdings Co., Inc., EBECOM Holdings, Inc., MRC Allied Industries, Inc., Oriental Petroleum & Minerals Corp., PGA Cars, Inc., and Phoenix Energy Corp. Mr. Te obtained his Bachelor of Arts in Business Management at De La Salle University.

ANDREW JULIAN K. ROMUALDEZ
Director – Marcventures Holdings Inc. and Marcventures Mining and Development Corporation

Mr. Romualdez graduated from Cornell University with a Bachelor's Degree in International Agriculture and Rural Development. Aside from Marcventures Holdings Inc., he is currently a director of Bright Kindle Resources Corporation (BKR), Benguet Corporation and its subsidiaries, Benguetcorp Resources Management Corporation, and Arrow Freight Corporation. He is also a Director of Alumina Mining Phils., Inc. Bauxite Resources, Inc., and Brightgreen Resources Corporation.

AUGUSTO ANTONIO C. SERAFICA JR.
President, Director – Marcventures Holdings Inc.

The current President of MHI, he was elected Director in June 2013. Mr. Serafica is also the President and Director of Bright Kindle Resources, Managing Director of Asian Alliance Investment Corporation and Asian Alliance Holdings & Development Corporation, and Chairman of the Board for Goshen Land Capital, Inc., West Palawan Premiere Development Corporation, Redstone Construction and Development Construction and TLC Manna Consulting, Inc. He sits as Director of Concepts Unplugged Business Environment Solutions, Inc., Treasurer of Sinag Energy Philippines, Inc., Member of the Board of Trustees of the AIM Scientific Research Foundation, Inc., President of the AIM Alumni Leadership Foundation, Inc., Treasurer of the Federation of AIM Alumni Associations, Inc., Director of the Alumni Association of AIM – Philippines, Inc. and the National Treasurer of the Brotherhood of Christian Businessmen and Professionals (BCBP).

He obtained a Bachelor of Commerce in Accountancy degree from San Beda College and Master's in Business Management from the Asian Institute of Management. Mr. Serafica is a Certified Public Accountant.

MICHAEL ESCALER
Director – Marcventures Holdings, Inc.

Mr. Michael Escaler was elected Director in 2014. He is the President and CEO of All Asian Countertrade Inc. He is also the Chairman and President of PASUDECO Development Corp. and All Asian Oils and Fats Corporation; Chairman and CEO of Sweet Crystals Integrated Mill Corporation and Okeelanta Corporation; Chairman of Balibago Waterworks System Inc., South Balibago Resources Inc., Megaworld Capital Town Inc., JSY Transport Services Inc., Aldrew and Gray Transport Inc., Silverdragon Transport Inc. and Metro Clark Waste Management Inc.; President of San Fernando Electric Light and Power Company Inc. and Stanwich Philippines Inc.

He serves as an Independent Director of Lorenzo Shipping Corporation, Director of Power Source Philippines Inc., Empire Insurance Company, Trinity Insurance Brokers Inc., Trinity Healthcare Services Inc., Omnigrains Trading Corporation, and Leyte Agri Corporation.

Mr. Escaler began his career at Nissho-Iwai of America for two years and left for ACLI International. He transferred to Philipp Brothers as Vice President, and head of white sugar trading operations, before starting his own trading company in the Philippines.

He is a Hall of Fame Sprinter for Ateneo de Manila University, where he graduated *Cum Laude* with a Bachelor of Arts in Economics. He obtained his Masters in Business Administration in International Marketing at New York University.

Mr. Escaler supports Habitat for Humanity, Coca-Cola Foundation, PGH Medical Foundation, Mano Amiga Academy, and Productive Internships in Dynamic Enterprise (PRIDE).

MARIANNE REGINA T. DY
Director – Marcventures Holdings, Inc.

Ms. Marianne Regina T. Dy was elected Director in September 2014. She is the President and Chief Operating Officer of So-Nice International Corporation and an active member of the Meat Importers and Traders Association (MITA). She is a graduate of De La Salle University with degrees in Psychology, Marketing Management, and Finance for Senior Executives from the Asian Institute of Management.

RUBY SY
Director – Marcventures Holdings, Inc.

Ms. Ruby Sy was elected Director in April 2018. She previously served as President and Director of Asia Pilot Mining Philippines Corp. (APMPC), Director and Treasurer of Bauxite Resources, Inc. and Director and Treasurer of Alumina Mining Philippines Inc.

Overseeing Excellence

Board of Directors

ATTY. CARLOS ALFONSO T. OCAMPO Director – Marcventures Holdings, Inc.

Elected Independent Director in August 2013. He is also an independent director of Bright Kindle Resources & Investments, Inc.

He is the founder of Ocampo & Manalo Law Firm, which was established in 1997. He is a member of the Board of various corporations, including Media Serbisyo Production Corp, MAA General Assurance Phils. Inc., South Forbes City College Corporation, Columbian Autocar Corporation, Asian Carmakers Corp., Jam Transit Inc., Prestige Cars Inc., Autohaus Quezon City Inc., and AVK Philippines, Inc. He is the Corporate Secretary of PSI Healthcare Development Services Corp., PSI Prescription Solutions Corp., AdriansePhils. Inc., Bluelion Motors Corp., First Charters and Tours Transport Corp., Brycl Resorts and International Inc., AVK Philippines Inc., Jam Liner Inc., and Manila Golf and Country Club.

He previously served as Vice President and General Counsel of Air Philippines Corporation. Atty. Ocampo obtained his Bachelor of Laws from the University of the Philippines and was admitted into the honor societies of Phi Kappa Phi and Pi Gamma Mu. He completed the Executive Management Program at the Asian Institute of Management and earned Certificates from The Harvard Kennedy School of Government for the IME program in 2017 and MN program in 2016. In 2013, he was named leading adviser and commercial law expert by Acquisition International and Global Law Experts, respectively.

KWOK YAM IAN CHAN Independent Director – Marcventures Holdings, Inc.

Elected Independent Director in September 2020. He is also a Director in Benguet Corp., DK Ventures Inc., King Dragon Realty Corp., Megalifters Cargo Handling Corp., Isky Empire Realty Inc., Seaborne Shipping Inc. and Zenith System, and Heavy Equipment.

He was the Managing Director of Dunfeng Philippines International Inc. in 2010 and Company President in 2017. He also served as Director of Mannage Resource and Trading Corp. until 2017. He finished his Bachelor of Science in Business Administration – majoring in Export Management at De La Salle College of St. Benilde and obtained his Master's Degree in Economics majoring in Finance at California Polytechnic University.

ROLANDO S. SANTOS Director & Treasurer - Marcventures Mining and Development Corp. Executive Vice President - Marcventures Holdings Inc.

Mr. Rolando Santos also serves as Director of Bright Kindle Resources and Investments, Inc., Prime Media Holdings and Media Serbisyo Production Corp.,

He was previously the Branch head of Banco de Oro and Cluster head of Branches (2001-2013). He occupied key positions in the Bank of Commerce from (1984 -2001), Producers Bank of the Philippines (1981-1984), and Far East Bank (1972 -1981). He obtained his degree in BS Business Administration from the University of the East.

ATTY. ARTURO L. TIU Director – Marcventures Mining & Development Corp.

Elected Director in May 2016. He is currently a senior partner at Reyno, Tiu, Domingo, and Santos & Associates Law Firm and served as the former Secretary of the Commission on Appointments. He completed his law studies at the University of the Philippines Diliman, Quezon City, and was in the top 15 bar passers in 1969.

In 1983, he was admitted to the practice of law in New York, USA, and Federal Practice, USA, jurisdiction. Atty. Tiu was the former General Manager and concurrent Vice Chairman of the Board of Directors of the Philippine Charity

Sweepstakes in 1992 where he also served as its Corporate Secretary for two years.

He is a member of the Integrated Bar of the Philippines (IBP) and chair of the IBP Committee on Environment since July 1999. He was also a member of the Board of Governors, IBP from 1987-1989; chairman, Committee on Inter-Professional and Business Relations, IBP (1987- 1989); and member, IBP Committee on Justice.

Atty. Tiu served as the IBP President for Agusan del Norte (1987-1989), and Chairman of the Committee on Legal Education and Bar Admission (1989-1991. He also served as Vice Chairman of the Committee on Professional Responsibility, Discipline and Disbarment (1991-1993) for the same IBP chapter.

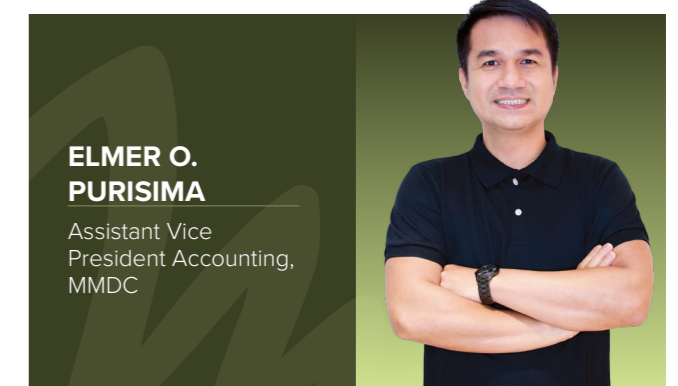
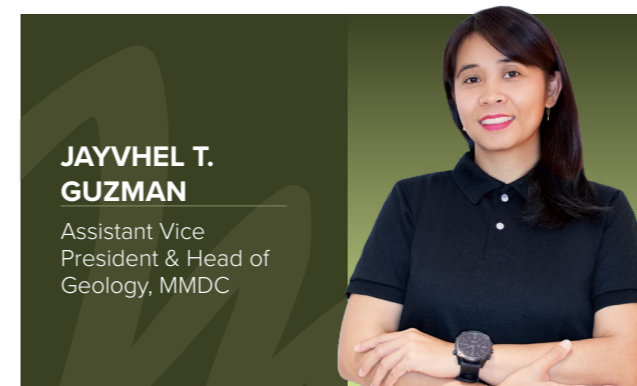
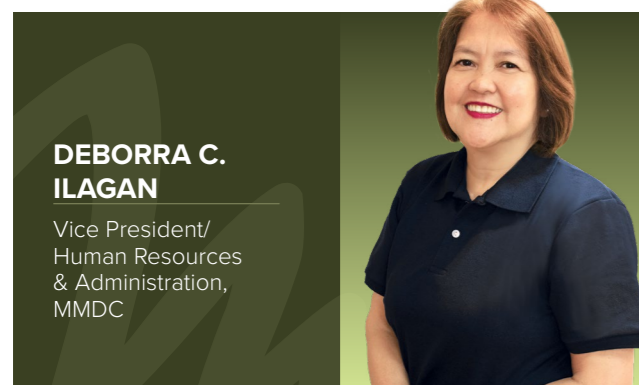
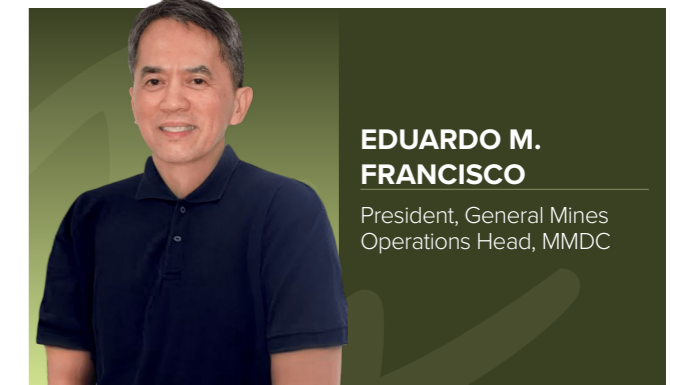
DANIEL OLIVER T. DY Director – Marcventures Mining & Development Corp.

Mr. Daniel Dy was elected Director in May 2015. He obtained his Bachelor of Science in Business Administration majoring in Computer Applications from De La Salle University – College of St. Benilde. He was President of the Rotary Club of Makati Poblacion from 2014-2015. He is a Paul Harris Fellow and a Major Donor of the Rotary Foundation. Currently, he is a Director of the Meat Importers and Traders Association and the Vice President and Chief Sales Officer of So-Nice International Corporation.

ENGR. EDUARDO M. FRANCISCO Director, President, and General Mines Operations Head – Marcventures Mining and Development Corporation

A registered and licensed mining engineer in the Philippines and a professional engineer in Canada, he has over 30 years of experience in open pit mining operations, and mine engineering including grade control, production, cost budgeting, forecasting, analysis, and mining projects. His work experience includes working for Rio Tuba Nickel Mining Corporation, Agrium (Nutrien) phosphate mine, De Beers Canada diamond mine, Syncrude Canada oil sands mine, Barrick Gold, Imperial Oil (Exxon) oil sands Canadian Silica Industries Inc. mines in Peace River, Wisconsin & Michigan, and Suncor Energy oil sands mine. Engr. Francisco obtained his Bachelor of Science in Mining Engineering at Adamson University.

Ensuring High Performance Executive Officers



Ensuring High Performance Executive Officers

DALE A. TONGCO

Vice President for Controllership – MMDC

Mr. Dale Tongco is a Certified Public Accountant with extensive experience in internal and external audit, controllership, risk and fraud management, corporate governance, process and control improvement, and ISO. His professional experience of over 30 years covers industries such as auditing, insurance, banking, and mining in roles dealing with Accounting, Tax Advisory, Finance and Treasury, Investigation, Business Development, and Cost and Budget Management. Before Marcventures, he worked with China Bank, RCBC, Deloitte, KPMG, SGV, Philam Life-AIA, Habitat for Humanity Philippines, CP de Guzman & Co.-CPAs, and with Benguet Corporation as Head of Audit and Risk Management.

DEBORRA C. ILAGAN

Vice President for Human Resources and Administration – MMDC

Ms. Deborra C. Ilagan has been a Human Resources practitioner for over 20 years with a solid background in various HR roles and office administration functions, as well as Finance. Her longest stint (1991-2014) was with Metro Drug, Inc. and prior to joining MMDC, she was Associate Director, Human Resources Operations at Pacific Cross Insurance, Inc., where she led overall HR operations. She obtained her Bachelor of Science in Commerce, major in Accounting from Canossa College and later got her Diploma in Human Resource Management, a flagship educational program of Personnel Management Association of the Philippines (PMAP).

MA. THERESA A. DEFENSOR

Vice President for Corporate Communications – MHI

Theresa Defensor is a Communications practitioner backed up with decades of experience in public relations, content creation, and media management. Prior to MMDC, she held key positions in Fleishman Hillard Manila, Fuentes Manila PR, St. Luke's Medical Center Global City, Euro- Agatap PR, Business

World, and The Manila Chronicle. A certified Global Crisis Counselor, she also writes for The Manila Standard. Tet majored in Journalism at the University of the Philippines. She earned her Master's Degree in Literature (*cum laude*) and Ph.D. in Literature units from the University of Santo Tomas and completed the AIM management program.

ELMER O. PURISIMA

Assistant Vice President for Accounting – MMDC

Mr. Elmer Purisima has over a decade of combined professional experience in financial planning, forecasting, and budgeting, cost accounting, financial reporting, audit, and taxation across all industries. Prior to joining MMDC, he held key positions in Techiron Resources, Inc., Ludwig Pfeiffer Hoch-und Tiefbau GmbH & Co. KG-Philippine Branch, Alfa1 Technologies, Otis E&M Company Philippines, and SGV & Co. A Certified Public Accountant and a Certified Financial Consultant, he obtained his Bachelor's Degree in Accountancy from the Philippine School of Business Administration-Manila, and his Master's in Business Administration - Top Executive Program from the Pamantasan Lungsod ng Maynila.

GEOL. JAYVHEL T. GUZMAN

AVP & Head of Geology – MMDC

Ms. Jayvhel T. Guzman is a Licensed Geologist and Philippine Mineral Reporting Code (PMRC) Accredited Competent Person. She completed her Bachelor of Science in Geology from the University of the Philippines in 2006 and her Master of Business Administration from Philippine Christian University. Prior to joining Marcventures, she was a Consultant Geologist at Bundok Mineral Resources Corporation, Brass Technologies, Inc., Century Peak Corporation, and Tekton Geometrix, Inc. She also worked as Geologist at various companies such as Philippine National Oil Company - Energy Development Corporation, Philex Mining Corporation, Asian Arc Mining Resources, Inc., Century Peak Corporation, and JCP Geo- Ex Services, Inc.

RIC MACABIDANG

Assistant Vice President for Budget and Cost Control – MMDC

Mr. Ric Macabidang is a Certified Public Accountant with over 20 years of extensive experience in Financial Analytics, Reporting, Accounting, Rates Review, Budget Development, and Management with Smart Communications Inc. He started out as a Financial Analyst and worked his way up to Brand Financial Analytics Junior Manager from July 2011 to December 2013, Brand Financial Analytics and Carrier Business Management Manager from January 2014 to June 2017, and at the time of his early retirement, as Brand Financial Analytics, Carrier, Marketing & Sales Management Senior Manager from July 2017 to December 2019. He graduated (*cum laude*) from the University of San Carlos with a degree in BS Accountancy.

EMERSON PAULINO

Assistant Vice President for Internal Audit – MMDC

Mr. Emerson Paulino is a Certified Public Accountant with over 15 years of internal audit experience. He performed functions of Audit for Philip Morris Fortune Tobacco Corp., Senior Accounting Analyst for Carrier International Corp., Senior Controls and IT Controls Analyst of PMFTC, Inc., Associate Manager for Compliance for Johnson & Johnson Philippines, Senior Accounts Payable Analyst for Standard Chartered Bank, Store Accountant of Bistro Group, Internal Audit Head and subsequently ERP Project Manager for SBS Philippines Corporation, and more recently its Chief Risk Officer. He completed his Bachelor of Science in Accountancy from the University of Perpetual Help Rizal, Las Piñas.

BERNARD P. BALUDA

Vice President for Compliance Acquisitions & Tenement Management – MMDC

Bernard P. Baluda is a licensed Mining Engineer. He started his career as Engineer II at the Mines and Geosciences Bureau of the Department of Environment and Natural Resources. Before Marcventures, he worked at St. Lukes Medical

Center and Energy Development Corporation. He was also the Supply Chain Head, Technical Manager, and Project Engineer of Philex Mining Corporation. He graduated from the University of the Philippines with a degree in BS in Mining Engineering in 2002. He also took his Master's in Business Administration at Ateneo Graduate School of Business and earned units in Master in Environmental Engineering at the University of Philippines.

SALVADOR ANDREW TUGADE

Assistant Vice President Head of Legal – MMDC

MMDC recently welcomed Atty. Tugade as the new Head of the Legal team. A former junior partner at Gruba Caganda Advincola Melo & de la Fuente law firm and he handled engagements on taxation, corporate law, mergers and acquisitions, competition law, banking and data privacy. He was the top 15 of San Beda University College of Law class of 2013. He also graduated *cum laude* from the Philippine Business School of Business Administration. A Certified Public Accountant and a Licensed Real Estate Appraiser, he started his career at SyCip Gorres Velayo & Co.

ME ANN M. MIÑOZA

Resident Mine Manager, MMDC

A licensed mining engineer with significant experience in mine planning and site operations Engr. Miñoza joined MMDC in 2013 as a junior engineer, after completing her Bachelor of Science in Mining Engineering from the University of Southeastern Philippines in Davao. From preparing production and government reports, she took part in creating mine designs and plans in preparation for her current role in shipment operations and site administration. A member of the Philippine Society of Mining Engineers and the Mindanao Association of Mining Engineers, as the Resident Mine Manager she ensures that production activities drive the achievement of business objectives.



FINANCIAL STATEMENTS

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AUDIT COMMITTEE REPORT

The Board of Directors

May 22, 2025

In compliance with applicable corporate governance laws and rules, we confirm that in 2024:

- The Audit Committee is composed of three members, two of whom are independent directors.
- The committee had two meetings during the year.
- We have reviewed and approved all audit and non-audit services provided by Reyes Tacandong & Co. to the MHI Group and the related fees for such services, and concluded that the non-audit fees are not significant to impair their independence.
- In the performance of our oversight responsibilities, we have reviewed and discussed the results of the evaluation of the MHI Group's financial statements for 2023 which was done by Reyes Tacandong & Co. which focus on changes in accounting policies and practices, major judgmental areas, significant adjustments, compliance with accounting standards, tax, legal and stock exchange requirements.
- Based on the reviews and discussion referred to above, in reliance on MHI Group's management and Reyes Tacandong & Co., we hereby recommend that the Board of Directors approve the audited financial statements as of and for the year ended December 31, 2024 and its conclusion in the Annual Report to the Stockholders and to the Philippine Securities and Exchange Commission on Form 17-A; and
- Based on a review of Reyes Tacandong & Co.'s performance and qualifications, including consideration of management's recommendation, we approved the appointment of Reyes Tacandong & Co. as MHI Group's independent auditor.

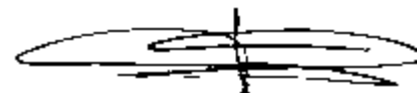
Respectfully submitted,



ATTY. CARLOS T. OCAMPO
Chairman



MR. AUGUSTO C. SERAFICA JR.
Member



KWOK YAM IAN CHAN
Member

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of Marcventures Holdings Inc. & Subsidiary (the Company) is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended December 31, 2023 and 2022, in accordance with the prescribed financial reporting framework indicated therein and for such internal control as management determines 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 cease operations or has not realistic alternative but to do so.

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

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

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



CESAR C. ZALAMEA
Chairman of the Board



ROLANDO S. SANTOS
SVP Finance



DALE A. TONGCO
VP Controllership

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
Marcventures Holdings, Inc. and Subsidiaries
4th Floor, BDO Towers Paseo
8741 Paseo de Roxas, Makati City

Opinion

We have audited the consolidated financial statements of Marcventures Holdings, Inc. and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2024 and 2023, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended December 31, 2024, 2023, and 2022, and notes to consolidated financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2024, 2023, and 2022 in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Recoverability of Mining Rights and Deferred Exploration Costs

The Group's mining rights and deferred exploration costs pertaining to mining areas that are still under exploration phase amounted to ₱11.6 billion and ₱10.2 billion, respectively, as at December 31, 2024. The ability of the Group to recover its mining rights and deferred exploration costs would depend on the discovery of commercially viable quantities of mineral resources and of extracting the resulting ore reserves. This is a key audit matter because of the significance of the combined carrying amount of the mining rights and deferred exploration cost as it represents 30% of the total assets of the Group and the significant management judgment required in assessing whether there is any indication of impairment on these accounts.

We obtained the management's assessment that there are no impairment indicators that the mining rights and deferred exploration costs are impaired. We reviewed the Group's Mineral Production Sharing Agreement (MPSA), including permits and licenses for each exploration projects, to determine that the period to which the Group has rights to explore in the contract areas are not expired, a request for restitution has been applied with the Mines and Geosciences Bureau for the expired MPSA, and the Group has the right to renew the agreement and permits after its expiration. We reviewed the Group's budget for exploration and development costs. We also assessed the adequacy of the disclosures in Notes 3 and 10 of the consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024 are expected to be made available to us after the date of this auditors' report.

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

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

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

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

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

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

INDEPENDENT AUDITORS' REPORT

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

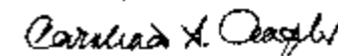
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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

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

The engagement partner on the audit resulting in this independent auditors' report is Carolina P. Angeles.

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 Jun

Identification No. 205-067-976-000

BOA Accreditation No

Issued January 2, 2025, Makati City

April 3, 2025

Makati City, Metro Manila

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

| | Note | December 31 | |
|--|------|-----------------------|----------------|
| | | 2024 | 2023 |
| ASSETS | | | |
| Current Assets | | | |
| Cash and cash equivalents | 4 | P567,105,076 | P603,877,818 |
| Receivables | 5 | 35,558,818 | 22,310,475 |
| Advances to related parties | 14 | 2,955,065 | 2,383,253 |
| Inventories | 6 | 119,834,699 | 169,124,694 |
| Other current assets | 7 | 88,055,766 | 100,487,705 |
| Total Current Assets | | 813,509,424 | 898,183,945 |
| Noncurrent Assets | | | |
| Property and equipment | 8 | 134,538,564 | 140,927,905 |
| Investment property | 9 | 16,145,833 | 17,395,833 |
| Mining rights and other mining assets | 10 | 4,290,457,717 | 4,339,841,259 |
| Net deferred tax assets | 21 | 19,534,164 | 16,266,227 |
| Other noncurrent assets | 11 | 532,103,527 | 637,163,833 |
| Total Noncurrent Assets | | 4,992,779,805 | 5,151,595,057 |
| | | P5,806,289,229 | P6,049,779,002 |
| LIABILITIES AND EQUITY | | | |
| Current Liabilities | | | |
| Trade and other payables | 12 | P190,603,580 | P223,313,444 |
| Current portion of loans payable | 13 | 25,050,756 | 27,804,328 |
| Advances from related parties | 14 | 5,000,000 | 5,000,000 |
| Dividends payable | 17 | 14,909,583 | 311,966,875 |
| Income tax payable | | 48,689,194 | 30,444,663 |
| Total Current Liabilities | | 284,253,113 | 598,529,310 |
| Noncurrent Liabilities | | | |
| Loans payable - net of current portion | 13 | 51,828,569 | 104,800,529 |
| Provision for mine rehabilitation and decommissioning | 15 | 65,696,379 | 62,847,468 |
| Retirement benefit liability | 16 | 49,330,830 | 44,228,484 |
| Deferred tax liability | 21 | 441,999,621 | 441,999,621 |
| Total Noncurrent Liabilities | | 608,855,399 | 653,876,102 |
| Total Liabilities | | 893,108,512 | 1,252,405,412 |
| Equity | | | |
| Capital stock | 17 | 3,014,820,305 | 3,014,820,305 |
| Additional paid-in capital | 17 | 269,199,788 | 269,199,788 |
| Retained earnings | | 1,596,542,698 | 1,478,425,453 |
| Cumulative remeasurement gains on retirement benefit liability - net of deferred tax | 16 | 32,617,926 | 34,928,044 |
| Total Equity | | 4,913,180,717 | 4,797,373,590 |
| | | P5,806,289,229 | P6,049,779,002 |

See *Notes to Consolidated Financial Statements via the link:*
<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>
https://edge.pse.com.ph/companyDisclosures/form.do?cmpr_id=175https://edge.pse.com.ph/companyDisclosures/form.do?cmpr_id=175

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

| | Note | Years Ended December 31 | | |
|--|------|-------------------------|----------------|----------------|
| | | 2024 | 2023 | 2022 |
| NET SALES | | P1,716,215,975 | P2,050,416,186 | P3,067,485,008 |
| COST OF SALES | 18 | 1,085,339,161 | 1,203,096,120 | 2,043,607,876 |
| GROSS INCOME | | 630,876,814 | 847,320,066 | 1,023,877,132 |
| OPERATING EXPENSES | 19 | (429,175,241) | (507,165,400) | (692,669,901) |
| INTEREST EXPENSE | 13 | (12,834,248) | (15,055,521) | (26,859,047) |
| INTEREST INCOME | 4 | 5,988,758 | 10,303,511 | 799,726 |
| OTHER INCOME - Net | 20 | 3,463,625 | 3,056,154 | 34,437,260 |
| INCOME BEFORE INCOME TAX | | 198,319,708 | 338,458,810 | 339,585,170 |
| INCOME TAX EXPENSE | 21 | 80,202,463 | 106,322,304 | 137,004,390 |
| NET INCOME | | P118,117,245 | P232,136,506 | P202,580,780 |
| OTHER COMPREHENSIVE INCOME (LOSS) | 16 | | | |
| <i>Not to be reclassified to profit or loss -</i> | | | | |
| Remeasurement gain (loss) on retirement benefit liability - net of deferred income tax | | (2,310,118) | (5,665,156) | 4,685,970 |
| TOTAL COMPREHENSIVE INCOME | | P115,807,127 | P226,471,350 | P207,266,750 |
| Basic and diluted earnings per share | 23 | P0.039 | P0.077 | P0.067 |

See *Notes to Consolidated Financial Statements via the link:*
<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>
https://edge.pse.com.ph/companyDisclosures/form.do?cmpr_id=175https://edge.pse.com.ph/companyDisclosures/form.do?cmpr_id=175

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

| | Note | Years Ended December 31 | | |
|--|------|-------------------------|---------------|---------------|
| | | 2024 | 2023 | 2022 |
| CAPITAL STOCK - 1 par value | 17 | | | |
| Authorized - 4,000,000,000 shares | | | | |
| Issued and outstanding - 3,014,820,305 shares | | 3,014,820,305 | 3,014,820,305 | 3,014,820,305 |
| ADDITIONAL PAID-IN CAPITAL | 17 | 269,199,788 | 269,199,788 | 269,199,788 |
| RETAINED EARNINGS | | | | |
| Balance at beginning of year | | 1,478,425,453 | 1,547,770,977 | 1,345,190,197 |
| Net income | | 118,117,245 | 232,136,506 | 202,580,780 |
| Dividends | 17 | — | (301,482,030) | — |
| Balance at end of year | | 1,596,542,698 | 1,478,425,453 | 1,547,770,977 |
| CUMULATIVE REMEASUREMENT GAIN ON RETIREMENT BENEFIT LIABILITY - NET OF DEFERRED TAX | 16 | | | |
| Balance at beginning of year | | 34,928,044 | 40,593,200 | 35,907,230 |
| Remeasurement gain (loss) | | (2,310,118) | (5,665,156) | 4,685,970 |
| Balance at end of year | | 32,617,926 | 34,928,044 | 40,593,200 |
| | | 4,913,180,717 | 4,797,373,590 | 4,872,384,270 |

See Notes to Consolidated Financial Statements via the link:

<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>

https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=175https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=175

CONSOLIDATED STATEMENTS OF CASH FLOWS

| | Note | Years Ended December 31 | | |
|---|------|-------------------------|----------------|----------------|
| | | 2024 | 2023 | 2022 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | |
| Income before income tax | | P198,319,708 | P338,458,810 | P339,585,170 |
| Adjustments for: | | | | |
| Depletion | 10 | 60,181,395 | 45,522,156 | 273,600,030 |
| Depreciation and amortization | 8 | 28,675,211 | 25,548,962 | 26,704,408 |
| Interest expense | 13 | 12,834,248 | 15,055,521 | 26,859,047 |
| Retirement expense | 16 | 9,130,564 | 8,214,000 | 8,474,663 |
| Interest income | 4 | (5,988,758) | (10,303,511) | (799,726) |
| Provision for expected credit loss | 5 | 201,600 | — | 75,516,127 |
| Gain on disposal of property and equipment | 8 | (134,166) | — | — |
| Unrealized foreign exchange loss (gain) | | (575,069) | 84,244 | (10,355,208) |
| Provision for (reversal of) mining supplies obsolescence | 7 | (450,575) | 532,856 | — |
| Operating income before working capital changes | | 302,194,158 | 423,113,038 | 739,584,511 |
| Decrease (increase) in: | | | | |
| Receivables | | (13,449,943) | 78,886,845 | 185,990,572 |
| Inventories | | 49,289,995 | (18,010,433) | 46,194,875 |
| Other current assets | | 12,882,514 | (9,280,905) | 32,089,480 |
| Decrease in trade and other payables | | (32,709,864) | (57,896,120) | (169,622,743) |
| Net cash generated from operations | | 318,206,860 | 416,812,425 | 834,236,695 |
| Income tax paid | | (65,193,205) | (76,525,726) | (119,243,889) |
| Retirement contributions | 16 | (6,371,000) | (12,000,000) | (907,210) |
| Interest received | | 5,988,758 | 10,303,511 | 799,726 |
| Net cash provided by operating activities | | 252,631,413 | 338,590,210 | 714,885,322 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| Additions to: | | | | |
| Mining rights and other mining assets | 10 | (10,797,853) | (58,105,559) | (208,220,899) |
| Property and equipment | 8 | (21,321,622) | (4,225,667) | (29,588,863) |
| Decrease (increase) in advances to related parties | | (571,812) | 23,897,422 | (15,513,634) |
| Proceeds from sale of property and equipment | 8 | 419,918 | — | — |
| Decrease (increase) in other noncurrent assets | | 105,060,306 | (152,679,276) | (80,986,815) |
| Net cash provided by (used in) investing activities | | P72,788,937 | (P191,113,080) | (P334,310,211) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | |
| Payments of: | | | | |
| Loans | 13 | (57,682,032) | (79,682,643) | (239,281,882) |
| Interest | 26 | (9,985,337) | (12,330,153) | (26,543,903) |
| Dividends | | (297,057,292) | — | (371,460,509) |
| Proceeds from availment of loans | 13 | 1,956,500 | 1,540,800 | 9,660,396 |
| Increase (decrease) in advances from related parties | | — | 63,285 | (6,381,887) |
| Net cash used in financing activities | | (362,768,161) | (90,408,711) | (634,007,785) |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | | (37,347,811) | 57,068,419 | (253,432,674) |
| EFFECT OF FOREIGN EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS | | 575,069 | (84,244) | (725,527) |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR | | 603,877,818 | 546,893,643 | 801,051,844 |
| CASH AND CASH EQUIVALENTS AT END OF YEAR | | P567,105,076 | P603,877,818 | P546,893,643 |
| NONCASH FINANCIAL INFORMATION | | | | |
| Dividend declaration | 17 | — | 301,482,030 | — |
| Reclassification of property and equipment to investment property | 9 | P— | P25,000,000 | P— |

See Notes to Consolidated Financial Statements via the link:

<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>

https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=175

CORPORATE INFORMATION

GENERAL INFORMATION

Marcventures Holdings, Inc. (the Parent Company), singly and collectively with its subsidiaries, is referred herein as “the Group”. The Parent Company was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 7, 1957. Its primary purpose is to deal with properties of every kind and description to the extent permitted by law without engaging in the business of an investment company as defined in the Investment Company Act (Republic Act (R.A.) No. 2629), or act as a securities broker or dealer.

The Parent Company’s shares of stock were initially listed in the Philippine Stock Exchange, Inc. (PSE) on January 10, 1958. As at December 31, 2024 and 2023, 3,014,820,305 shares of the Parent Company’s shares of stock are listed in the PSE.

REGISTERED ADDRESS

The registered address of the Parent Company is 4th Floor, BDO Towers Paseo, 8741 Paseo de Roxas, Makati City.

Approval of the Consolidated Financial Statements

The consolidated financial statements as at December 31, 2024 and 2023 and for the years ended December 31, 2024, 2023, and 2022 were approved and authorized for issue by the Board of Directors (BOD) on April 3, 2025, as reviewed and recommended for approval by the Audit Committee on the same date.

Information about the Subsidiaries

All of the subsidiaries of the Parent Company are wholly owned and are domiciled in the Philippines.

Marcventures Mining and Development Corp. (MMDC)

MMDC was incorporated and registered with the SEC on January 18, 1995 primarily to engage and/or carry on the business of extracting, mining, smelting, refining and converting mineral ores such as, but not limited to nickel, chromites, copper, gold, manganese and other similar ores and/natural metallic or non-metallic resource.

MMDC was granted by the Department of Environment and Natural Resources (DENR) Mineral Production Sharing Agreement (MPSA) No. 016-93-X Surigao Mineral Reservation (SMR) covering an area of approximately 4,799 hectares located in the municipalities of Carrascal, Cantilan and Madrid, Surigao Del Sur.

Originally, the MPSA was granted to Ventura Timber Corporation (VTC). In January 1995, VTC executed a deed of assignment (the Deed) to transfer to the Group all its rights and interest in MPSA No. 016-93-XI. On March 11, 2008, the DENR issued an Order approving the Deed of MPSA No. 016-93-XI from VTC to MMDC.

On June 24, 2016, the DENR issued an Order approving the extension of MPSA for a period of 9 years starting from the expiration of the first 25-year term or from July 1, 2018 to June 30, 2027.

On March 17, 2022, Mines and Geosciences Bureau (MGB) issued a certification to MMDC attesting to the validity and existence of its MPSA and that MMDC has an approved Declaration of Mining Project Feasibility (DMPF) dated October 15, 2014 covering its entire contract mining area.

MMDC has been receiving annual certifications from MGB that it is compliant with the terms and conditions of the MPSA and pertinent provisions of the R.A. no. 7942 or the Philippine Mining Act of 1995 and its implementing Rules and Regulations. MMDC has continued mining operations in areas covered in the MPSA.

BrightGreen Resources Corporation (BGRC)

BGRC was incorporated and registered with the SEC on July 20, 1989 to engage in the mining business. The Parent Company acquired BGRC from its merger with Brightgreen Resources Holdings, Inc. (BRHI) in 2017.

On July 1, 1993, the DENR approved BGRC’s application for MPSA No. 015-93-XI (SMR) covering an area of approximately 4,860 hectares located in the municipalities of Carrascal and Cantilan, Surigao del Sur. On February 7, 2019, the MGB approved the extension of the MPSA for a period of six years starting from the expiration of its 25-year term until June 30, 2024.

On April 11, 2022, the MGB granted the extension of the 3rd Renewal of the exploration period of BGRC for another period of two years effective from July 2, 2022 to July 1, 2024 to recover its unused term due to force majeure.

On July 13, 2023, BGRC received from the MGB office a reply letter for intention to renew its MPSA agreement for another 25 years. The Group is now in the process and anticipative of obtaining the following permits, licenses, and approvals from the regulatory bodies:

- Free, Prior and Informed Consent and Certification Precondition from the National Commission on indigenous Peoples;
- Approval of the Declaration of Mining Project Feasibility from the MGB, including the required work programs: Environmental Protection and Enhancement Program, Social Development and Management Program, Safety and Health Program, Three (3)-Year Development/Utilization Work Program, Care and Maintenance Program and Project Feasibility Study; and
- Environmental Compliance Certificate from the Environmental Management Bureau.

BGRC’s MPSA expired last July 1, 2024. On May 6, 2024, BGRC applied for restitution of the MPSA for 14 years due to force majeure events. To date, the application is under the evaluation of the MGB.

Alumina Mining Philippines, Inc. (AMPI)

AMPI was incorporated and registered with the SEC on August 31, 2001 to engage in the mining business. The Parent Company acquired AMPI from its merger with Asia Pilot Mining Phils. Corp. (APMPC) in 2017.

On December 5, 2002, the DENR approved AMPI’s application for MPSA No. 179-2002-VIII-SBMR covering 6,694 hectares in the municipalities of Paranas, Motiong and San Jose de Buan, Samar in Eastern Visayas (Region VIII), valid for 25 years and renewable for another 25 years. On July 4, 2023, AMPI requested for temporary suspension of the second extension of the third renewal of the Exploration Period due to the peace and order problem in the area. This request was granted by the MGB on September 27, 2023, effective July 4, 2023, until the situation becomes safe and favorable.

On January 20, 2025, AMPI submitted the Annual MPSA Status Report for the year 2024 and it states that there were no major exploration activities due to the security issues with the insurgents. Activities conducted were concentrated to research, review of related literature and preparation for submission of mining project feasibility.

Bauxite Resources, Inc. (BARI)

BARI was incorporated and registered with the SEC on August 31, 2001 to engage in the mining business. The Parent Company acquired BARI from its merger with APMPC in 2017.

On December 5, 2002, the DENR approved BARI’s application for MPSA No. 180-2002-VIII-SBMR covering 5,519 hectares in the Municipalities of Gandara, San Jose de Buan, Matuguinao, and San Jorge, Province of Samar (formerly known as Western Samar) in Eastern Visayas (Region VIII), valid for 25 years and renewable for another 25 years.

On July 4, 2023, BARI requested for temporary suspension of the second extension of the third renewal of the Exploration Period due to the peace and order problem in the area. This request was granted by the MGB on September 27, 2023, effective July 4, 2023, until the situation becomes safe and favorable.

On January 20, 2025, BARI submitted the Annual MPSA Status Report for the year 2024 and it states that there were no major exploration activities due to the security issues with the insurgents. Activities conducted were concentrated to research, review of related literature and preparation for submission of mining project feasibility.

The summary of material accounting policy information and the significant judgments, accounting estimates and assumptions are discussed thoroughly in the company's 2024 Consolidated Financial Statement which can be downloaded from the company website (<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>) and the PSE website (https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=175)

3. Cash and Cash Equivalents

This account consists of:

| | 2024 | 2023 |
|------------------|--------------------|-------------|
| Cash on hand | 101,255 | 138,034 |
| Cash equivalents | 272,759,488 | 332,665,301 |
| Cash in banks | 294,244,333 | 271,074,483 |
| | 567,105,076 | 603,877,818 |

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

Cash equivalents pertain to special savings and time deposits with terms of varying periods of up to three (3) months depending on the immediate cash requirements of the Group. Cash equivalents earn interest at the prevailing special savings and time deposit rates.

Interest income pertains to the following sources:

| | Note | 2024 | 2023 | 2022 |
|------------------------------------|------|------------------|------------|---------|
| Cash in banks and cash equivalents | | 5,942,481 | 10,098,015 | 777,012 |
| Other noncurrent assets | 11 | 46,277 | 205,496 | 22,714 |
| | | 5,988,758 | 10,303,511 | 799,726 |

The section on receivables, incentives, other current assets property and equipment, investment property, mining rights, mining assets, trade and other payables, related party transaction, and provisions for mine rehabilitation are discussed thoroughly in the company's 2024 Consolidated Financial Statement which can be downloaded from the company website (<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>) and the PSE website (https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=175)

4. Equity

Details of the Group's capital stock with 1 par value as at and for the years ended December 31, 2024, 2023, and 2022 follows:

| | Shares | Amount |
|--------------------------------------|---------------|---------------|
| Authorized | 4,000,000,000 | 4,000,000,000 |
| Issued and Outstanding | | |
| Balance at beginning and end of year | 3,014,820,305 | 3,014,820,305 |

| | | |
|--------------------------------------|--|-------------|
| Additional Paid-in Capital | | |
| Balance at beginning and end of year | | 269,199,788 |

Cash Dividends

| Date of Declaration | Date of Record | Date of Payment | Dividend per share | Amount |
|---------------------|------------------|------------------|--------------------|-------------|
| December 7, 2023 | January 12, 2024 | January 26, 2024 | 0.10 | 301,482,030 |

Dividends payable amounted to 14.9 million and 312.0 million as at December 31, 2024 and 2023, respectively.

The sections on cost of sales, operating expenses, other income, taxes, commitment and contingencies, financial risk management objectives and policies and fair value measurement are discussed thoroughly in the company's 2024 Consolidated Financial Statement which can be downloaded from the company website (<https://marcventuresholdings.com.ph/sec-form-17-a-annual-report/>) and the PSE website (https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=175)

5. Earnings Per Share

Earnings per share are computed as follows:

| | 2024 | 2023 | 2022 |
|---|---------------|---------------|---------------|
| Net income shown in the consolidated statements of comprehensive income (a) | 118,117,245 | 232,136,506 | 202,580,780 |
| Weighted average number of common shares (b) | 3,014,820,305 | 3,014,820,305 | 3,014,820,305 |
| Basic earnings per share (a/b) | 0.039 | 0.077 | 0.067 |

The Group does not have potentially dilutive common shares

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

For the years ended December 31, 2024 and 2023

| Ratio | Formula | 2024 | 2023 |
|------------------------------|--|----------------------|---------------|
| Current ratio | Total Current Assets | 813,509,424 | 898,183,945 |
| | Divided by: Total Current Liabilities | 284,253,113 | 598,529,310 |
| | Current ratio | 2.86:1 | 1.50:1 |
| Acid test ratio | Total Current Assets less Inventory | 693,674,725 | 729,059,251 |
| | Divided by: Total Current Liabilities | 284,253,113 | 598,529,310 |
| | Current ratio | 2.44:1 | 1.22:1 |
| Solvency ratio | Net Income Before Depreciation and Amortization, and Depletion | 206,973,851 | 303,207,624 |
| | Divide by: Total liabilities | 893,108,512 | 1,252,405,412 |
| | Solvency ratio | 0.23:1 | 0.24:1 |
| Debt-to-equity ratio | Total Liabilities | 893,108,512 | 1,252,405,412 |
| | Divide by: Total equity | 4,913,180,717 | 4,797,373,590 |
| | Debt-to-equity ratio | 0.18:1 | 0.26:1 |
| Asset-to-equity ratio | Total Assets | 5,806,289,229 | 6,049,779,002 |
| | Divide by: Total equity | 4,913,180,717 | 4,797,373,590 |
| | Asset-to-equity ratio | 1.18:1 | 1.26:1 |
| Interest rate coverage ratio | Pretax income before interest | 211,153,956 | 353,514,331 |
| | Divided by: Interest expense | 12,834,248 | 15,055,521 |
| | Interest rate coverage ratio | 16.45:1 | 23.48:1 |
| Return on asset | Net income | 118,117,245 | 232,136,506 |
| | Divide by: Total average assets | 5,928,034,116 | 5,995,192,155 |
| | Return on asset ratio | 0.02:1 | 0.04:1 |
| Return on equity | Net income | 118,117,245 | 232,136,506 |
| | Divide by: Total average equity | 4,855,277,154 | 4,834,878,930 |
| | Return on equity ratio | 0.02:1 | 0.05:1 |
| Net profit margin ratio | Net income | 118,117,245 | 232,136,506 |
| | Divide by: Total revenue | 1,679,284,418 | 2,050,416,186 |
| | Net profit margin ratio | 0.07:1 | 0.11:1 |

PARENT COMPANY’S RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION FOR THE REPORTING PERIOD ENDED DECEMBER 31, 2024

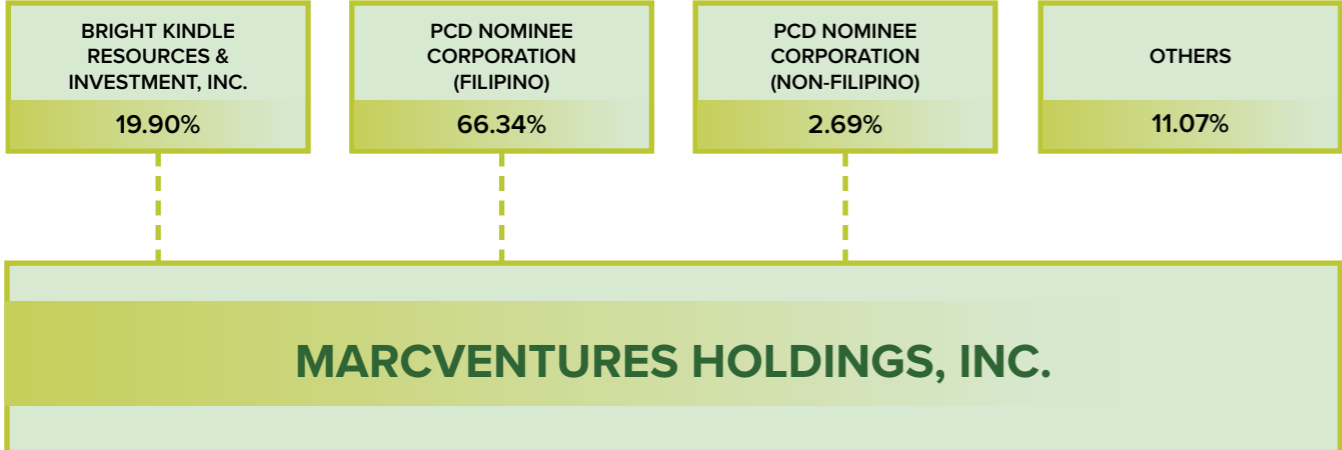
MARCVENTURES HOLDINGS, INC.

4th Floor, BDO Towers Paseo, 8741 Paseo de Roxas, Makati City

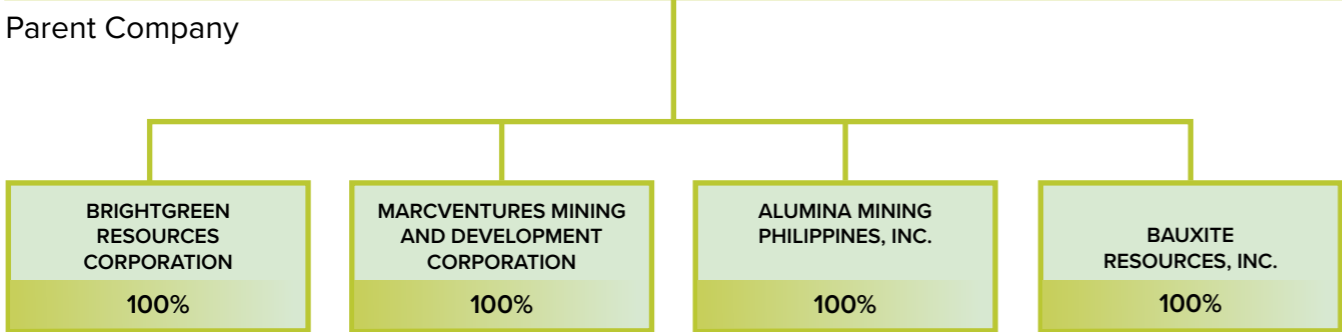
| | Amount |
|---|-------------------|
| Unappropriated retained earnings, beginning of reporting period available for dividend declaration | 37,781,100 |
| Add: Net income for the current year | 46,885,551 |
| Adjusted net income | 84,666,651 |
| Total retained earnings, end of the reporting period available for dividend declaration | 84,666,651 |

CONGLOMERATE MAP

Shareholders



Parent Company





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