COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

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COMPANY NAME

B	L	O	O	M	B	E	R	R	Y		R	E	S	O	R	T	S		C	O	R	P	O	R	A	T	I	O	N
A	N	D		S	U	B	S	I	D	I	A	R	I	E	S															

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

T	h	e		E	x	e	c	u	t	i	v	e		O	f	f	i	c	e	s	,		S	o	l	a	i	r	e
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Form Type	Department requiring the report	Secondary License Type, If Applicable
17-Q	CRMD	NA

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
investorrelations@bloomberry.ph	8888-8888	-

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
94	Every Third Thursday of April	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Gerard Angelo Emilio J. Festin	gerardfestin@solaireresort.com	8883-8921	-

CONTACT PERSON's ADDRESS

The Executive Offices, Solaire Resort & Casino, 1 Asean Avenue, Entertainment City, Tambo, Parañaque City

NOTE1 : *In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

2 : *All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.*

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarter ended **31 March 2025**

2. SEC Identification Number **A1999-04864** 3. BIR Tax Identification No. **204-636-102-000**

4. Exact name of issuer as specified in its charter **BLOOMBERRY RESORTS CORPORATION**

5. **Philippines** 6. (SEC Use Only)
Province, Country or other jurisdiction of incorporation or organization
Industry Classification Code:

7. **The Executive Offices, Solaire Resort & Casino, 1 Asean Avenue, Entertainment City, Tambo Parañaque City** **1701**
Address of principal office Postal Code

8. **(02) 8883-8921**
Issuer's telephone number, including area code

9. **N/A**
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares Outstanding
Unclassified Shares, P1.00 par value	**11,479,481,616 Shares**

11. Are any or all of these securities listed on a Stock Exchange.

Yes [x] No [ ]

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange	**Unclassified Shares**

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [x] No [ ]

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

Yes [x] No [ ]

TABLE OF CONTENTS

PART I - FINANCIAL INFORMATION	4
Item1. Financial Statements	5
Unaudited Consolidated Statement of Financial Position as at March 31, 2025 and Audited Consolidated Statement of Financial Position as at December 31, 2024	6
Unaudited Consolidated Statements of Comprehensive Income for the Three Months Ended March 31, 2025 and 2024	7
Unaudited Consolidated Statements of Changes in Equity for the Three Months Ended March 31, 2025 and 2024	8
Unaudited Consolidated Statements of Cash Flows for the Three Months Ended March 31, 2025 and 2024	9
Notes to Unaudited Condensed Consolidated Financial Statements	10
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	57
PART II - OTHER INFORMATION	80
SIGNATURES	81

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

The unaudited condensed consolidated financial statements as of March 31, 2025 and for the three months ended March 31, 2025 and 2024 and the audited consolidated statement of financial position as of December 31, 2024 and the related notes to unaudited condensed consolidated financial statements of Bloomberry Resorts Corporation and Subsidiaries (collectively referred to as “the Group”) are filed as part of this Form 17-Q on pages 5 to 54.

There are no other material events subsequent to the end of this interim period that had not been reflected in the unaudited condensed consolidated financial statements filed as part of this report.

Bloomberry Resorts Corporation and Subsidiaries

Condensed Consolidated Financial Statements
March 31, 2025 (Unaudited) and December 31, 2024 (Audited)
and for the Three Months Ended March 31, 2025 and 2024 (Unaudited)

BLOOMBERRY RESORTS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

MARCH 31, 2025 AND DECEMBER 31, 2024

	March 31, 2025 *(Unaudited)*	December 31, 2024 *(Audited)*
ASSETS		
Current Assets		
Cash and cash equivalents	**₱33,460,196,988**	₱33,178,624,731
Receivables	**1,560,001,520**	2,342,401,792
Inventories	**713,313,738**	626,078,988
Prepayments and other current assets	**2,373,781,934**	2,128,766,539
Total Current Assets	**38,107,294,180**	38,275,872,050
Noncurrent Assets		
Property and equipment		
At cost	**64,823,949,777**	66,140,887,070
At revalued amount	**89,235,365,894**	89,303,258,193
Advances to contractors	**505,612,201**	818,754,074
Other noncurrent assets	**5,128,524,860**	5,158,153,955
Total Noncurrent Assets	**159,693,452,732**	161,421,053,292
	₱197,800,746,912	₱199,696,925,342
LIABILITIES AND EQUITY		
Current Liabilities		
Payables and other current liabilities	**₱15,893,805,145**	₱16,492,170,150
Current portion of long-term debt	**2,077,847,849**	2,073,925,580
Current portion of lease liabilities	**15,806,267**	18,709,105
Income tax payable	**4,371,437**	3,151,616
Total Current Liabilities	**17,991,830,698**	18,587,956,451
Noncurrent Liabilities		
Long-term debt - net of current portion	**104,418,687,576**	108,113,714,894
Lease liability - net of current portion	**3,605,325**	7,858,221
Retirement liability	**2,025,555,612**	1,973,673,057
Deferred tax liabilities - net	**9,003,370,503**	9,014,438,004
Other noncurrent liabilities	**103,716,688**	87,680,787
Total Noncurrent Liabilities	**115,554,935,704**	119,197,364,963
Total Liabilities	**133,546,766,402**	137,785,321,414
Equity Attributable to Equity Holders of the Parent Company		
Capital stock	**11,591,998,225**	11,591,998,225
Additional paid-in capital	**18,096,248,605**	18,096,248,605
Equity reserve	**(27,138,558)**	(27,138,558)
Cost of shares held by a subsidiary	**(17,347,954,485)**	(17,347,954,485)
Treasury shares	**(794,841,929)**	(794,841,929)
Share-based payment plan	**448,391,918**	365,945,741
Other comprehensive income	**27,598,544,566**	27,682,307,619
Retained earnings	**24,777,959,837**	22,430,179,097
Total Equity Attributable to Equity Holders of the Parent Company	**64,343,208,179**	61,996,744,315
Equity Attributable to Non-controlling Interests	**(89,227,669)**	(85,140,387)
Total Equity	**64,253,980,510**	61,911,603,928
	₱197,800,746,912	₱199,696,925,342

See accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

BLOOMBERRY RESORTS CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	2025	2024
REVENUES		
Gaming	**₱11,388,866,856**	₱10,282,966,050
Hotel, food and beverage	**1,541,772,004**	1,070,908,087
Retail and others	**1,364,220,557**	1,039,346,256
	14,294,859,417	12,393,220,393
OPERATING COSTS AND EXPENSES	**11,851,750,476**	8,387,134,830
INCOME BEFORE OTHER INCOME (EXPENSES) AND INCOME TAX	**2,443,108,941**	4,006,085,563
OTHER INCOME (EXPENSES)		
Interest expense	**(2,134,569,502)**	(1,577,321,195)
Foreign exchange gains (loss) - net	**(85,849,741)**	118,832,549
Interest income	**57,884,474**	88,274,526
Others	**3,031,221,028**	–
	868,686,259	(1,370,214,120)
INCOME BEFORE INCOME TAX	**3,311,795,200**	2,635,871,443
PROVISION FOR (BENEFIT FROM) INCOME TAX	**(2,449,392)**	2,514,244
NET INCOME	**3,314,244,592**	2,633,357,199
OTHER COMPREHENSIVE LOSS		
Items that will be reclassified to profit or loss in subsequent period:		
Exchange difference on translation of foreign operations	**(79,263,053)**	(104,739,435)
Unrealized loss on equity instrument designated at fair value through other comprehensive income, net of tax	**(4,500,000)**	(1,500,000)
TOTAL OTHER COMPREHENSIVE LOSS	**(83,763,053)**	(106,239,435)
TOTAL COMPREHENSIVE INCOME	**₱3,230,481,539**	₱2,527,117,764
Net Income Attributable To		
Equity holders of the Parent Company	**₱3,318,331,874**	₱2,643,920,361
Non-controlling interests	**(4,087,282)**	(10,563,162)
	3,314,244,592	₱2,633,357,199
Total Comprehensive Income Attributable To		
Equity holders of the Parent Company	**₱3,234,568,821**	₱2,537,680,926
Non-controlling interests	**(4,087,282)**	(10,563,162)
	3,230,481,539	₱2,527,117,764
Earnings Per Share on Net Income Attributable to Equity Holders of the Parent Company		
Basic	**₱0.315**	₱0.231
Diluted	**₱0.313**	₱0.230

See accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

BLOOMBERRY RESORTS CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	Equity Attributable to Equity Holders of the Parent Company									Equity Attributable to Non-controlling Interests	Total Equity
	Capital Stock	Additional Paid-in Capital	Equity Reserve	Cost of shares held by a subsidiary	Treasury Shares	Share-based Payment Plan	Other Comprehensive Income (Loss)	Retained Earnings	Total		
Balances at January 1, 2025 (Audited)	**₱11,591,998,225**	**₱18,096,248,605**	**(₱27,138,558)**	**(₱17,347,954,485)**	**(₱794,841,929)**	**₱365,945,741**	**₱27,682,307,619**	**₱ 22,430,179,097**	**₱61,996,744,315**	**(₱85,140,387)**	**₱61,911,603,928**
Net income	–	–	–	–	–	–	–	3,318,331,874	3,318,331,874	(4,087,282)	3,314,244,592
Exchange difference on translation of foreign operations	–	–	–	–	–	–	(79,263,053)	–	(79,263,053)	–	(79,263,053)
Unrealized loss on equity instrument designated at FVOCI	–	–	–	–	–	–	(4,500,000)	–	(4,500,000)	–	(4,500,000)
Total comprehensive income	–	–	–	–	–	–	(83,763,053)	3,318,331,874	3,234,568,821	(4,087,282)	3,230,481,539
Dividend declaration	–	–	–	–	–	–	–	(970,551,134)	(970,551,134)	–	(970,551,134)
Share-based payments	–	–	–	–	–	82,446,177	–	–	82,446,177	–	82,446,177
Balances at March 31, 2025 (Unaudited)	**₱11,591,998,225**	**₱18,096,248,605**	**(₱27,138,558)**	**(₱17,347,954,485)**	**(₱794,841,929)**	**₱448,391,918**	**₱27,598,544,566**	**₱24,777,959,837**	**₱64,343,208,179**	**(₱89,227,669)**	**₱64,253,980,510**
Balances at January 1, 2024 (Audited)	₱11,591,998,225	₱18,020,568,583	(₱27,138,558)	(₱653,457)	(₱971,296,016)	₱248,545,108	(₱457,916,766)	₱19,972,464,880	₱48,376,571,999	(₱120,266,684)	₱48,256,305,315
Net income	–	–	–	–	–	–	–	2,643,920,361	2,643,920,361	(10,563,162)	2,633,357,199
Exchange difference on translation of foreign operations	–	–	–	–	–	–	(104,739,435)	–	(104,739,435)	–	(104,739,435)
Unrealized loss on equity instrument designated at FVOCI	–	–	–	–	–	–	(1,500,000)	–	(1,500,000)	–	(1,500,000)
Total comprehensive income	–	–	–	–	–	–	(106,239,435)	2,643,920,361	2,537,680,926	(10,563,162)	2,527,117,764
Share-based payments	–	–	–	–	–	77,938,433	–	–	77,938,433	–	77,938,433
Balances at March 31, 2024 (Unaudited)	₱11,591,998,225	₱18,020,568,583	(₱27,138,558)	(₱653,457)	(₱971,296,016)	₱326,483,541	(₱564,156,201)	₱22,616,385,241	₱50,992,191,358	(₱130,829,846)	₱50,861,361,512

See accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

BLOOMBERRY RESORTS CORPORATION AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	**₱3,311,795,200**	₱2,635,871,443
Adjustments for:		
Gain on loan refinancing	**(2,947,399,526)**	–
Interest expense	**2,134,569,502**	1,577,321,195
Depreciation and amortization	**1,875,854,516**	833,856,381
Unrealized foreign exchange gains - net	**86,299,757**	238,724,936
Gain on write-off/sale of property and equipment - net	**(83,821,502)**	267,377
Share-based payment expense	**82,446,177**	77,938,433
Interest income	**(57,884,474)**	(88,274,526)
Net change in retirement liability	**51,882,555**	43,436,905
Decrease (increase) in:		
Receivables	**706,815,055**	69,076,844
Inventories	**(87,234,750)**	(76,377,477)
Prepayments and other current assets	**(245,015,395)**	240,890,581
Decrease in:		
Payables and other current liabilities	**(1,384,952,322)**	(1,141,142,002)
Other noncurrent liabilities	**16,035,901**	(64,176,152)
Net cash generated from operations	**3,459,390,694**	4,347,413,938
Interest received	**58,469,691**	105,630,040
Income tax paid	**(4,256,789)**	(6,880,475)
Net cash provided by operating activities	**3,513,603,596**	4,446,163,503
CASH FLOWS FROM INVESTING ACTIVITIES		
Additions to property and equipment	**(815,027,216)**	(2,231,875,552)
Proceeds from disposal of property and equipment	**471,776,522**	5,662,366
Decrease (increase) in:		
Other noncurrent assets	**(119,192,198)**	(489,236,672)
Advances to contractors	**313,141,873**	(60,448,816)
Collection of receivable from a third party	**75,000,000**	–
Cash used in investing activities	**(74,301,019)**	(2,775,898,674)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments of:		
Interest	**(2,182,964,784)**	(1,454,191,018)
Long-term debt principal	**(539,718,750)**	(1,718,750,000)
Debt issuance cost	**(341,105,696)**	–
Lease liabilities principal	**(7,641,333)**	(6,674,016)
Availment of loan	**–**	7,814,144,699
Net cash provided by (used in) financing activities	**(3,071,430,563)**	4,634,529,655
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	**(86,299,757)**	(238,724,936)
NET INCREASE IN CASH AND CASH EQUIVALENTS	**281,572,257**	6,066,069,558
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	**33,178,624,731**	39,834,360,418
CASH AND CASH EQUIVALENTS AT END OF PERIOD	**₱33,460,196,988**	₱45,900,429,976

See accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

1. Organization and Business

a. Corporate Information

Bloomberry Resorts Corporation (referred to as "Bloomberry" or "Parent Company"), was incorporated in the Philippines and registered with the Securities and Exchange Commission ("SEC") on May 3, 1999. The Parent Company's primary purpose is to subscribe, hold, or dispose shares of stock and other securities of any corporation, including those engaged in hotel and/or gaming and entertainment business, and to be involved in the management and operations of such investee companies; and to guarantee the obligations of its subsidiaries or affiliates or any entity in which the Parent Company has lawful interest.

The Parent Company's registered office address is at The Executive Offices, Solaire Resort & Casino, 1 Asean Avenue, Entertainment City, Tambo, Parañaque City.

Bloomberry's shares of stock are publicly traded in the Philippine Stock Exchange (PSE) under the ticker BLOOM.

As of March 31, 2025, Bloomberry is a subsidiary of Prime Strategic Holdings Inc. ("PSHI"), the intermediate parent company. The Group's ultimate parent company is Razon & Co. Inc. as of March 31, 2025.

b. Subsidiaries of Bloomberry

Sureste Properties, Inc. ("Sureste") and Bloomberry Resorts and Hotels Inc. ("BRHI")
On February 6, 2012, PSHI sold 100% of its ownership interest in Sureste to Bloomberry for ₱5.9 billion. Sureste owns 100% of BRHI.

Sureste was incorporated in the Philippines and was registered with the SEC on April 16, 1993. Its wholly-owned subsidiary, BRHI, was incorporated in the Philippines and registered with the SEC on February 27, 2008. BRHI holds 9.34% of the shares of Sureste. The primary purpose of Sureste and BRHI is to develop and operate tourist facilities, including hotel-casino entertainment complexes with hotel, retail, amusement areas and themed development components.

Solaire Korea Co., Ltd. ("Solaire Korea"), Golden & Luxury Co., Ltd. ("G&L") and Muui Agricultural Corporation ("Muui")
In December 2014, Solaire Korea was established by Bloomberry to hold the Parent Company's investment in the leisure and entertainment business in the Republic of Korea. On April 24, 2015, Solaire Korea acquired 77.26% of the outstanding shares of G&L. Subsequently on May 22, 2015, Solaire Korea acquired additional 18.97% of G&L, bringing its ownership in G&L to 96.23%. On August 20, 2015, Bloomberry acquired 10.00% of the outstanding shares of G&L from Solaire Korea. On March 8, 2017, Muui was established with a total capitalization of Korean Won (₩)200.0 million (₱8.2 million). Solaire Korea owns 80% of the outstanding shares of Muui. In 2019, Solaire Korea acquired additional 10% ownership in Muui for a consideration amounting to ₱9.3 million bringing its ownership in Muui to 90%.

Bloom Capital B.V.
On November 21, 2013, Bloomberry subscribed to 60% of the capital stock of Bloom Capital B.V., a financial holding entity incorporated in the Netherlands as a private company with limited liability under the Dutch law. On October 23, 2014, Bloomberry acquired the remaining 40% of the capital stock of Bloom Capital B.V.

Bloomberry Cruise Terminals, Inc. ("BCTI")
Bloomberry established BCTI to manage and operate its port terminal assets including the proposed Solaire Cruise Center and Yacht Harbor. The proposed Solaire Cruise Center and Yacht Harbor was designated by the Tourism Infrastructure and Enterprise Zone Authority as a Tourism Enterprise Zone.

Solaire Properties Corporation ("SPC")
On April 29, 2022, Bloomberry established SPC (formerly Solaire Entertainment Properties Holdings, Inc.) to acquire and subsequently develop a property in Paniman, Ternate, Cavite into an integrated resort and entertainment complex with a casino, hotel, golf course, commercial, residential and mixed-use development.

Solaire Resort Corporation ("SRC")
On October 18, 2022, SRC was incorporated to develop and operate an integrated resort including a casino duly licensed by the Philippine Amusement and Gaming Corporation, and other relevant government regulators.

c. Status of Operations

Sureste and BRHI
PAGCOR granted BRHI the Provisional License on April 8, 2009 to develop an integrated casino, hotel and entertainment complex within Entertainment City (the "Project"). BRHI is one of four licensees for Entertainment City. The Provisional License, as well as the regular license issued to replace it, is concurrent with PAGCOR's congressional franchise. PAGCOR's franchise will expire on July 11, 2033, and may be renewed when PAGCOR's franchise is renewed by law. On May 7, 2015, BRHI's Provisional License was replaced with a regular casino Gaming License upon full completion of the Project, referred to as "Solaire Resort Entertainment City". The Gaming License has the same terms and conditions as the Provisional License.

Solaire Resort Entertainment City
Solaire Resort Entertainment City is one of the Philippines' first premium/luxury hotel and gaming resorts. Situated on 16 hectares along Asean Avenue in Parañaque City, the gaming and integrated resort complex is the first casino to operate within Entertainment City. BRHI, as the license holder, owns and operates the casino while Sureste owns and operates the hotel and non-gaming business.

On March 16, 2013, BRHI and Sureste commenced commercial operations upon completion of Phase 1 of Solaire Resort Entertainment City, now referred to as the Bay Tower, along with the opening of the main gaming area and initial non-gaming amenities, such as Solaire Resort Entertainment City's hotel, food and beverage outlets.

On November 22, 2014, Bloomberry opened the Sky Tower, which was previously referred to as Phase 1A development of Solaire Resort Entertainment City. Contiguous to the Bay Tower, the Sky Tower consists of a 312 all-suite hotel, additional 10 VIP gaming salons with 66 gaming tables and 230 slot machines, an exclusive House of Zhou Chinese restaurant and The Whisky Bar (previously The Macallan Whisky and Cigar Bar) for VIP patrons, state-of-the art meeting rooms ("The Forum"), and a lyrical theater ("The Theatre"). The Sky Tower also features two restaurants, the Waterside Restobar and Oasis Garden Café. The Theatre is a certified 1,740-seat theatre designed to provide a superior audio-visual experience for a wide

range of theatre plays and musicals, concerts, shows and performing arts. The Forum is a 2,000 square-meter meeting facility with eight meeting rooms, two boardrooms and a flexible pre-function area. Sky Tower also features the Sky Range Shooting Club with five rifle shooting bays and 15 pistol bays. Sky Tower is accessible through a multi-level parking garage that, to date, can accommodate and secure over 1,050 vehicles. The Shoppes in the Sky Tower features retail stores, including premium brands such as Louis Vuitton, Dior, Cartier, Yves Saint Laurent, and Prada, among others.

On December 7, 2018, Solaire Resort Entertainment City unveiled The Baccarat Room & Bar (previously The Cigar Bar and Poker Room), a high-end poker area with eight gaming tables. On February 11, 2019, Solaire Resort Entertainment City opened the Philippine's first electronic table games ("ETG") stadium called "Players Stadium" – an expansive and colorful entertainment space highlighted by a massive 360 square meter surround screen. On March 18, 2021, the Solaire Club was unveiled in its new location on Level 3, on what was previously the grand ballroom. The updated luxury space sprawls over 4,300 square meters featuring world-class casino facilities, new dining outlets, private salons, and exclusive amenities that make it one of Asia's finest gaming offerings. On December 1, 2023, the Solaire Grand Ballroom was opened in its new location at The Shoppes. The new ballroom's main event area is 2,400 sqm and seats up to 2,200 guests.

On June 5, 2018, Sureste acquired from PAGCOR the land occupied by Solaire Resort Entertainment City. The two parcels of land combines to a total area of 160,359 square meters.

Solaire Resort North

In 2015, Sureste purchased from the National Housing Authority (NHA) 15,676 square meters of land in Vertis North, Quezon City Central Business District and was issued Transfer Certificates of the Title on June 24, 2016. This property is the site of "Solaire Resort North," BRHI's second integrated resort in the Philippines under the same PAGCOR license. Solaire Resort North commenced operations on May 25, 2024.

Solaire Resort North has approximately 13,000 square meters of mass and VIP gaming space across four levels, 526 guest rooms and suites, 14 dining options ranging from casual cafes, signature restaurants, to premium bars and lounges. It also has an expansive 1,800 square meter pillarless grand ballroom that can accommodate more than 1,600 guests at theatre-style seating and can be divided into three event halls. Solaire Resort North features a 1,400-square meter state-of-the-art health club with a high-end gym and expansive spa, an outdoor swimming pool with a kids' waterpark, and an indoor Kids' Club.

G&L

G&L operated a hotel and casino property in Jeju, Korea under the brand name "T.H.E Hotel" and "LVegas Casino". Upon takeover of operation by Bloomberry, the property was rebranded as "Jeju Sun Hotel & Casino" ("Jeju Sun"). The property consists of a 202-room hotel with 5 Hibiscus rating, 2,000 square meters of gaming operations with 36 tables and 20 electronic gaming machines. The property has four food and beverage outlets to service its hotel guest and casino players. In 2018, a reorganization was implemented separating hotel and casino operations. In the fourth quarter of 2018, Jeju Sun embarked on a renovation project covering 164 rooms, restaurants, lobby, building façade, sports bar, gym, sauna, back of the house and a new ballroom for the purpose of securing the 5 Hibiscus rating that is required to keep its gaming license. Renovations were completed in December 2019.

Terminated Investment in Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp.

On May 6, 2022, Bloomberry signed a term sheet with PH Travel and Leisure Corp., a subsidiary of PH Resorts Group Holdings, Inc. which covers the proposed investment of Bloomberry into Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp. which are developing the Emerald Bay Resort Hotel and Casino in Punta Engano, Lapu-Lapu City, Cebu, and The

Base Resort Hotel and Casino in Clark, Pampanga, respectively. The term sheet is subject to several Conditions to Closing including: (a) the execution of mutually acceptable definitive agreements; (b) approval of regulators; (c) approval of creditors; (d) completion of audited financial statements; (d) corporate approvals, and cooperation on and satisfactory result of due diligence, among others.

On March 22, 2023, Bloomberry terminated the term sheet after considering the results of due diligence. The parties agreed that the ₱₱1.0 billion deposit made under the term sheet shall be returned to Bloomberry through execution of certain transactions. As of March 31, 2025, the outstanding receivable amounted to ₱226.0 million. The parties agreed that the remaining balance shall be returned to Bloomberry on or before June 30, 2025.

Paniman Project
On May 18, 2022, Bloomberry through SPC entered into an agreement with a group of landowners comprising Boulevard Holdings Inc., Puerto Azul Land, Inc., Ternate Development Corporation and Monte Sol Development Corporation (the "Sellers") for the purchase by SPC of a total of 2,797,768 square meters of land in the Paniman area in Ternate, Cavite at the average price of P2,700 per square meter. In addition to the land purchased from the Sellers, SPC has also purchased additional parcels of land in Ternate, Cavite from other sellers. As of March 31, 2025, SPC has purchased 223 lots with a total land area of 2,036,665 square meters.

SPC intends to develop the Paniman property into an integrated resort and entertainment complex with a world class casino, hotel, golf course, commercial, residential and mixed-use development. The development timeline for this project is yet to be finalized.

2. Summary of Significant Accounting Policies and Disclosures

Basis of Preparation
The Group's consolidated financial statements have been prepared in conformity with Philippine Financial Reporting Standards ("PFRSs").

The consolidated financial statements have been prepared under the historical cost basis except for investment in club shares which have been measured at fair value. The consolidated financial statements are presented in Philippine Peso, the functional currency of the Group, and all values are rounded to the nearest peso, except when otherwise indicated.

Basis of Consolidation
The consolidated financial statements include the financial statements of Bloomberry and its subsidiaries (collectively referred to as the "Group"). As of March 31, 2025 and December 31, 2024, direct and indirect subsidiaries of Bloomberry include:

	Effective Percentage of Ownership	
	Direct	Indirect
Sureste	91	9
BRHI (through Sureste)	–	100
Bloom Capital B.V.*	100	–
Bloomberry Cruise Terminal, Inc.	100	–
Solaire Korea	100	–
G&L (through Solaire Korea)	10	86
Muui (through Solaire Korea)*	–	90
Solaire Properties Corporation (SPC)	100	–
Solaire Resorts Corporation (SRC)*	100	–

**has not started commercial operations*

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee, if and only if, the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that majority of voting rights results in control. To support this presumption and when the Group has less than majority of voting rights or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income ("OCI") are attributed to the equity holders of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets (including goodwill), liabilities, noncontrolling interest and other components of equity, while any resultant gain or loss is recognized in profit or loss. Any investment retained is recognized at fair value.

Non-Controlling Interests. Non-controlling interests represent the portion of profit or loss and net assets in the subsidiaries not held by the Group and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position, separately from equity attributable to equity holders of the Group.

Changes in Accounting Policies and Disclosures

The Group's accounting policies are consistent with those of the previous financial year, except for the adoption of the following new accounting pronouncements effective as at January 1, 2025. Unless otherwise indicated, adoption of these new standards did not have an impact on the consolidated financial statements of the Group.

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

Standards Issued But Not Yet Effective

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

Deferred effectivity

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

Significant Accounting Policies

Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs incurred are recognized as expense and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration classified as equity not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of PFRS 9, *Financial Instruments*, is measured at fair value with the changes in fair value recognized in the consolidated statement of comprehensive income in accordance with PFRS 9. Other contingent consideration that is not within the scope of PFRS 9 is measured at fair value at each reporting date with changes in fair value recognized in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group reassesses whether it has correctly identified all of the assets acquired an all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

Current versus Noncurrent Classification

The Group presents assets and liabilities in the consolidated statement of financial position based on current/noncurrent classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;

- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

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

The Group classifies all other liabilities as noncurrent.

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

Fair Value Measurement
The Group measures financial instruments such as derivatives at fair value at each reporting date.

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

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

The principal or the most advantageous market must be accessible by the Group.

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

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

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

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

- Level 1— Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2— Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3— Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the

hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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

Financial assets

Initial recognition and measurement
Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through OCI, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under PFRS 15.

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

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost
- Financial assets at fair value through OCI with recycling of cumulative gains and losses
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition
- Financial assets at fair value through profit or loss

Financial assets at amortized cost
This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

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

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

The Group's cash and cash equivalents, receivables and security deposits are included in this category as of March 31, 2025 and December 31, 2024.

Financial assets at fair value through OCI
The Group measures debt instruments at fair value through OCI if both of the following conditions are met:

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

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the statement of profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value change recognized in OCI is recycled to profit or loss.

The Group has no debt instruments at fair value through OCI as of March 31, 2025 and December 31, 2024.

Financial assets designated at fair value through OCI
Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under PAS 32, *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognized as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group elected to classify irrevocably its non-listed equity investments under this category.

The Group's investment in club shares is classified as equity instrument designated at fair value through OCI as of March 31, 2025 and December 31, 2024.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in profit or loss in the consolidated statement of comprehensive income.

This category includes derivative instruments and listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity

investments are also recognized as other income in the statement of profit or loss when the right of payment has been established.

The Group has not designated any financial assets at FVPL as of March 31, 2025 and December 31, 2024.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristic and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

A derivative embedded with a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when and only when:

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

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

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

Impairment of financial assets
The Group recognizes an ECL for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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

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

For cash and cash equivalents, the Group applies a general approach in calculating ECLs. The Group recognizes a loss allowance based on either 12-month ECL or lifetime ECL, depending on whether there has been a significant increase in credit risk on its cash and cash equivalents since initial recognition.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Group's financial liabilities include payables and other current liabilities (excluding statutory payables and contract liabilities), long-term debt and tenants' security deposits as of March 31, 2025 and December 31, 2024.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the consolidated statement of comprehensive income.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Group has not designated any financial liability as at fair value through profit or loss.

The Group has no financial liability at FVPL as of March 31, 2025 and December 31, 2024.

Loans and borrowings
This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

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

This category includes payables and other current liabilities (excluding statutory payables and contract liabilities), long-term debt and tenants' security deposits as of March 31, 2025 and December 31, 2024.

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

Offsetting of Financial Instruments
Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously. The Group assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Group and all of the counterparties.

Cash and Cash Equivalents
Cash includes cash on hand and in banks, including bank accounts maintained by the Group as collateral for its long-term debt. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less from the date of acquisition, and for which there is an insignificant risk of change in value.

Inventories
Inventories are valued at the lower of cost and net realizable value ("NRV"). Cost is determined using the moving average method except for table card inventories (presented as part of operating supplies) where the first in, first out method is being utilized. NRV is based on estimated selling prices less estimated costs to be incurred on completion and disposal. NRV of operating and other supplies is the current replacement cost.

Prepayments
Prepayments are carried at cost and are amortized on a straight-line basis, over the period of intended usage, which is equal to or less than 12 months or within the normal operating cycle.

Promo Merchandise
Promo merchandise pertains to items to be provided by the Group to its patrons as giveaways at different marketing events. These are carried at lower of cost and NRV and charged to "Cost of sales" once distributed to the patrons.

Advances to Suppliers
Advances to suppliers primarily represent advance payments made to a service provider for the Group's aircraft operation and management. Advances to Suppliers is presented under the

"Prepayments and other current assets" account in the consolidated statement of financial position.

Creditable Withholding Taxes ("CWT")
CWT represents the amount of tax withheld by counterparties from the Group. These are recognized upon collection and are utilized as tax credits against income tax due as allowed by the Philippine taxation laws and regulations. CWT is presented under the "Other noncurrent assets" account in the consolidated statement of financial position. CWT is stated at its estimated NRV.

Property and Equipment
The Group's property and equipment, except land, is initially recognized at cost and subsequently recognized at cost less accumulated depreciation and amortization and any impairment in value. Prior to January 1, 2024, land is carried at cost, less any accumulated impairment.

Effective January 1, 2024, land is measured at fair value recognized at the date of revaluation. Changes in fair value of land, net of related deferred income tax, are recorded in other comprehensive income ("OCI") and credited to the "Revaluation increment" account in equity.

Depreciation and amortization are computed using the straight-line method over the following estimated useful lives of the assets:

Land improvements	10 years
Building and improvements	40 years
Machineries	10 years
Gaming equipment	5 years
Office furniture and fixtures	5 years
Transportation equipment	5 years
Leasehold improvements	3 years or lease term, whichever is shorter
Office and communication equipment	5 years

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land	10 to 20 years
Building	3 years
Gaming equipment	3 years

Operating Equipment
Operating equipment (shown as part of "Other noncurrent assets" account) is initially recognized at cost and subsequently recognized at cost less accumulated amortization, as applicable.

Impairment of Nonfinancial Assets
The Group's investments in property and equipment, right-of-use assets, joint ventures and other non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An asset's recoverable amount is determined for an individual asset, unless the asset does not generate inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset of cash generating unit ("CGU") exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The recoverable amount of the assets is the higher of fair value less costs of disposal and value-in-use ("VIU").

In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate

valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Goodwill and intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

Equity

Capital stock is measured at par value for all shares issued. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction of proceeds, net of tax. Proceeds and/or fair value of considerations received in excess of par value are recognized as additional paid-in capital ("APIC").

Equity reserve pertains to costs incurred in 2011, in connection with the issuance of capital stock such as taxes and legal fees. The account also includes the effect of the reverse acquisition when Bloomberry acquired Sureste from the ultimate parent in 2012.

Treasury shares are the Group's own equity instruments which are reacquired and are recognized at cost and presented as reduction in equity. No gain or loss is recognized in profit or loss in the consolidated statement of comprehensive income on the purchase, sale, reissuance or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration upon reissuance or cancellation of shares is recognized as APIC.

Retained earnings represents the Group's cumulative net earnings (losses), net of dividends declared.

Share-based Payment Plan

Certain qualified officers and employees of the Group and subsidiaries receive remuneration for their services in the form of equity shares of the Group ("equity-settled transactions").

The cost of equity-settled transactions with officers and employees is measured by reference to the fair value of the stock at the date on which these are granted. Fair value was determined based on the quoted market price of the underlying stocks.

Foreign Currency Transactions and Translations

The Group's financial statements are presented in Philippine Peso. The Philippine Peso is the currency of the primary economic environment in which the Group operates.

Transactions and Balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates prevailing at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognized in profit or loss in the consolidated statement of comprehensive income.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

Group Companies
On consolidation, the assets and liabilities of foreign operations are translated into Philippine peso at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at the average exchange rates for the year. The exchange differences arising on translation for consolidation are recognized in OCI and taken directly to a separate component of equity as translation adjustments. On disposal of these subsidiaries, the amount of deferred cumulative translation adjustments recognized in equity relating to subsidiaries shall be recognized in profit or loss in the consolidated statements of comprehensive income.

Revenue from Contracts with Customers
The Group's revenue from contracts with customers primarily consist of gaming, hotel accommodation services, food and beverage, and retail and other revenue. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements.

Gaming revenue
Gaming revenue is recognized when the control of the service is transferred to the patron upon execution of a gaming play. The Group accounts for its gaming revenue contracts collectively on a portfolio basis versus an individual basis as all patrons have similar characteristics. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. Accordingly, for gaming transactions that include complimentary goods and services provided by the Group to incentivize future gaming, the Group allocates the stand-alone selling price of each goods or services to the appropriate revenue type. In determining the transaction price, gaming revenue is measured by the aggregate net difference between gaming wins and losses and the effect of consideration payable to a patron (if any) is considered. Amounts rebated to junket operators and premium patrons for rolling play, cash discounts and other cash incentives to patrons related to gaming play are recognized as a reduction from gross gaming revenue.

Hotel, food and beverage, retail and other operating revenues
Hotel, food and beverage, retail and other operating revenues are recognized when the control of the goods or service is transferred to the customer, generally when the services are performed or the retail goods are delivered.

Retail and other revenue includes sale of various merchandise, communication and transportation services to Solaire guests and patrons.

Contract Balances

Trade receivables. A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Contract liabilities. A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the patron. If a patron pays consideration before the Group transfers goods or services to the patron, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

The contract liabill include payments received by the Group from the patrons for which revenue recognition has not yet commenced. Accordingly, funds deposited by patrons before gaming play occurs (customers' deposits) and chips in patrons' possession (outstanding chips liability) are recorded as contract liabilities until services are provided to the patrons.

Customer Loyalty Program
The Group has a loyalty points program which allows customers to accumulate points that can be redeemed for free hotel accommodation, food and beverage, retail goods and other services. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. The Group's customer is able to use the points as a currency (i.e., currency value has been fixed and can no longer be changed by the Group). A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognized as a financial liability until the points are redeemed. The amount of points redeemed through third parties are recognized as reduction in gaming revenue.

Interest Income
Interest income is recognized as it accrues on a time proportion basis taking into account the principal amount outstanding and the EIR. Interest income represents interest earned from cash and cash equivalents and restricted cash comprising of cash in escrow and cash allocated to the Project.

Costs and Expenses
Costs and expenses are recognized in profit or loss in the consolidated statement of comprehensive income upon utilization of the service or at the date they are incurred.

Costs incurred prior to obtaining the license were expensed as incurred.

Gaming Taxes and other license fees
Being a PAGCOR licensee, BRHI is required to pay license fees on its gross gaming and non-gaming revenues on a monthly basis starting from the date the casino commences operations. These license fees are reported as part of "Taxes and licenses" account under "Operating costs and expenses" in the consolidated statement of comprehensive income.

Retirement expense
The Group has an unfunded, non-contributory defined benefit plan covering all of its regular employees.

The cost of employee benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognizes related restructuring costs

Interest is calculated by applying the discount rate to the defined benefit liability. The Group recognized the change in defined benefit obligation such as service cost and interest costs as part of "Salaries and benefits" account under "Operating costs and expenses" in profit or loss in the consolidated statement of comprehensive income.

Provisions

Provisions are recognized when the Group has present obligations, legal or constructive, as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of comprehensive income, net of any reimbursements. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to passage of time is recognized as interest expense.

Borrowing Costs

Borrowing costs are capitalized if they are directly attributable to the acquisition, construction or production of a qualifying asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for its intended use or sale. Capitalization of borrowing costs commences when the activities necessary to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are available for their intended use. If the resulting carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognized. Borrowing costs include interest charges and other costs incurred in connection with the borrowing of funds, as well as exchange differences arising from foreign currency borrowings used to finance these projects to the extent that they are regarded as an adjustment to interest cost.

All other borrowing costs are expensed as incurred.

Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception date of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset even if that right is not explicitly specified in an arrangement.

Group as a Lessee Upon Adoption of PFRS 16

Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of equipment and other rentals (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the leases of

low-value assets recognition exemption to leases of office equipment that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Group as a Lessee Prior to Adoption of PFRS 16
Leases where the lessor retains substantially all the risks and benefits of ownership of the assets are classified as operating leases. Operating lease payments are recognized as expense in profit or loss in the consolidated statement of comprehensive income or capitalized in the consolidated statement of financial position (in case of leases directly related to construction) on a straight-line basis over the lease term.

Group as a Lessor Prior to and Upon Adoption of PFRS 16
Leases where the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in "Retail and others" account in the consolidated statement of comprehensive income. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same bases as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Taxes

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

Current income tax relating to items recognized directly in equity is recognized in equity and not in the profit or loss.

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

Deferred tax liabilities are recognized for all taxable temporary differences except: (1) when the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carryforward benefits of unused tax credits from excess minimum corporate income tax ("MCIT") over regular corporate income tax ("RCIT") and unused net operating loss carry-over ("NOLCO") to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward benefit of unused tax credits and unused tax losses can be utilized except: (1) when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

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

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

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

Value-Added Tax ("VAT")
Revenue, expenses and assets are recognized net of the amount of VAT, except:

- When the VAT incurred on a purchase of assets or services is not recoverable from the tax authority, in which case the VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; or
- Receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of the "Prepayments and other current assets" or "Payables and other current liabilities" accounts in the consolidated statement of financial position.

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

Events After the Reporting Period
Post year-end events that provide additional information about the Group's financial position at the end of the reporting period (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

Earnings Per Share
The Group presents basic and diluted earnings per share rate for its shares.

Basic earnings per share ("EPS") is calculated by dividing net income for the year attributable to equity holders of the Group by the weighted average number of shares outstanding during the year after giving retroactive effect to any stock dividend declarations.

Diluted earnings (loss) per share is computed in the same manner, adjusted for the effect of the shares issuable to qualified officers and employees under the Group's stock incentive plan which are assumed to be exercised at the date of grant. Where the effect of the vesting of stock under the stock incentive plan is anti-dilutive, basic and diluted earnings per share are stated at the same amount.

Segment Reporting
A segment is a distinguishable component of the Group that is engaged either in providing products or services within a particular economic environment subject to risks and rewards that are different from those of other segments, which operating results are regularly reviewed by the chief operating decision maker to make decisions about how resources are to be allocated to each of the segments and to assess their performances, and for which discrete financial information is available. Management views the hotel and casino business as one integrated business segment, i.e., an integrated resort facility. A single management team for each geographical area reports to the chief operating decision-maker. The Group operates in two geographical areas in 2025 and 2024 where it derives its revenue.

Management's Use of Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements in conformity with PFRSs requires the Group to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the reporting date. The uncertainties inherent in these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the assets or liabilities affected in the future years.

Judgments
In the process of applying the Group's accounting policies, management has made the following judgments apart from those including estimations and assumptions, which has the most significant effect on the amounts recognized in the consolidated financial statements.

Contingencies. The Group is involved in certain legal proceedings. The Group's judgment and estimate of the probable cost for the implication of these matters has been developed in consultation with its legal counsels and is based upon an analysis of potential results. Management and its legal counsels do not believe these will have a material adverse effect on its financial position or performance. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of strategies relating to this matter.

Identification of Contract with Customers under PFRS 15. The Group applied PFRS 15 guidance to a portfolio of contracts with similar characteristics as the Group reasonably expects that the effects on the consolidated financial statements of applying this guidance to the portfolio would not differ materially from applying this guidance to the individual contracts within that portfolio. Hence, the Group viewed a gaming day as one contract.

Identifying Performance Obligations. The Group identifies performance obligations by considering whether the promised goods or services in the contract are distinct goods or services. A good or service is distinct when the customer can benefit from the good or service on its own or together with other resources that are readily available to the customer and the Group's promise to transfer the good or service to the customer is separately identifiable from the other promises in the contract.

The Group provides promotional merchandise items to its patrons as giveaways at different marketing events and grants certain complimentaries in the form of free hotel accommodation; food and beverages; and retail merchandise from outlets to incentivize future gaming. The Group determined that the promotional merchandise items and complimentary incentives given to the patrons are capable of being distinct and therefore considered as separate performance obligations.

Determination and Allocation of the Transaction Price. The Group considers whether there are other promises in the contracts with customers that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Group considers the effect of rebates paid through gaming promoters. As the information necessary for the Group to apply judgment and determine the consideration to which it is entitled are proprietary to the

gaming promoters and are not communicated by the gaming promoters to the Group, the Group recognized the full amount paid to gaming promoters as reduction in revenue. In allocating the transaction price, the Group considers the amount at which the entity would sell or purchase the promotional merchandise or complimentary incentives separately as the stand-alone selling price of the performance obligations.

Evaluating Lease Commitments. The evaluation of whether an arrangement contains a lease is based on its substance. An arrangement is, or contains a lease when the fulfilment of the arrangement depends on a specific asset or assets and the arrangement conveys a right to use the asset.

Group as a Lessee Prior to the Adoption of PFRS 16. The Group has entered into various operating lease agreements as a lessee. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, that the lessor retains all the significant risks and rewards of ownership of these properties because the lease agreements do not transfer to the Group the ownership over the assets at the end of the lease term and do not provide the Group with a bargain purchase option over the leased assets and so accounts for the contracts as operating leases.

Determination of Casino License's Useful Life. The Group's casino license has been acquired through a business combination. The license has no expiration and renewal is not necessary. Further, it may only be cancelled under specific rare circumstances. Accordingly, management has assessed that the Group's casino license has an indefinite useful life.

Estimates and Assumptions

The key estimates and assumptions concerning the future and other key sources of estimation uncertainty at reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities recognized in the consolidated financial statements within the next financial year are discussed as follows:

Definition of Default and Credit-Impaired Financial Assets. Upon adoption of PFRS 9, the Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

- *Quantitative Criteria*. The borrower is more than 90 days past due on its contractual payments, which is consistent with the Group's definition of default.

- *Qualitative Criteria*. The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:

    a. The borrower is experiencing financial difficulty or is insolvent;
    b. The borrower is in breach of financial covenant(s);
    c. Concessions have been granted by the Group, for economic or contractual reasons relating to the borrower's financial difficulty; or
    d. It is becoming probable that the borrower will enter bankruptcy or other financial reorganization.

The criteria above have been applied to all financial instruments held by the Group and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the probability of default (PD), loss given default (LGD) and exposure at default (EAD) throughout the Group's ECL calculation.

Simplified Approach for Trade Receivables. The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various patron segments that have similar loss patterns. The provision matrix is initially based on the Group's historical observed default rates. The Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every financial reporting date, the

historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

Grouping of instruments for losses measured on collective basis
For expected credit loss provisions modelled on a collective basis, a grouping of exposures is performed on the basis of shared risk characteristics, such that risk exposures within a group are homogeneous.

The characteristics and any supplementary data used to determine groupings are outlined below.

Trad– receivables - Groupings for collective measurement
a. Currency
b. Type of patron

Macro-economic Forecasts and Forward-looking Information. Macro-economic forecasts is determined by evaluating a range of possible outcomes and using reasonable and supportable information that is available without undue cost and effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The Group takes into consideration using different macro-economic variables to ensure linear relationship between internal rates and outside factors. Regression analysis was used to objectively determine which variables to use.

Predicted relationship between the key indicators and default and loss rates on various portfolios of financial assets have been developed based on analyzing historical data over the past 5 years. The methodologies and assumptions including any forecasts of future economic conditions are reviewed regularly.

Provision for doubtful accounts recognized for the three months ended March 31,2025 and 2024 amounted to nil. The carrying amount of receivables amounted to ₱1.6 billion and ₱2.3 billion as of March 31, 2025 and December 31, 2024, respectively.

Estimating Useful Lives of Property and Equipment. Management determines the estimated useful lives and the related depreciation and amortization charges for its property and equipment based on the period over which the property and equipment are expected to provide economic benefits. Management's estimation of the useful lives of property and equipment is based on collective assessment of industry practice, internal technical evaluation and experience with similar assets. These estimations are reviewed periodically and could change significantly due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets. Management will increase the depreciation and amortization charges where useful lives are less than the previously estimated useful lives.

Valuation of Land at Revalued Amount. In 2024, the Group carries its land at fair value, with changes in fair value being recognized in OCI. The Group engaged external appraisers to estimate the fair values of the land. The value of the land was estimated using the "Market Approach". This approach is based on sales and listings of comparable properties registered within the vicinity. The technique of this approach requires the establishment of comparable property by reducing reasonable comparative sales and listings to a common denominator. This is done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. Significant increase (decrease) in estimated price per square meter would result in a significantly higher (lower) fair value.

The aggregate net book value of the Group's property and equipment (excluding land and construction in progress) amounted to ₱64.4 billion and ₱65.7 billion as of March 31, 2025 and December 31, 2024, respectively.

Impairment of Nonfinancial Assets. PFRSs requires that an impairment review be performed when certain impairment indicators are present. In the case of goodwill and intangible assets with indefinite useful life, at a minimum, such assets are subject to an impairment test annually and whenever there is an indication that such assets may be impaired. This requires the determination of fair value less costs of disposal calculation and an estimation of the value in use of the CGU to which these assets are allocated. The value-in-use calculation requires to make an estimate of the expected future cash flows from the CGU and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Determining the recoverable amount of property and equipment, advances to contractors, intangible assets, and operating equipment, requires the Group to make estimates and assumptions in the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets. Future events could cause the Group to conclude that property and equipment, intangible assets and other noncurrent assets associated with an acquired business are impaired. Any resulting impairment loss could have a material adverse impact on the Group's financial position and financial performance.

Management is required to make estimates and assumptions to determine the recoverable amounts. While the Group believes that the assumptions used are reasonable and appropriate, these estimates and assumptions can materially affect the consolidated financial statements. Future adverse events may cause the management to conclude that the affected assets are impaired and may have a material impact on the Group's financial condition and results of operations.

There was no impairment loss recognized for the three months ended March 31, 2025 and 2024.

The carrying values of nonfinancial assets subject to impairment review are as follows:

	March 31, 2025 ***(Unaudited)***	December 31, 2024 *(Audited)*
Property and equipment	**₱154,059,315,671**	₱155,444,145,263
Advances to contractors	**505,612,201**	818,754,074
Input VAT - net	**3,263,908,486**	3,156,043,050
Creditable withholding tax	**637,648,286**	613,580,503
Advances to suppliers	**264,152,451**	283,693,149
Operating equipment	**850,794,450**	973,562,100
	₱159,581,431,545	₱161,289,778,139

Determining Retirement Benefits Liability. The determination of the Group's obligation and cost for retirement benefits is dependent on the selection of certain assumptions used by the Group's actuaries in calculating such amounts. While it is believed that the Group's assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions may materially affect the Group's retirement liabilities.

Retirement liability amounted to ₱2.0 billion as of March 31, 2025 and December 31, 2024.

Recognition of Deferred Tax Assets and Liabilities. The Group reviews the carrying amounts at the end of each reporting period and reduced the deferred tax assets to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. The Group's assessment on the recognition of deferred tax assets on NOLCO, MCIT and deductible temporary differences is based on the level and timing of forecasted taxable income of the subsequent reporting periods. The forecast is based on past results and future expectations on revenues and expenses as well as future tax planning strategies. However, there is no assurance that the Group will generate sufficient taxable income to allow all or part of its deferred income tax assets to be utilized.

The Group has no net deferred tax assets balance as of March 31, 2025 and December 31, 2024.

3. Cash and Cash Equivalents

This account consists of:

	March 31, 2025 *(Unaudited)*	December 31, 2024 *(Audited)*
Cash on hand	**₱4,510,207,634**	₱4,999,189,009
Cash in banks	**24,373,177,130**	22,659,093,291
Temporary cash investments	**271,360,571**	268,838,217
Debt collateral accounts	**4,305,451,653**	5,251,504,214
	₱33,460,196,988	₱33,178,624,731

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

Temporary cash investments are made for varying periods of up to three months depending on the immediate cash requirements of the Group and earn interest at the prevailing short-term investment rates.

Debt collateral accounts are bank accounts maintained by the Group as collateral for its long-term debt.

4. Receivables

This account consists of:

	March 31, 2025 *(Unaudited)*	December 31, 2024 *(Audited)*
Gaming	**₱1,455,880,453**	₱2,052,145,722
Receivable from a third party	**225,952,000**	300,952,000
Receivables from officers and employees	**110,932,943**	123,140,880
Hotel	**81,552,392**	152,934,200
Receivable from related parties	**64,587,553**	65,100,222
Interest receivable	**622,798**	1,977,648
Others	**206,387,561**	233,868,423
	2,145,915,700	2,930,119,095
Less allowance for ECL	**585,914,180**	587,717,303
	₱1,560,001,520	₱2,342,401,792

Gaming receivables mainly include casino markers issued to gaming promoters and VIP premium casino patrons. Casino markers pertain to credits granted to registered casino patrons. These markers are noninterest-bearing and are normally collected within 90 days.

Contemplated Investment in Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp.
On May 6, 2022, Bloomberry signed a term sheet with PH Travel and Leisure Corp., a subsidiary of PH Resorts Group Holdings, Inc. which covers the proposed investment of Bloomberry into Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp. which are developing the Emerald Bay Resort Hotel and Casino in Punta Engano, Lapu-Lapu City, Cebu, and The Base Resort Hotel and Casino in Clark, Pampanga, respectively. The term sheet is subject to several Conditions to Closing including: (a) the execution of mutually acceptable definitive agreements; (b) approval of regulators;

(c) approval of creditors; (d) completion of audited financial statements; (d) corporate approvals, and cooperation on and satisfactory result of due diligence, among others.

On March 22, 2023, Bloomberry terminated the term sheet after considering the results of due diligence. The parties agreed that the P1.0 billion deposit made under the term sheet shall be returned to Bloomberry through execution of certain transactions. The parties agreed that the remaining balance as of March 31, 2025 shall be returned to Bloomberry on or before June 30, 2025.

Receivables from officers and employees primarily pertain to cash advances which are normally settled within one year through salary deduction.

Hotel receivables pertain to various food, beverage, and hotel service fees receivable from hotel guests which are collected upon check-out. This includes credit card transactions, which are normally collected within one month.

Receivables from related parties pertain to aircraft maintenance reimbursements. These receivables are non-interest bearing and are normally settled within one year.

Interest receivable pertains to interest from temporary cash investments which is normally received within one year.

Allowance for ECL pertains to casino markers that the Group has assessed as doubtful on an individual and collective basis.

5. Property and Equipment

Construction in progress represents costs incurred in the development of Solaire North as well as improvement of Solaire and Jeju Sun properties. Costs incurred mainly include raw materials procurement, general construction works, architectural design services, engineering consultancy and construction supervision services, interior design services, excavation costs and capitalized interest charges on long-term debt.

As of March 31, 2025 and December 31, 2024, property and equipment includes construction in progress pertaining to the costs related to ongoing construction at Solaire North as well as improvements in Solaire and Jeju Sun property.

Bloomberry, through Solaire Korea, purchased in May 2015 a 12.2-hectare property in Muui Island and the entire 20.96-hectare Silmi Island in the Republic of Korea. Muui Island and Silmi Island are within the coverage of the Incheon Free Economic Zone. They are intended to be developed into a leisure and tourism complex with entertainment facilities and mixed-used developments.

In April 2018, the Group purchased from PAGCOR the two parcels of land where Solaire Resort & Casino and its expansion area is located for a total acquisition cost of ₱37.3 billion. The land was previously being leased from PAGCOR.

On May 18, 2022, Bloomberry through SPC entered into an agreement with a group of landowners comprising Boulevard Holdings Inc., Puerto Azul Land, Inc., Ternate Development Corporation and Monte Sol Development Corporation (the “Sellers”) for the purchase by SPC of a total of 2,797,768 square meters of land in the Paniman area in Ternate, Cavite at the average price of P2,700 per square meter. As of March 31, 2025, SPC has purchased 220 lots with a total land area of 1,808,334 square meters.

As of March 31, 2025 and December 31, 2024, BRHI’s property and equipment under mortgage has a carrying value of ₱139.1 billion and ₱140.0 billion, respectively.

There were no major disposals or write-downs of property and equipment for the three months ended March 31, 2025. Additions for the period amounted to ₱815.0 million. As of March 31, 2025 and December 31, 2024, property and equipment amounted to ₱154.1 billion and ₱155.4 billion, respectively.

6. Other Noncurrent Assets

	March 31, 2025 (Unaudited)	December 31, 2024 *(Audited)*
Input tax	**₱2,587,322,880**	₱2,561,274,665
Operating equipment	**850,794,450**	973,562,100
Creditable withholding tax	**637,648,286**	613,580,503
Investment in joint venture	**383,312,975**	383,312,975
Deposit to landowners and others	**282,799,466**	282,799,466
Restricted cash	**211,563,672**	164,057,810
Security deposits	**117,220,751**	115,127,427
Investment in club shares	**50,000,000**	56,000,000
Others	**7,862,380**	8,439,009
	₱5,128,524,860	₱5,158,153,955

Operating equipment pertains to linen, china, glassware, kitchen wares and uniforms purchased by the Group to be amortized over a period of two to three years.

Creditable withholding tax ("CWT") represents the amount withheld in relation to sales. These are recognized upon collection and are utilized as tax credits against income tax due as allowed by the Philippine taxation laws and regulations.

Deposit to landowners and other represents noncurrent advance payments made to the landowners and other parties in relation with the Company's plans for property development and future stock purchase and subscription.

Restricted cash represents funds set aside to meet the Group's retirement benefit obligations.

Prepaid debt issue costs primarily pertain to documentary stamp tax on the undrawn balance of the loan facility. Such amount will be presented in the consolidated statement of financial position as reduction from long-term debt upon drawdown and will be amortized over the term of the loan.

Security deposits classified as noncurrent primarily pertain to deposits to utility companies which are refundable upon service termination.

Investment in club shares represents the Group's investment in quoted Manila Polo Club shares which is classified as equity instrument designated at FVOCI.

7. Payables and Other Current Liabilities

This account consists of outstanding chips and other gaming liabilities, customers' deposits, payable to contractors and suppliers, gaming taxes payable, retention payable, output VAT and other taxes payable, tenants' security deposits classified as current, dividends payable and accrued expense payable.

As of March 31, 2025 and December 31, 2024, payables and other current liabilities amounted to ₱15.9 billion and ₱16.5 billion, respectively.

8. **Long-term Debt**

This account consists of:

p	**March 31, 2025 *(Unaudited)***	December 31, 2024 *(Audited)*
Principal:		
₱72.0 billion syndicated loan facility	**₱71,422,781,250**	₱71,962,500,000
₱40.0 billion syndicated loan facility	**40,000,000,000**	40,000,000,000
	111,422,781,250	111,962,500,000
Less unamortized debt discount	**4,926,245,825**	1,774,859,526
	106,496,535,425	110,187,640,474
Less current portion of long-term debt*	**2,077,847,849**	2,073,925,580
	₱104,418,687,576	₱108,113,714,894

Future repayment of the principal follows:

	March 31, 2025 *(Unaudited)*	December 31, 2024 *(Audited)*
Within one year	**₱2,558,875,000**	₱2,358,875,000
After one year but not more than five years	**39,968,187,500**	35,988,750,000
Beyond five years	**68,895,718,750**	73,614,875,000
	₱111,422,781,250	₱111,962,500,000

a. ₱72.0 Billion Syndicated Loan Facility

On October 24, 2024, BRHI (the "Borrower") entered into an aggregate of ₱72.0 billion, ten-year term loan facilities ("Syndicated Loan Facility") with BDO Unibank, Inc., Bank of the Philippine Islands, China Banking Corporation, and Philippine National Bank (each a "Lender", and collectively, the "Lenders") to fully settle the outstanding principal balance of the ₱73.5 billion Syndicated Loan Facility and ₱20.0 billion additional facility.

The ₱72.0 billion Syndicated Loan Facility is payable over 10 years in 40 consecutive quarterly installments on each repayment date commencing on the 3rd month from the initial drawdown date as follows:

	Amount
Year 1	₱2,158,875,000
Year 2	2,158,875,000
Year 3	6,476,625,000
Year 4	6,476,625,000
Year 5	6,476,625,000
Year 6	6,476,625,000
Year 7	6,476,625,000
Year 8	6,476,625,000
Year 9	10,794,375,000
Year 10	17,990,625,000
	₱71,962,500,000

BRHI shall pay interest on the unpaid principal amount of each advance at the applicable interest rate on each interest payment date for the period then ending. The loan bears a

floating interest rate based on higher of the average of closing PHP BVAL reference rate with a tenor of three months and the prevailing BSP 28-day term deposit facility rate, plus a spread of 1.75%. BRHI has a one-time option to convert the floating interest rate to the fixed interest rate exercisable at any time after the full drawdown.

BRHI is obliged to pay, on each date of drawdown, for the first year of the facilities, a commitment fee equivalent to 0.5% per annum, based on the undrawn portion of the commitment.

The ₱72.0 billion Syndicated Loan Facility provides that BRHI is permitted to make optional prepayments anytime until maturity. Upon prepayment, BRHI shall pay the principal, accrued interest and 0.50% penalty based on the amount prepaid for years 1 to 5. No prepayment penalty shall be imposed after the 5th year up to the last repayment date.

The embedded prepayment option on the ₱72.0 billion Syndicated Loan Facility was assessed as clearly and closely related to the loan, thus, not subject for bifurcation.

As of March 31, 2025, this facility has been fully drawn. Outstanding long-term debt, net of unamortized debt discount, amounted to ₱70.8 billion as at March 31, 2025.

b. ₱73.5 billion and ₱20.0 billion Syndicated Loan Facility

On April 10, 2018, BRHI (the "Borrower") entered into an aggregate of ₱73.5 billion, ten-year term loan facilities ("Syndicated Loan Facility") with Banco De Oro Unibank, Inc. (BDO), BDO Private Bank, Inc., China Banking Corporation, Philippine National Bank, PNB Savings Bank, Robinsons Bank Corporation and United Coconut Planters Bank (each a "Lender", and collectively, the "Lenders") to: (i) finance the Borrower's advances to Sureste for the latter's investments; (ii) finance the Borrower's working capital requirements; (iii) refinance the principal amount of all the existing outstanding term loans of the Borrower; and (iv) finance the Borrower's advances to Sureste for refinancing of the principal amount of all of Sureste's existing outstanding term loans.

The ₱73.5 billion Syndicated Loan Facility is payable over 10 years in 40 consecutive quarterly installments on each repayment date commencing on the 3rd month from the initial drawdown date as follows:

	Amount
Year 1	₱2,205,000,000
Year 2	2,205,000,000
Year 3	2,205,000,000
Year 4	2,205,000,000
Year 5	2,205,000,000
Year 6	3,675,000,000
Year 7	7,350,000,000
Year 8	7,350,000,000
Year 9	22,050,000,000
Year 10	22,050,000,000
	₱73,500,000,000

The interest on the unpaid principal amount shall be paid in quarterly payments from the initial drawdown date. The loan bears a fixed interest per annum from initial drawdown date to the 60th month from the initial drawdown date of 7.5% divided by 0.99 and from the 61st month from the initial drawdown date up to the final repayment date of 7.5% divided by 0.95.

BRHI is obliged to pay, on each date of drawdown, for the first year of the facilities, a commitment fee equivalent to 0.5% per annum, based on the undrawn portion of the commitment.

On December 21, 2020, BRHI and Sureste signed with the lenders an amendment to the ₱73.5 billion Syndicated Loan Facility for an additional facility in the principal amount of ₱20.0 billion. The additional facility will be available for two years from the signing of the amendment agreement and can be drawn as needed to save on interest payments.

Any amount borrowed will be payable quarterly within five years from initial drawdown, as follows:

Repayment Date (Quarter from Initial Drawdown Date)	Principal Repayment on each Repayment Date (Percentage of the Principal Amount of the Drawdown)
8th to 12th	4.0%
13th to 16th	5.0%
17th to 20th	15.0%

The additional funding, if drawn, will be used to support the cash flow requirements of Solaire, partially finance capital expenditures for the improvement and refurbishment of existing facilities at Solaire, and partially finance BRHI's working capital requirements and other general corporate purposes. Interest payments on the loan will be based on a higher of the average of PHP BVAL three-month reference rates plus spread of 2.25% which will be reduced to 1.75% if the benchmark rate is 1.5% per annum or higher and minimum interest rate of 4.0% per annum divided by 0.95, calculated on a quarterly basis.

The ₱73.5 billion Syndicated Loan Facility provides that BRHI is permitted to make optional prepayments anytime until maturity. In case of prepayment, BRHI shall pay the principal, accrued interest and 0.50% based on the amount prepaid as penalty in the first year. No prepayment penalty shall be imposed after the first year up to the last repayment date.

The embedded prepayment option on the ₱73.5 billion Syndicated Loan Facility was assessed as clearly and closely related to the loan, thus, not subject for bifurcation.

On October 24, 2024, BRHI entered into an aggregate of ₱72.0 billion Syndicated Loan Facility to fully settle the outstanding principal balance of the ₱73.5 billion Syndicated Loan Facility and ₱20.0 billion additional facility. BRHI accounted for the refinancing as an extinguishment of the ₱73.5 billion Syndicated Loan Facility and ₱20.0 billion additional facility and the recognition of the ₱72.0 billion Syndicated Loan Facility. In 2024, BRHI recognized loss on loan refinancing amounting to ₱469.4 million presented as part of "Other expenses" account in the consolidated statements of comprehensive income.

c. ₱40.0 Billion Syndicated Loan Facility

On February 11, 2019, Sureste and BRHI (the "Borrower") entered into an aggregate of ₱40.0 billion (₱27.0 billion for BRHI and ₱13.0 billion for Sureste) 10-year combined loan facility in the principal amount of ₱40.0 billion (₱27.0 billion for BRHI and ₱13.0 billion for Sureste) with Philippine National Bank, BDO Unibank, Inc., Metropolitan Bank & Trust Company, Union Bank of the Philippines, Bank of Commerce, China Banking Corporation, and Robinsons Bank Corporation (each a "Lender", and collectively, the "Lenders"). BDO Unibank, Inc. - Trust and Investments Group is the security trustee, facility agent and paying agent for the loan facility, while BDO Capital & Investment Corporation acted as the lead arranger and sole bookrunner. The proceeds of the loan will be used by Sureste and BRHI to partially finance the engineering, design, procurement, construction fit-out costs, interest during construction, taxes and duties, financing fees and costs, legal and consulting costs

related to development, financing, construction and fit-out of the gaming facilities and hotel, entertainment, convention, dining and retail facilities, together with related support facilities of Vertis Project (Solaire Resort North).

The ₱40.0 billion Syndicated Loan Facility is payable over ten years in 28 consecutive quarterly installments commencing on the 39th month from the initial drawdown date as follows:

Repayment Date (Month from Initial Drawdown Date)	Installment Date for Each Facility Payment Date (Percentage of the Total Principal Amount Drawn)
39th, 42nd, 45th and 48th	0.25%
51st, 54th, 57th and 60th	0.25%
63rd, 66th, 69th and 72nd	1.25%
75th, 78th, 81st and 84th	2.5%
87th, 90th, 93rd and 96th	3.25%
99th, 102nd, 105th and 108th	7.5%
111th, 114th, 117th and 120th	10%

BRHI and Sureste shall pay interest on the unpaid principal amount of each advance at the applicable interest rate on each interest payment date for the period then ending. The loan bears a floating interest rate based on higher of the average of closing PHP BVAL reference rate with a tenor of three months and the prevailing BSP 28-day term deposit facility rate, plus spread of 1.75%. BRHI and Sureste have a one-time option to convert the floating interest rate to the fixed interest rate exercisable at any time after the full drawdown.

BRHI and Sureste are obliged to pay on each date of drawdown a commitment fee equivalent to 0.5% per annum based on the undrawn portion of the commitment.

The ₱40.0 billion Syndicated Loan Facility provides that BRHI and Sureste are permitted to make optional prepayments anytime until maturity. Upon prepayment, BRHI and Sureste shall pay the principal, accrued interest and penalty based on the amount prepaid in the following percentages: (i) 1% for years 1 to 3 from the initial borrowing date; (ii) 0.5% for year 4; and (iii) .25% for year 5.

On February 13, 2025, BRHI and Sureste signed with the lenders an amendment to the ₱40.0 billion Syndicated Loan Facility. The amendment agreement covers revisions to “Interest Rate” and “Repayment Term”.

The revised Repayment Term provides for the principal to be repaid in quarterly installments in accordance with the following schedule:

Repayment Date (Quarter from Initial Drawdown Date)	Installment Date for Each Facility Payment Date (Percentage of the Total Principal Amount Drawn)
5th to 16th	0.125%
17th to 20th	0.25%
21st to 24th	1.125%
25th to 28th	2.50%
29th to 32nd	3.25%
33rd to 36th	7.50%
37th to 40th h	10.0%

BRHI and Sureste accounted for the amendment as a modification of the existing ₱40.0 billion Syndicated Loan Facility. As a result of the modification, BRHI and Sureste recognized a discount on the loan payable amounting to ₱4.0 billion, which was recorded as an adjustment to the carrying amount of the loan. This discount will be amortized over the remaining term of the loan using the effective interest method.

In the first quarter of 2025, BRHI and Sureste recognized a gain on loan modification amounting to ₱2.9 billion presented as part of "Other expenses" account in the consolidated statements of comprehensive income. The gain reflects the economic benefit arising from the revised terms, particularly the remeasurement of future cash outflows under the amended agreement.

As of March 31, 2025, this facility has been fully drawn. Outstanding long-term debt, net of unamortized debt discount, amounted to ₱35.7 billion and ₱38.8 billion as of March 31, 2025 and December 31, 2024, respectively.

All legal and professional fees, including commitment fee, incurred in relation to the loans were capitalized. Debt issue costs were amortized using EIR method.

Unamortized debt discount, representing capitalized debt issue costs, is presented as deduction from the Group's long-term debt.

Debt Covenants

The Group's ₱73.5 billion, ₱20.0 billion and ₱40.0 billion Syndicated Loan Facilities contain certain restrictive covenants that requires BRHI and Sureste to comply with specified financial ratios and other financial tests at quarterly measurement dates. The Group's loan agreements include compliance with certain financial ratios such as debt-to-equity ratio (computed as total liabilities, net of liabilities backed by cash divided by total equity) and debt service coverage ratio (originally computed as net income, excluding non-cash other income, plus interest expense; depreciation and amortization divided by current portion of long-term debt and interest expense).

The debt covenants on the extinguished ₱73.5 billion and ₱20.0 billion Syndicated Loan Facility will apply to the ₱72.0 billion Syndicated Loan Facility obtained by the Group on October 24, 2024.

In 2020, BRHI's and Sureste's lenders granted the: (a) deferment of financial covenant testing on the audited annual financial statements until the full year 2025; (b) amendment of definition of debt service coverage ratio to net income (excluding non-cash other income) plus interest expense; depreciation and amortization and cash and cash equivalents less liabilities backed by cash divided by current portion of long-term debt and interest expense; and (c) waiver of the negative covenant on incurrence of additional liens.

As of March 31, 2025 and December 31, 2024, BRHI and Sureste are in compliance with these debt covenants.

Collateral

Under the ₱72.0 billion Syndicated Loan Facilities, collateral includes the following:

(i) Assignment of Debt Service Reserve Account

To ensure the payment by Sureste/BRHI of the Loan, Sureste/BRHI shall convey, assign, transfer, set over and confirmed unto the Security Trustee the rights, title and interest of Sureste/BRHI in its Debt Service Reserve Account ("DSRA") required to be maintained by Sureste/BRHI.

The level of funds standing in the DSRA on any date commencing on the initial drawdown date shall be at least the amount of the principal due on the immediately succeeding repayment date and at least twice the amount of the interest due on the immediately succeeding interest payment date.

In case Sureste/BRHI fails to transfer funds to the Paying Agent, or transfers an amount not sufficient to cover the payment of debt service due, on a payment date, the Security Trustee shall debit from the DSRA such amounts as may be necessary to meet such Debt Service and transfer the same to BDO Unibank, Inc. - Trust and Investment Group (Paying Agent).

In the event the funds in the DSRA fall below the DSRA maintaining balance, the Borrower shall replenish the DSRA from its own funds in order that the DSRA maintaining balance shall be met not later than the five Banking days from the date the funds fell below the DSRA Maintaining Balance.

As of March 31, 2025, the Group's debt collateral account related to the ₱72.0 billion Syndicated Loan Facility amounted to ₱2.9 billion (see Note 4).

(ii) Assignment of Vertis Project Agreements

Sureste/BRHI shall assign, convey, set over and transfer absolutely to the Security Trustee, for the benefit of the Secured parties, all of its rights, title and interest, present and future, in and into the Future Project Agreements, the (a) benefit of all claims for damages for the breach by any Counterparty of any term of any of the Project Agreements and all warranties and indemnities contained therein; (b) right to terminate any of the Project Agreements or agree to the suspension thereof; (c) right to compel performance of any of the Project Agreements; (d) the right to agree to any variation of the terms of any of the Project Agreements; and (e) the right to pursue any action, proceeding, suit or arbitration arising in relation to any of the rights assigned and to enforce such rights in the name of Sureste/BRHI.

(iii) Mortgage

As a security for timely payment, discharge, observance and performance of the loan, Sureste/BRHI (a) establishes in favor of the Security Trustee for the benefit of the Lenders, a first ranking real estate mortgage on the present real assets, i.e. leasehold rights over the phase 1 PAGCOR land covered by the PAGCOR lease (now owned by Sureste), and future real assets, i.e. the hotel and gaming facilities and Land; and (b) establish in favor of the Security Trustee for the benefit of the Lender, a first ranking chattel mortgage on the present and future chattels.

(iv) Continuing Suretyship

In consideration of the loan and for other valuable consideration receipt of which the Surety, i.e., Sureste/BRHI, acknowledges, Sureste/BRHI agrees that it shall be solidarily liable with BRHI/Sureste to the Lender and the Security Trustee for the payment of the loan.

(v) Pledge

The Pledgor, i.e., Sureste/BRHI shareholders, shall assign, transfer, deliver, set over and grant to the Security Trustee, a continuing security interest of first priority in, all of its right, title and interest in and to the Pledged Shares, i.e., Sureste/BRHI shares, and the Additional Pledged Shares, whether now owned or existing or hereafter acquired.

Under the ₱73.5 billion Syndicated Loan Facilities, collateral includes the following:

i. Assignment of Debt Service Reserve Account

To ensure the payment by Sureste/BRHI of the Loan, Sureste/BRHI shall convey, assign, transfer, set over and confirmed unto the Security Trustee the rights, title and interest of Sureste/BRHI in its Debt Service Reserve Account (“DSRA”) required to be maintained by Sureste/BRHI.

The level of funds standing in the DSRA on any date commencing on the initial drawdown date shall be at least the amount of the principal due on the immediately succeeding repayment date and at least twice the amount of the interest due on the immediately succeeding interest payment date.

In case Sureste/BRHI fails to transfer funds to the Paying Agent, or transfers an amount not sufficient to cover the payment of debt service due, on a payment date, the Security Trustee shall debit from the DSRA such amounts as may be necessary to meet such Debt Service and transfer the same to BDO –Unibank, Inc. - Trust and Investment Group (Paying Agent).

In the event the funds in the DSRA fall below the DSRA maintaining balance, the Borrower shall replenish the DSRA from its own funds in order that the DSRA maintaining balance shall be met not later than the five Banking days from the date the funds fell below the DSRA Maintaining Balance.

As of December 31, 2024, the Group’s debt collateral account related to the ₱73.5 billion Syndicated Loan Facility amounted to ₱5.5 billion.

ii. Assignment of Project Agreements

Sureste/BRHI shall assign, convey, set over and transfer absolutely to the Security Trustee, for the benefit of the Secured parties, all of its rights, title and interest, present and future, in

and into the Future Project Agreements, the (a) benefit of all claims for damages for the breach by any Counterparty of any term of any of the Project Agreements and all warranties and indemnities contained therein; (b) right to terminate any of the Project Agreements or agree to the suspension thereof; (c) right to compel performance of any of the Project Agreements; (d) the right to agree to any variation of the terms of any of the Project AgIments; and (e) the right to pursue any action, proceeding, suit or arbitration arising in relation to any of the rights assigned and to enforce such rights in the name of Sureste/BRHI.

iii. Mortgage

As a security for timely payment, discharge, observance and performance of the loan, Sureste/BRHI (a) establishes in favor of the Security Trustee for the benefit of the Lenders, a first ranking real estate mortgage on the present real assets, i.e. leasehold rights over the phase 1 PAGCOR land covered by the PAGCOR lease, and future real assets, i.e. the hotel and gaming facilities and Land; and (b) establish in favor of the Security Trustee for the benefit of the Lender, a first ranking chattel mortgage on the present and future chattels.

iv. Continuing Suretyship

In consideration of the loan and for other valuable consideration receipt of which the Surety, i.e. Sureste/BRHI, acknowledges, Sureste/BRHI agrees that it shall be solidarily liable with BRHI/Sureste to the Lender and the Security Trustee for the payment of the loan.

v. Pledge

The Pledgor, i.e. Sureste/BRHI shareholders, shall assign, transfer, deliver, set over and grant to the Security Trustee, a continuing security interest of first priority in, all of its right, title and interest in and to the Pledged Shares, i.e. Sureste/BRHI shares, and the Additional Pledged Shares, whether now owned or existing or hereafter acquired.

Under ₱40.0 billion Syndicated Loan Facilities, collateral includes the following:

i) Assignment of Debt Service Reserve Account

To ensure the payment by Sureste/BRHI of the Loan, Sureste/BRHI shall convey, assign, transfer, set over and confirmed unto the Security Trustee the rights, title and interest of Sureste/BRHI in its DSRA required to be maintained by Sureste/BRHI.

The level of funds standing in the DSRA on any date commencing on the initial drawdown date shall be at least the amount of the principal due on the immediately succeeding repayment date and at least twice the amount of the interest due on the immediately succeeding interest payment date.

In case Sureste/BRHI fails to transfer funds to the Paying Agent, or transfers an amount not sufficient to cover the payment of debt service due, on a payment date, the Security Trustee shall debit from the DSRA such amounts as may be necessary to meet such Debt Service and transfer the same to BDO Unibank, Inc. - Trust and Investment Group (Paying Agent).

In the event the funds in the DSRA fall below the DSRA maintaining balance, the Borrower shall replenish the DSRA from its own funds in order that the DSRA maintaining balance shall be met not later than the five Banking days from the date the funds fell below the DSRA Maintaining Balance.

As of March 31, 2025 and December 31, 2024, the Group’s debt collateral account related to the ₱40.0 billion Syndicated Loan Facility amounted to ₱1.4 billion.

ii) Assignment of Vertis Project Agreements

Sureste/BRHI shall assign, convey, set over and transfer absolutely to the Security Trustee, for the benefit of the Secured parties, all of its rights, title and interest, present and future, in and into the Future Project Agreements, the (a) benefit of all claims for damages for the breach by any Counterparty of any term of any of the Vertis Project Agreements and all warranties and indemnities contained therein; (b) right to terminate any of the Project Agreements or agree to the suspension thereof; (c) right to compel performance of any of the Vertis Project Agreements; (d) the right to agree to any variation of the terms of any of the ProjectIreements; and (e) the right to pursue any action, proceeding, suit or arbitration arising in relation to any of the rights assigned and to enforce such rights in the name of Sureste/BRHI.

iii) Mortgage

As a security for timely payment, discharge, observance and performance of the loan, Sureste/BRHI (a) establishes in favor of the Security Trustee for the benefit of the Lenders, a first ranking real estate mortgage on the present real assets, i.e. Present Vertis Real Assets, and future real assets, i.e. the Vertis hotel and gaming facilities; and (b) establish in favor of the Security Trustee for the benefit of the Lender, a first ranking chattel mortgage on the present and future chattels.

iv) Continuing Suretyship

In consideration of the loan and for other valuable consideration receipt of which the Surety, i.e. Sureste/BRHI, acknowledges, Sureste/BRHI agrees that it shall be solidarily liable with BRHI/Sureste to the Lender and the Security Trustee for the payment of the loan.

v) Pledge

The Pledgor, i.e. Sureste shareholders, pledges, hypothecates, delivers and grants to the Security Trustee, a continuing security interest of first priority in, all of its right, title and interest in and to the Pledged Shares, i.e. BRHI shares, and the Additional Pledged Shares, whether now owned or existing or hereafter acquired.

9. **Related Party Transactions**

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

The Group has a contractual arrangement with a related party for the use of aircrafts. Other related party transactions include contribution to the Bloomberry Cultural Foundation, advances to officers and employees, short-term and long-term employee benefits to key management officers and indemnification by BRHI and Sureste of expenses of a related party who was dragged into the GGAM case.

10. **Equity**

Capital Stock

Capital stock consists of:

	March 31, 2025 *(Unaudited)*		December 31, 2024 *(Audited)*	
	Shares	**Amount**	Shares	Amount
Capital Stock - ₱1 par value				
Authorized	15,000,000,000	₱15,000,000,000	15,000,000,000	₱15,000,000,000
Issued	11,591,998,225	11,591,998,225	11,591,998,225	11,591,998,225
Issued and outstanding	11,458,691,084	10,797,156,297	11,458,691,084	10,797,156,297

Stock Incentive Plan

The Stockholders of the Parent Company approved on June 25, 2012 a Stock Incentive Plan ("SIP") for directors, officers, and employees of the Group, effective for a period of ten years, and was amended and extended by the BOD for another 10 years on April 21, 2022. The Participants to the SIP are: permanent and regular employees of the Group or its affiliates with at least one year tenure; officers and directors of the Group; officers and directors of affiliates of the Group except non-executive directors of Parent Company; and other persons who have contributed to the success and profitability of the Group or its affiliates.

The SIP is administered by the Stock Incentive Committee ("SIC") composed of three directors or officers to be appointed by the BOD. The SIC shall determine the number of shares to be granted to a participant and other terms and conditions of the grant.

Unissued shares from the authorized capital stock or treasury shares, together with shares already granted under the SIP, which are equivalent to seven percent (7%) of the resulting total outstanding shares of the Group, shall be allocated for the SIP.

The grant of shares under the SIP does not require an exercise price to be paid by the awardee. Shares awarded shall vest in three years: 25% on the first anniversary date of the award; 25% on the second anniversary date of the award; and the remaining 50% on the third anniversary date of the award. Vesting grants the participant absolute beneficial title and rights over the shares, including full dividend and voting rights.

Unless the SIC determines otherwise, when dividends are declared by Bloomberry, the number of shares subject to an award shall be increased by the number equal in value to the dividends the awardee would have received in respect of an award had the shares awarded to the awardee vested at the time of the dividend declaration. This is designated as the Dividend Re-investment Plan ("DRIP").

Stock awards, including DRIP shares, granted by the SIC to officers and employees of the Group are shown below:

	Number of Shares Granted	Fair Value per Share at Grant Date
May 16, 2018*	22,716,446	12.66
June 8, 2018*	91,068	11.40
August 1, 2018*	105,987	9.00
March 18, 2019*	25,465,791	11.62
May 15, 2020*	66,985,802	5.40
January 15, 2021	152,992	8.20
April 13, 2022	33,689,758	6.30
June 5, 2023	43,556,122	10.59
April 16, 2024	34,345,660	10.00

**includes DRIP shares*

Fair value per share was based on the market price of stock at the date of grant.

Movements in the stock awards granted (number of shares) for the periods ended March 31, 2025 and December 31, 2024 follow:

	March 31, 2025 *(Unaudited)*	December 31, 2024 *(Audited)*
Balance at beginning of period	**73,036,216**	68,823,435
Stock awards granted	**–**	34,345,660
Stock awards vested	**–**	(28,322,890)
Stock awards of resigned/terminated employees	**–**	(1,809,989)
Balance at end of period	**73,036,216**	73,036,216

Total compensation expense on the stock awards recognized in the first quarter of 2025 and 2024 as part of "Operating costs and expenses" account in the unaudited consolidated statements of comprehensive income amounted to ₱82.4 million and ₱77.9 million, respectively. The stock incentive obligation recognized as "Share-based payment plan" in the unaudited consolidated statements of financial position amounted to ₱448.4 million and ₱365.9 million as of March 31, 2025 and December 31, 2024, respectively.

Treasury Shares

The movement in treasury shares follows:

	March 31, 2025 *(Unaudited)*		December 31, 2024 *(Audited)*	
	Shares	**Amount**	Shares	Amount
Balance at beginning of period	**161,630,031**	**₱971,296,016**	200,298,063	₱1,191,685,068
Issuance for share-based payments	**–**	**–**	(38,668,032)	(220,389,052)
Balance at end of period	**161,630,031**	**₱971,296,016**	161,630,031	₱971,296,016

Set out below is Bloomberry's track record of issuance of its securities:

	Number of Shares		
Date of Approval	Authorized	Issued/ Subscribed	Issue/ Offer Price
May 3, 1999*	120,000,000	80,000,000	₱1.00
February 27, 2012**	15,000,000,000	9,211,840,556	1.00
May 2, 2012**	15,000,000,000	1,179,963,700	7.50
May 31, 2012***	15,000,000,000	117,996,300	7.50
November 10, 2014****	15,000,000,000	435,000,000	13.00
December 18, 2014****	15,000,000,000	8,197,669	12.60
September 28, 2023****	15,000,000,000	559,000,000	10.00

**Date when the registration statement covering such securities was rendered effective by the SEC*
***SEC approval of the increase in the authorized capital stock; Offer Shares sold at ₱7.50 on May 2, 2012*
****Transaction date per SEC Form 23-B; Includes Offer Shares and Over-Allotment Option*
*****Transaction date per SEC Form 17-C*

As of March 31, 2025 and December 31, 2024, Bloomberry has total shareholders of 94 and 92, respectively, on record. For this purpose, public shares held under PCD Nominee are counted as two (one for PCD Nominee - Filipino and another for PCD Nominee - Foreign).

Cost of Shares Held by a Subsidiary
This account pertains to Bloomberry shares owned by BRHI amounting to ₱17.3 billion as of March 31, 2025 and December 31, 2024.

Dividend Declaration
On March 11, 2025, the Parent Company's BOD approved the declaration of cash dividend of ₱0.0847 per share or an aggregate amount of ₱923.2 million to stockholders on record as of March 25, 2025 and payable on April 3, 2025.

11. **Costs and Expenses**

	Three Months Ended March 31	
	2025	2024
	(Unaudited)	*(Unaudited)*
Operating costs and expenses	**₱11,851,750,476**	₱8,387,134,830
Interest expense	**2,134,569,502**	1,577,321,195
Foreign exchange losses (gains) - net	**85,849,741**	(118,832,549)
Others	**(3,031,221,028)**	–
	₱11,040,948,691	₱9,845,623,476

12. **Lease Agreements**

The Group has lease contracts related to its land, building and gaming equipment. The following are the lease terms of the leases:

Land	10 to 20 years
Building	3 years
Gaming equipment	3 years

The Group's obligations under these leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets. Extension and termination options are normally mutually agreed by lessor and lessee.

The Group also has certain leases of equipment and other assets with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The Group has no lease contracts that contain variable payments.

Shown below is the maturity analysis of the undiscounted lease payments:

	Amount
1 year	₱16,765,375
more than 1 years to 2 years	3,911,867

Lease with PAGCOR
On May 7, 2010, BRHI entered into a contract of lease with PAGCOR to lease 83,084 square meters of land for the construction of the hotel, gaming and entertainment facility. The lease period was for 23 years, and was co-terminus with the term of lessor as provided in the PAGCOR charter which will expire on July 11, 2033, unless sooner revoked, rescinded or cancelled. The annual lease rental is based on the schedule provided for in the agreement.

In 2013, an addendum to the contract of lease covering an additional 3,733 square meters of PAGCOR land, was executed. In December 2014, a second addendum to the contract of lease covering an additional 73,542 square meters of PAGCOR land was also executed.

In 2018, Sureste purchased from PAGCOR the 16-hectare land in Entertainment City where Solaire and its expansion area is located for a purchase price of ₱37.3 billion. Sureste fully paid the purchase price and PAGCOR signed the Deed of Absolute Sale on June 4, 2018 for the two parcels of land with an area of 3,733 square meters and 156,626 square meters. Title to the two parcels of land were issued to Sureste on August 15, 2018.

Other Leases
The Group also entered into other various lease contracts for a period of one year renewable annually upon mutual agreement of both parties.

Rental charges related to these leases, presented under "Operating costs and expenses" in the consolidated statements of comprehensive income for the three months ended March 31, 2025 and 2024 amounted to ₱31.7 million and ₱21.0 million, respectively.

Security deposits related to the leases discussed above amounted to ₱17.3 million and ₱16.7 million as of March 31, 2025 and December 31, 2024, respectively.

As a Lessor
The Group entered into operating leases with various premium brand boutiques in The Shoppes (see Note 1). These leases have terms between 1 to 6 years. Rent income amounting to ₱124 million and ₱224.4 million was recognized as part of "Retail and others" account in the consolidated statements of comprehensive income.

Rent receivable on these operating leases arising from straight-line amortization amounting to ₱38.1 million and ₱38.3 million as of March 31, 2025 and December 31, 2024 is presented under "Other receivables", respectively. Tenants' security deposit classified as current amounting to ₱40.3 million and ₱213.1 as of March 31, 2025 and December 31, 2024, respectively, is presented under "Payables and other current liabilities" in the consolidated statements of financial position. Tenants' security deposits classified as noncurrent, presented under "Other noncurrent liabilities", amounted to ₱91.2 million and ₱77.3 million as of March 31, 2025 and December 31, 2024, respectively. These are carried at amortized cost using the EIR method. Discount amortization, included as part of the "Interest expense" account in the 2025 and 2024 consolidated statements of comprehensive income, amounted to ₱3.9 million and ₱4.8 million, respectively.

Unearned rent amounting to ₱15.5 million and ₱13.4 million as of March 31, 2025 and December

31, 2024, presented under "Other noncurrent liabilities", represents the excess of the principal amount of the deposit over its fair value and will be amortized on a straight-line basis over the lease term. Amortization of unearned rent amounting to ₱1.6 million and ₱5.4 million for the three months ended March 31, 2025 and 2024, respectively, was recognized as part of "Retail and others" account in the consolidated statement of comprehensive income.

Future minimum lease payments under these operating leases as of March 31, 2025 are as follows:

	Amount
Within one year	₱288,403,870
Beyond one year but not later than five years	420,815,783
	₱709,219,653

13. **Commitments and Contingencies**

a. Under the license agreement with PAGCOR, BRHI has the following commitments, among others:

- To secure a surety bond in favor of PAGCOR in the amount of ₱100.0 million to ensure prompt and punctual remittance/payment of all license fees.

- License fees remitted on a monthly basis, in lieu of all taxes with reference to the income component of the Gross Gaming Revenues: (a) 15% of the gross gaming revenues generated by high roller tables; (b) 25% of the gross gaming revenues generated by non-high roller tables; (c) 25% of the gross gaming revenues generated by slot machines and electronic gaming machines; and (d) 15% of the gross gaming revenues generated by junket operation.

- In addition to the license fees, BRHI is required to remit 2% of gaming revenues generated from non-junket operation tables to a foundation devoted to the restoration of Philippine cultural heritage, as selected by BRHI and approved by PAGCOR. BRHI has established Bloomberry Cultural Foundation Inc. ("BCF") for this purpose. Amount due to BCF, recognized as part of "Operating costs and expenses" account for the three months ended March 31, 2025 and 2024, amounted to ₱168.8 million and ₱120.1 million, respectively. Outstanding amount payable to BCF as of March 31, 2025 and December 31, 2024, presented as part of "Payable and other current liabilities" account, amounted to ₱40.8 million ₱49.3 million, respectively. Furthermore, the Group has advances to BCF amounting to ₱0.3 million and ₱0.4 million as of March 31, 2025 and December 31, 2024, presented as part of "Prepayments and other current assets" account, respectively, in the consolidated statements of financial position.

- PAGCOR collects a 5% fee on non-gaming revenue received from food and beverage, retail and entertainment outlets. All revenues of hotel operations are not subject to the 5% except rental income received from retail concessionaires.

- Grounds for revocation of the license, among others, are as follows: (a) failure to comply with material provision of this license; (b) failure to remit license fees within 30 days from receipt of notice of default; (c) bankruptcy or insolvency; (d) delay in construction of more than 50% of the schedule; and (e) debt-to-equity ratio exceeds 70:30. As of March 31, 2025 and December 31, 2024, BRHI and Sureste have complied with the required debt-to-equity ratio.

  Total PAGCOR license fee recognized (including the amount due to BCF), shown as part of "Taxes and licenses" account, amounted to ₱3.0 billion and ₱2.6 billion for the period ended March 31, 2025 and 2024. Outstanding amount payable to PAGCOR and BCF, presented as "Gaming taxes payable", amounted to ₱916.9 million and ₱1.1 billion as of March 31, 2025

and December 31, 2024, respectively.

b. The Group has entered into the following significant contracts related to the Solaire Resort North Project:

HABITUS DESIGN PTE, LTD.
In June 2018, Sureste engaged Habitus Design Pte, Ltd. ("Habitus") for Master Concept Design and design management consultancy services for the Solaire Resort North Project with an agreed original contract amounting to US$3.65 million (₱175.3 million). The original contract period was extended until December 2021. In July 2022, Habitus is engaged anew for Interior Design Consultancy and Advisory Services and for the Construction Administration for a total contract price of US$5.6 million. As of March 31, 2025 and December 31, 2024, Sureste has paid US$5.6 million (₱295.3 million) and US$5.57 million (₱293.2 million), respectively, to Habitus Design Pte, Ltd.

PRIME BMD - DMCI JOINT VENTURE
On December 12, 2019, Sureste entered into a contract agreement with PRIME BMD - DMCI Joint Venture ("PBD Joint Venture") for the General Construction delivery of Solaire Resort North Project. The contract price of ₱5.5 billion, VAT-inclusive, includes a re-measurable component of the general contract works and a lumpsum component of the enabling works. Forecasted project completion is at the end of 2024. As of March 31, 2025 and December 31, 2024, Sureste has paid ₱5.5 billion and ₱5.0 billion, respectively, to PBD Joint Venture.

F.R. Sevilla Industrial and Development Corporation
In February 2022, Sureste engaged F.R. Sevilla Industrial and Development Corporation ('F.R. Sevilla") for the combined Mechanical Works for Podium & Energy Center and for Basement & Tower of the Solaire Resort North Project with an agreed original contract amounting to ₱1.23 billion, VAT-inclusive. As of March 31, 2025 and December 31, 2024, Sureste has paid ₱1.4 billion to F.R. Sevilla.

E.E. Black, Ltd
Sureste engaged E.E. Black, Ltd ('E.E. Black") for the Level 8-18 Fit-out works in May 2022, and Level 27-33 + Lift Cab Fit-out works in September 2022, of the Solaire Resort North Project with an agreed combined contract amounting to ₱1.3 billion, VAT-inclusive. As of March 31, 2025 and December 31, 2024, Sureste has effectively paid ₱1.3 billion and ₱1.2 billion, respectively, to E.E. Black.

c. BRHI and G&L entered into junket operator agreements with junket operators who have the primary responsibility of directing gaming patrons to the casino. Based on these agreements, these junket operators are compensated based on a certain percentage of the wins or rolling chips. Gaming promoters' expense presented as contra-revenue for the three months ended March 31, 2025 and 2024 amounted to ₱1.2 billion and ₱1.4 billion, respectively. Receivable from junket operators as of March 31, 2025 and December 31, 2024 amounted to ₱1.6 billion and ₱1.6 billion, respectively.

d. On September 9, 2011, Sureste and BRHI jointly entered into a Management Services Agreement ("MSA") with Global Gaming Philippines LLC ("GGAM") for technical assistance on all aspects of planning, design, layout, and construction of the Project within Entertainment City and for services related to recruitment, selection, and hiring of employees for the Project. GGAM through the Management Team shall also provide management and other related services upon commencement of the Project's commercial operations. Fees per contract amounts to US$100,000 per month for the technical assistance and US$75,000 monthly for services related to the preopening operations. Upon commencement of the commercial operations and five years thereafter, the Group will pay GGAM annual fees equivalent to certain percentages of Sureste's and BRHI's earnings before interest, taxes, depreciation and

amortization.

Sureste and BRHI terminated the MSA effective September 12, 2013 because of material breach of the MSA by GGAM after prior notice and failure of discussions to settle their dispute. GGAM denies having breached the MSA and alleges that it is BRHI and Sureste who breached the MSA. The parties submitted their dispute to arbitration before a 3-member arbitral tribunal in Singapore under the arbitration rules of the United Nations Commission on International Trade Law ("UNCITRAL") using Philippine law as the governing law.

Under the MSA, GGAM was granted an option over the shares of BRHI and Sureste. After the backdoor listing of Bloomberry the option was granted under an Equity Option Agreement to purchase up to 921.2 million shares, equivalent to 9.91% of Bloomberry's outstanding shares (prior to Bloomberry's top-up equity offering) from PSHI at a purchase price equivalent to ₱1.00 per share plus US$15 million. On December 21, 2012, GGAM exercised its option to purchase 921,184,056 shares of Bloomberry from PSHI at the agreed option strike price of ₱1.67 per share and was crossed through the Philippine Stock Exchange on December 28, 2012. On February 25, 2014, the Makati Regional Trial Court (MRTC) granted the application of BRHI, Sureste and PSHI for measures of protection in the form of writs of preliminary attachment and preliminary injunction to restrain GGAM from disposing the Bloomberry shares in order to maintain the status quo. GGAM filed a petition for review on certiorari with the Court of Appeals against the decision of the MRTC.

On December 9, 2014, the tribunal issued its Order in Respect of Claimants' Interim Measures of Protection, declaring among others, that the February 25, 2014 Order of MRTC is superseded and that parties are restored to their status quo ante as of January 15, 2014 and allowed GGAM to sell the shares.

GGAM filed a Manifestation with the MRTC concerning the order of the arbitral tribunal and seeking assistance in the enforcement thereof. BRHI, Sureste and PSHI filed a Counter-Manifestation on impropriety of GGAM Manifestation given its non-compliance with requirements of the Special Rules of Court on Alternative Dispute Resolution (Special ADR Rules) for enforcement of judgment/interim measures of protection. GGAM also filed a Manifestation and Motion with the Court of Appeals seeking the same relief as that filed with the MRTC. BRHI, Sureste and PSHI filed a Comment/Opposition arguing against the grant of the Motion with the Court of Appeals for non-compliance with the Special ADR Rules as well as for forum-shopping. In a resolution dated May 29, 2015 and affirmed on November 27, 2015, the Court of Appeals remanded back the case to the MRTC for further proceedings.

On September 20, 2016, the arbitral tribunal issued a partial award on liability. It declared that 1) GGAM (Claimants) has not misled BRHI/Sureste (Respondents) into signing the MSA, and the Respondents were not justified to terminate the MSA because the services rendered by the Respondent's Management Team should be considered as services rendered by GGAM under the MSA, 2) rejected GGAM's claim that GGAM was defamed by the publicized statements of the Chairman of BRHI/Sureste, 3) that there is no basis for Respondents to challenge GGAM's title to the 921,184,056 Bloomberry shares because the grounds for termination were not substantial and fundamental, thus GGAM can exercise its rights in relation to those shares, including the right to sell them; 4) reserved its decision on reliefs, remedies and costs to the Remedies Phase which is to be organized in consultation with the Parties, 5) reserved for another order its resolution on the request of GGAM: (a) for the Award to be made public, (b) to be allowed to provide a copy of the Award to Philippine courts, government agencies and persons involved in the sale of the shares, and (c) to require BRHI/Sureste and Bloomberry to inform Deutsche Bank AG that they have no objection to the immediate release of all dividends paid by Bloomberry to GGAM.

On August 31, 2017, BRHI and Sureste filed a request for reconsideration of the partial award in the light of U.S. DOJ and SEC findings of violations of the Foreign Corrupt Practices Act by GGAM officers Weidner and Chiu, and for false statements and fraudulent concealment by

GGAM in the arbitration. GGAM opposed the request on September 29, 2017. In a decision dated November 22, 2017, the tribunal denied the request for reconsideration saying it has no authority to reconsider the partial award under Singapore law. The tribunal said that the courts might be the better forum to look into the allegations of fraud.

On December 21, 2017, BRHI and Sureste filed a petition in the High Court of Singapore to set aside the June 20, 2017 judgment of the Court and to either remit the partial award to the tribunal for correction, or otherwise set aside the partial award based on the fraud allegations previously raised in the request for reconsideration.

In a resolution dated November 23, 2017, the MRTC affirmed the continuing validity of its February 25, 2014 order and the writ of preliminary injunction and attachment issued pursuant thereto. GGAM filed a petition for review with the Court of Appeals to question this MRTC order. The Court of Appeals denied this petition, and GGAM filed a petition in the Supreme Court to question the decision of the Court of Appeals.

On September 27, 2019, BRHI and Sureste received the Final Remedies Award of the arbitration tribunal. The Final Award awarded less than half of the damages sought by GGAM. It provides that:

a) Respondents pay US$85.2 million as damages for lost management fees to Claimants;
b) Respondents pay US$391,224 as pre-termination fees and expense to Claimants;
c) Respondents pay ₱10,169,871,978.24 for the (921,184,056) GGAM shares in Bloomberry in exchange for Claimants turning over the Shares after the payment. If Respondents do not pay for the Shares, GGAM may sell the Shares in the market and Respondents are directed to take all steps necessary to facilitate this sale. Respondents will be liable for the difference in the selling price if it is less than the awarded price;
d) Respondents to take all steps necessary to release to GGAM the cash dividends on the Shares (currently subject of the injunction of the RTC Makati);
e) Respondents to pay Claimants Cost of US$14,998,052.
f) Post-award interest at the annual rate of 6%, compounded annually, or 50 basis per month for the pre-termination expenses in (b), beginning 30 days after the Award.

On November 5, 2019, BRHI and Sureste filed in the Singapore High Court an application to set aside the Final Award on the grounds of fraud and fraudulent concealment among others. BRHI and Sureste received a decision of the Singapore High Court dated January 3, 2020 in Originating Summons 1432 of 2017 (OS 1432) dismissing their petition to vacate and oppose the enforcement of the Partial Award of the Arbitration Tribunal dated September 20, 2016. The Court said that the FCPA Findings (referring to the U.S. Department of Justice non-prosecution agreement with Las Vegas Sands and the U.S. SEC order on Foreign Corrupt Practices Act involving Weidner and Chiu while they were with Las Vegas Sands) "do not constitute strong and cogent evidence of any species of fraud" raised by Sureste and BRHI against GGAM. On February 3, 2020, BRHI and Sureste appealed this decision to the Court of Appeals in Singapore. In a decision dated February 16, 2021, the Singapore Court of Appeals denied the appeal of BRHI and Sureste.

On May 29, 2020, the Singapore High Court issued a decision dismissing Sureste and BRHI's petition to set aside/resist enforcement of the Final Award of the Arbitration Tribunal dated September 27, 2019.

The Singapore High Court ruled that the "Constructive Remedy," which requires Sureste and BRHI to either (1) pay for the Bloomberry shares held by GGAM in exchange for the Bloomberry shares, or (2) take steps to facilitate GGAM's sale of the Bloomberry shares, was not outside the scope of the parties' arbitration agreement. The Singapore High Court also rejected the challenges based on the FCPA Findings (referring to the findings of the U.S. Department of Justice and the U.S. Securities and Exchange Commission regarding conduct

by two of GGAM's four executives during their tenure at Las Vegas Sands that violated the U.S. Foreign Corrupt Practices Act (FCPA) and GGAM's fraudulent concealment of evidence during the Arbitration. The Singapore High Court likewise denied the argument that GGAM Netherlands, to which the MSA was assigned, was a sham entity established solely to evade U.S. and Philippine taxes, because the Arbitration Tribunal rejected the same argument, and thus, the High Court found that the grant of damages to GGAM Netherlands is not contrary to Singapore public policy. Costs were charged against Sureste and BRHI.

On June 29, 2020, Sureste and BRHI filed a Notice of Appeal to the Singapore Court of Appeals to appeal the Singapore High Court's decision dated May 29, 2020 in case number OS 1385 dismissing Sureste and BRHI's petition to set aside/resist enforcement of the Final Award of the Arbitration Tribunal dated September 27, 2019 docketed as CA98. On October 4, 2021, the Singapore Court of Appeals issued a decision which denied the appeal of BRHI and Sureste against the decision dated May 29, 2020.

BRHI and Sureste were advised by Philippine counsel that an award of the Arbitral Tribunal can only be enforced in the Philippines through an order of a Philippine court of proper jurisdiction after appropriate proceedings taking into account applicable Philippine law and public policy. GGAM has not filed the required petition to enforce the arbitral award in the Philippines.

On March 29, 2021, GGAM (without GGAM Netherlands joining) sued Enrique K. Razon Jr., BRHI, Sureste and other companies in the U.S. associated with Mr. Razon in the U.S. District Court in Southern District of New York. By this suit GGAM wants to enforce in the U.S. against Mr. Razon personally and companies in the U.S. associated with him the arbitral award that was issued only against BRHI and Sureste. On March 21, 2022, the court did not grant the motion to dismiss the complaint of GGAM as against Sureste, BRHI and Mr. Enrique K. Razon Jr. but the court granted the dismissal of the case against all other defendants.

GGAM has amended its complaint to allege trespass to chattels against Mr. Razon, to which Mr. Razon has file a motion to dismiss. On January 11, 2023, the US District Court denied Mr. Razon's motion to dismiss. BRHI and Sureste maintain their position that the New York court has no jurisdiction over them as they do not do business in New York nor in the U.S. Mr. Razon maintains the position that there is no basis to pierce the corporate veil of BRHI and Sureste to reach him as BRHI and Sureste are owned by Bloomberry, a publicly listed company.

On September 12, 2023, the US District Court granted Mr. Razon's motion for summary judgement on the trespass to chattel and declared that GGAM did not proffer sufficient evidence of Mr. Razon's interference with GGAM's BRC shares. The Court denied the motions and cross-motions for summary judgement of the parties on the issue of personal jurisdiction over BRHI and Sureste and on the issue of the enforcement of the arbitral award against Mr. Razon as the alter ego of BRHI and Sureste. The Court essentially said that the parties have introduced sufficient evidence to allow a reasonable fact finder to find in their favor, hence there is need for a trial to determine which side will prevail. The Court also denied without prejudice GGAM's motion to confirm the Final Award.

On January 22 and 23, 2024, the Court held a hearing on the threshold issue of personal jurisdiction over BRHI and Sureste with the parties presenting their respective witnesses. The Court also encouraged the parties to discuss the possible settlement of this case because a trial on the various issues, if the Court affirms its jurisdiction, will take many years.

In March 2024, Sureste and BRHI reached an agreement for a universal settlement of their dispute with GGAM. The universal settlement will cover all the pending cases between the parties including the following:

a) Case filed by GGAM in the US District Court of the Southern District of New York against Mr. Enrique K. Razon Jr., SPI and BRHI with docket no. 21-CV-2655(LGS)-(SN) to enforce an arbitral award;

b) SP. PROC. M-7567, "Bloomberry Resorts and Hotels Inc., Sureste Properties Inc. and Prime Metroline Holdings Inc. vs. Global Gaming Philippines LLC, et al.", an injunction and attachment case filed by Sureste, BRHI and Prime Metroline Holdings Inc. (now Prime Strategic Holdings Inc., PSHI) before the RTC of Makati Br. 66;

c) G.R. No. 243314, "Global Gaming Philippines LLC vs. Bloomberry Resorts and Hotels, Inc., Sureste Properties, Inc., PSHI and Deutsche Bank AG, Manila Branch", a certiorari case filed by GGAM in the Philippine Supreme Court questioning the decision of the Court of Appeals which affirmed the order of the RTC Makati affirming the validity of the writ of preliminary attachment and writ of preliminary injunction that it issued over the shares in Bloomberry held by GGAM;

d) The Arbitral Award issued against Sureste and BRHI in favor of GGAM and GGAM Netherlands relating to the termination of GGAM's Management Services Agreement with Sureste and BRHI;

e) The judgment of various Singapore Courts relating to the confirmation of the Arbitral Award in favor of GGAM and GGAM Netherlands against BRHI and Sureste.
The settlement with GGAM requires Sureste to purchase the 921,184,056 shares in Bloomberry held by GGAM for a total purchase price of USD 300 Million.

On April 30, 2024, Sureste purchased 921,184,056 Bloomberry shares from GGAM at a purchase price of ₱18.32 per share, at the conversion rate of ₱55.94 to US$1.00, through a Special Block Sale on the Philippine Stock Exchange pursuant to the Settlement Agreement. The Settlement Agreement was therefore completed. The purchase of Sureste of the 921,184,056 Bloomberry shares from GGAM amounting to ₱17,348.0 million was recorded under "Cost of shares held by a subsidiary" account in the consolidated financial statements

a. On March 15, 2016, the Court of Appeals ("CA") issued a 30-day freeze order on one of BRHI's bank accounts upon the petition filed by the Anti-Money Laundering Council (AMLC) in relation to their ongoing investigation. The freeze order of the CA on the bank account was lifted on April 14, 2016. Subsequently, on request of the AMLC, the Supreme Court reinstated the freeze order on the account, which contained the amount of ₱109.3 million that was frozen from the accounts of those patrons subject to the investigation. In a decision dated September 2, 2020, the Supreme Court denied AMLC's petition for review and lifted the TRO on the bank account of BRHI. As of March 31, 2025 and December 31, 2024, the balance of this bank account amounting to ₱113.0 million is presented as "Fund held in trust" under the "Prepayments and other current assets" account in the statement of financial position.

   In February 2019, BRHI received the summons and complaint as one of 16 Philippine companies and individuals that the Bangladesh Bank impleaded in the civil suit that it filed in the US District Court in New York against RCBC for recovery of the US$81 million allegedly stolen from Bangladesh Bank account with the Federal Reserve Bank in New York that were allegedly laundered through Philippine casinos. BRHI through counsel filed a motion to dismiss the case for lack of subject matter jurisdiction and for forum non-conveniens. On March 20, 2020, the Federal Court of New York granted the motion to dismiss the case. Bangladesh Bank filed an appeal of the dismissal with the U.S. Court of Appeals which it withdrew later.

On September 23, 2020, BRHI received the summons in the civil complaint filed by Bangladesh Bank against RCBC and 16 other Philippine companies and individuals (including BRHI) in the New York State Court. The complaint in the State Court is for: conversion/ theft/ misappropriation; aiding and abetting the same; conspiracy to commit the same; fraud (against RCBC); aiding and abetting and conspiracy to commit fraud; conspiracy to commit trespass against chattels; unjust enrichment; and return of money received.

On December 9, 2020, BRHI filed its motion to dismiss the case because the Court has no jurisdiction over BRHI, the Philippines is the proper forum for the dispute and plaintiff's allegation is insufficient to plead any claim against BRHI under New York law. On April 8, 2022, New York Court granted BRHI's motion to dismiss the complaint filed by Bangladesh Bank for lack of jurisdiction. On May 11, 2022, Bangladesh Bank filed an appeal with the Appellate Division of the New York State Supreme Court, First Judicial Department, on the dismissal of its complaint against BRHI. On May 30, 2023, the Appellate Division of the New York Supreme Court upheld the order of the Supreme Court, New York County which granted BRHI's motion to dismiss the complaint filed by Bangladesh Bank as against BRHI for lack of jurisdiction.

Except for the matters discussed in the preceding paragraphs, neither the Company nor any of its subsidiaries are involved in or the subject any legal proceedings which, if determined adversely to the Company or the relevant subsidiary's interests, would have a material effect on the business or financial position of the Company or any of its subsidiaries.

14. Basic/Diluted Earnings Per Share on Net Income Attributable to Equity Holders of the Parent Company

		Three Months Ended March 31	
		2025	2024
(a)	Net income attributable to equity holders of the Parent Company	**₱3,318,331,874**	₱2,643,920,361
(b)	Weighted average of issued shares	**11,591,998,225**	11,591,998,225
(c)	Weighted average number of treasury shares	**(1,054,491,197)**	(161,630,031)
(d)	Weighted average number of issued shares, net of treasury shares	**10,537,507,028**	11,430,368,194
(e)	Weighted average stock awards granted	**73,098,146**	68,823,435
(f)	Weighted average number of shares, net of treasury shares adjusted for dilution	**10,610,605,174**	11,499,191,629
	Basic earnings per share (a)/(d)	**₱0.315**	₱0.231
	Diluted earnings per share (a)/(f)	**₱0.313**	₱0.230

15. Segment Information

The results of the Group's reportable business segment for the three months ended March 31, 2025 and 2024 are as follows:

	Philippines	Korea	Eliminations	2025	2024
Consolidated EBITDA	**₱4,439,307,323**	**(₱62,459,393)**	**₱**–	**₱4,376,847,931**	₱4,928,216,471
Interest expense	**(2,134,304,368)**	**(12,666,848)**	**12,401,714**	**(2,134,569,502)**	(1,577,321,195)
Depreciation and amortization	**(1,853,432,990)**	**(22,421,526)**	–	**(1,875,854,516)**	(833,856,381)
Foreign exchange gains (losses) - net	**(170,192,062)**	**25,609,594**	**58,732,727**	**(85,849,741)**	118,832,549
Others	**3,031,221,028**	–	–	**3,031,221,028**	–
Provision for income tax	**2,449,392**	–	–	**2,449,392**	(2,514,244)
Consolidated net income	**₱3,315,048,323**	**(₱71,938,173)**	**₱71,134,441**	**₱3,314,244,592**	₱2,633,357,199

The assets and liabilities of the Group's reportable business segment as of March 31, 2025 and December 31, 2024 are as follows:

	Philippines	Korea	Total	Eliminations	2025	2024
Assets -						
Segment assets	**₱264,314,001,874**	**₱6,551,630,524**	**₱270,865,632,398**	**(₱73,064,885,484)**	**₱197,800,746,913**	₱199,696,925,342
Liabilities:						
Segment liabilities	**₱154,720,498,233**	**₱10,884,795,732**	**₱165,605,293,965**	**(₱41,061,898,066)**	**₱124,543,395,899**	₱128,770,883,410
Deferred tax liabilities - net	**8,844,987,382**	**128,365,222**	**8,973,352,604**	**30,017,899**	**9,003,370,503**	9,014,438,004
Total liabilities	**₱163,565,485,615**	**₱11,013,160,954**	**₱174,578,646,568**	**(₱41,031,880,167)**	**₱133,546,766,402**	₱137,785,321,414

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis relate to the consolidated financial condition and operating results of the Company and its subsidiaries and should be read in conjunction with the accompanying unaudited condensed consolidated financial statements and related notes as of March 31, 2025 and for the three months ended March 31, 2025 and 2024 and as of December 31, 2024.

OVERVIEW

The Parent Company was engaged in the manufacture of printed circuit boards up to 2003. It ceased commercial operations in December 2003 up until 2011. On February 27, 2012, the SEC approved the change in its primary purpose to that of a holding company. The Company has Sureste, BRHI, Bloom Capital B.V., Solaire Korea, G&L, Muui, BCTI, SPC, and SRC as its subsidiaries. BRHI has 49% shareholdings in Falconer Aircraft Management Inc., a company engaged in aircraft management.

Sureste Properties, Inc.
Sureste was incorporated in 1993 as a property holding company. On July 2, 2010, Sureste amended its primary purpose to develop and operate tourist facilities including hotel – casino entertainment complexes. Sureste is registered with the Philippine Economic Zone Authority ("PEZA") as developer of a hotel project in a PEZA Tourism Economic Zone. As such, Sureste enjoys certain incentives granted by the government in relation to the hotel component of Solaire Resorts & Casino, including reduced tax rates. Sureste acquired all the shares of BRHI on January 12, 2011.

Bloomberry Resorts and Hotels Inc.

On February 27, 2008, BRHI was incorporated as Bloombury Investments Holdings Inc. ("BIHI") for the purpose of developing and operating tourist facilities, including casino-entertainment complexes with casino, hotel, retail and amusement areas and themed development components. On April 8, 2009, BRHI was granted a Provisional License by PAGCOR to establish and operate an integrated casino, hotel and entertainment complex at the Entertainment City in Paranaque City. On September 21, 2010, the SEC approved the change of BIHI's name to BRHI. On May 7, 2015, BRHI's Provisional License was replaced with a regular casino Gaming License upon full completion of the Project, referred to as "Solaire Resort Entertainment City". The Gaming License has the same terms and conditions as the Provisional License.

Bloomberry Cruise Terminals Inc.
Bloomberry established BCTI to manage and operate its port terminal assets including the proposed Solaire Cruise Center and Yacht Harbor. The proposed Solaire Cruise Center and Yacht Harbor was designated by the Tourism Infrastructure and Enterprise Zone Authority as a Tourism Enterprise Zone.

Bloom Capital B.V.
In 2013, Bloomberry subscribed to 60% of the capital stock of Bloom Capital B.V., a financial holding entity incorporated in the Netherlands as a private company with limited liability under Dutch law on November 21, 2013. On October 23, 2014, Bloomberry acquired the remaining 40% capital stock of Bloom Capital B.V.

Solaire Korea Co., Ltd.
On December 28, 2014, Bloomberry established, through a nominee, a company named Solaire Korea Co., Ltd. (Solaire Korea), to hold the Group's investment interest in the Republic of Korea. After a series of stock subscriptions, Bloomberry came to own 100% of Solaire Korea.

Golden & Luxury Co., Ltd.
On April 24, 2015, Solaire Korea acquired 77.26% of the outstanding shares of Golden & Luxury Co., Ltd. (G&L). On May 22, 2015, it acquired an additional 18.97% of G&L, bringing Solaire Korea's

ownership in G&L to 96.23%. On August 20, 2015, Bloomberry acquired 10.00% of the outstanding shares of G&L from Solaire Korea. G&L is a hotel and casino operator in Jeju Island in the Republic of Korea.

Muui Agricultural Corporation
On March 8, 2016, Solaire Korea established Muui Agricultural Corporation (Muui) to hold Solaire Korea's investment interest in agricultural land in the Muui and Silmi islands pending their conversion. Solaire Korea owns 90% of Muui.

Solaire Properties Corporation
On April 29, 2022, Bloomberry established SPC (formerly Solaire Entertainment Properties Holdings, Inc.) to acquire and subsequently develop a property in Paniman, Ternate, Cavite into an integrated resort and entertainment complex with a casino, hotel, golf course, commercial, residential and mixed-use development.

Solaire Resort Corporation
On October 18, 2022, SRC was incorporated to develop and operate an integrated resort including a casino duly licensed by the Philippine Amusement and Gaming Corporation, and other relevant government regulators.

Solaire Resort Entertainment City
Solaire Resort Entertainment City is the first premium/luxury hotel and gaming resort in Entertainment City. BRHI, as the license holder, owns and operates the casino while Sureste owns and operates the hotel and other non-gaming business.

Upon completion of Phase 1 of Solaire Resort Entertainment City, now referred to as the Bay Tower, BRHI and Sureste commenced commercial operations on March 16, 2013. Solaire opened with its main gaming area and initial non-gaming amenities, which included the hotel and a number of food and beverage outlets.

Phase 1 of Solaire Resort Entertainment City consists of a casino with an aggregate gaming floor area of approximately 18,500 square meters (including approximately 6,000 square meters of exclusive VIP gaming areas), with approximately 1,653 slot machines, 295 gaming tables and 88 electronic table games. Phase 1 has 488 hotel rooms, suites and bayside villas, and 15 specialty restaurants and F&B outlets including (the number of seats are approximations): a 240-seat Chinese restaurant, a 182-seat Korean restaurant (operated by a third party), a 150-seat Japanese restaurant, a 120-seat Italian restaurant, a 322-seat international buffet/coffee shop, a 170-seat noodle shop, a 150-seat live entertainment lounge, a 406-seat food court, a 20-seat lobby bar, and a 50-seat lounge area. It has a spa and fitness center, a bayview promenade, and multilevel parking building with approximately 1,500 parking slots.

On November 22, 2014, Bloomberry opened the Sky Tower, which was previously referred to as Phase 1A development of Solaire. Contiguous to the Bay Tower, the Sky Tower consists of a 312 all-suite hotel, additional ten VIP gaming salons with 66 gaming tables and 230 slot machines, an exclusive House of Zhou Chinese restaurant and The Macallan Whisky and Cigar Bar for VIP patrons, state-of-the art meeting rooms ("The Forum"), and a lyrical theater ("The Theatre"). The Sky Tower also features two restaurants, the Waterside Restobar and Oasis Garden Café. The Theatre is a certified 1,740-seat theatre designed to provide a superior audio-visual experience for a wide range of theatre plays and musicals, concerts, shows and performing arts. The Forum is a 2,000 square-meter meeting facility with eight meeting rooms, two boardrooms and a flexible pre-function area. Sky Tower also features the Sky Range Shooting Club with 5 rifle shooting bays and 15 pistol bays. Sky Tower is accessible through a multi-level parking garage that, to date, can accommodate and secure over 1,050 vehicles. The Shoppes in the Sky Tower features retail stores, including premium brands such as Louis Vuitton, Dior, Cartier, Yves Saint Laurent, and Prada, among others.

On December 7, 2018, Solaire Resort Entertainment City unveiled The Baccarat Room & Bar (previously The Cigar Bar and Poker Room), a high-end poker area with eight gaming tables. On February 11, 2019, Solaire Resort Entertainment City opened the Philippine's first electronic table games ("ETG") stadium called "Players Stadium" – an expansive and colorful entertainment space highlighted by a massive 360 square meter surround screen. On March 18, 2021, the Solaire Club was unveiled in its new location on Level 3, on what was previously the grand ballroom. The updated luxury space sprawls over 4,300 square meters featuring world-class casino facilities, new dining outlets, private salons, and exclusive amenities that make it one of Asia's finest gaming offerings. On December 1, 2023, the Solaire Grand Ballroom was opened in its new location at The Shoppes. The new ballroom's main event area is 2,400 sqm and seats up to 2,200 guests.

On June 5, 2018, Sureste acquired from PAGCOR the land occupied by Solaire Resort Entertainment City. The two parcels of land combines to a total area of 160,359 square meters.

Solaire Resort North
In 2015, Sureste purchased from the National Housing Authority (NHA) 15,676 square meters of land in Vertis North, Quezon City Central Business District and was issued Transfer Certificates of the Title on June 24, 2016. This property is the site of "Solaire Resort North," BRHI's second integrated resort in the Philippines under the same PAGCOR license. Solaire Resort North commenced operations on May 25, 2024.

Solaire Resort North has approximately 13,000 square meters of mass and VIP gaming space across 4 levels, 526 guest rooms and suites, 14 dining options ranging from casual cafes, signature restaurants, to premium bars and lounges. It also has an expansive 1,800-square meter pillarless grand ballroom that can accommodate more than 1,600 guests at theatre-style seating, a 1,400-square meter state-of-the-art health club featuring a high-end gym and expansive spa, an outdoor swimming pool with a kids' waterpark, and an indoor Kids' Club.

Jeju Sun Hotel & Casino
On April 24, 2015 and subsequently on May 22, 2015, Bloomberry, through its wholly-owned subsidiary, Solaire Korea, acquired majority ownership of G&L. G&L operated a hotel and casino property in Jeju, South Korea under the brand name "T.H.E Hotel" and "LVegas Casino". Upon takeover of operations by Bloomberry, the property was rebranded as "Jeju Sun Hotel & Casino" ("Jeju Sun"). The property consists of a 202-room hotel with 5 Hibiscus rating, 2,000 square meters of gaming space with 36 tables and 20 electronic gaming machines. The property has four food and beverage outlets to service its hotel guests and casino players. In 2018, a reorganization was implemented to separate hotel and casino operations. In the fourth quarter of 2018, Jeju Sun embarked on a renovation project covering 164 rooms, restaurants, lobby, building façade, sports bar, gym, sauna, back of the house and a new ballroom for the purpose of securing the 5 Hibiscus rating that is required to keep its gaming license. Renovations were completed in December 2019.

Terminated Investment in Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp.
On May 6, 2022, Bloomberry signed a term sheet with PH Travel and Leisure Corp., a subsidiary of PH Resorts Group Holdings, Inc. which covers the proposed investment of Bloomberry into Lapu-Lapu Leisure, Inc. and Clark Grand Leisure Corp. which are developing the Emerald Bay Resort Hotel and Casino in Punta Engano, Lapu-Lapu City, Cebu, and The Base Resort Hotel and Casino in Clark, Pampanga, respectively. The term sheet is subject to several Conditions to Closing including: (a) the execution of mutually acceptable definitive agreements; (b) approval of regulators; (c) approval of creditors; (d) completion of audited financial statements; (d) corporate approvals, and cooperation on and satisfactory result of due diligence, among others.

On March 22, 2023, Bloomberry terminated the term sheet after considering the results of due diligence. The parties agreed that the ₱1.0 billion deposit made under the term sheet shall be returned to Bloomberry through execution of certain transactions. As of March 31, 2025, the outstanding receivable amounted to ₱226.0 million. The parties agreed that the remaining balance shall be returned to Bloomberry on or before June 30, 2025.

Paniman Project
On May 18, 2022, Bloomberry through SPC entered into an agreement with a group of landowners comprising Boulevard Holdings Inc., Puerto Azul Land, Inc., Ternate Development Corporation and Monte Sol Development Corporation (the "Sellers") for the purchase by SPC of a total of 2,797,768 square meters of land in the Paniman area in Ternate, Cavite at the average price of P2,700 per square meter. In addition to the land purchased from the Sellers, SPC has also purchased additional parcels of land in Ternate, Cavite from other sellers. As of March 31, 2025, SPC has purchased 223 lots with a total land area of 2,036,665 square meters.

SPC intends to develop the Paniman property into an integrated resort and entertainment complex with a world class casino, hotel, golf course, commercial, residential and mixed-use development. The development timeline for this project is yet to be finalized.

OPERATING RESULTS

The following are the key performance indicators of the Group in the first quarter of 2025 with comparison for 2024:

	For the Three Months Ended March 31	
In thousands, except for ratios	**2025**	2024
EBITDA	**₱4,376,848**	₱4,928,216
Net Debt to Equity (D/E) Ratio	**1.56**	1.40
Current Ratio	**2.12**	2.09
Total Assets	**197,800,747**	167,862,951
Return on Equity (ROE)	**5.2%**	5.2%

EBITDA is earnings before interest, taxes, depreciation and amortization.
Net D/E Ratio is the ratio of the borrower's total liabilities net of cash to total shareholder's equity.
Current Ratio is a liquidity ratio that measures the company's ability to pay short-term obligations.
ROE is calculated by dividing the Company's earnings during the period by shareholders' equity

OPERATING RESULTS FOR THE THREE MONTHS ENDED MARCH 31, 2025 COMPARED WITH 2024

The following table shows a summary of the operating results of the Group for the three months ended March 31, 2025 and 2024 as derived from the accompanying unaudited condensed consolidated financial statements.

	For the Three Months Ended March 31									
	2025					2024				
In thousands, except % change data	Solaire Resort Entertainment City	Solaire Resort North	Jeju Sun	Corporate and Non-operating Subsidiaries*	Consolidated	Solaire Resort Entertainment City	Jeju Sun	Corporate and Non-operating Subsidiaries*	Consolidated	Consolidated % Change
Gross gaming revenues**	₱12,147,015	₱4,634,587	₱3,730	₱-	₱16,785,333	₱14,750,431	₱15,633	₱-	₱14,766,064	13.7
PFRS 15 allocation	(1,221,901)	(493,920)	-	-	(1,715,821)	(1,175,430)	-	-	(1,175,430)	46.0
Contra revenue accounts	(2,871,112)	(807,868)	(1,666)	-	(3,680,645)	(3,307,192)	(476)	-	(3,307,668)	11.3
Net gaming revenues	**8,054,002**	**3,332,800**	**2,064**	**-**	**11,388,867**	**10,267,809**	**15,157**	**-**	**10,282,966**	**10.8**
Non-gaming & other revenues	**1,956,641**	**913,676**	**92,534**	**1,026**	**2,963,877**	**2,092,272**	**91,903**	**14,354**	**2,198,529**	**34.8**
Hotel, food and beverage	926,524	538,068	77,181	-	1,541,772	995,606	75,303	-	1,070,908	44.0
Retail and others	986,199	362,263	15,335	424	1,364,221	1,021,004	16,599	1,744	1,039,346	31.3
Interest income	43,918	13,346	19	601	57,884	75,663	2	12,610	88,275	(34.4)
Net revenues	**10,010,643**	**4,246,477**	**94,599**	**1,026**	**14,352,744**	**12,360,081**	**107,060**	**14,354**	**12,481,495**	**15.0**
Cash operating expenses	(6,573,578)	(3,164,105)	(154,432)	(83,781)	(9,975,896)	(7,032,998)	(162,806)	(364,525)	(7,560,329)	32.0
EBITDA (LBITDA)	**3,437,065**	**1,082,371**	**(59,833)**	**(82,756)**	**4,376,848**	**5,327,083**	**(55,745)**	**(343,121)**	**4,928,216**	**(11.1)**
Depreciation and amortization	(678,741)	(1,172,297)	(22,422)	(2,395)	(1,875,855)	(781,164)	(29,319)	(23,373)	(833,856)	125.0
Interest expense	(1,144,187)	(990,117)	-	(265)	((2,134,570)	(1,570,210)	-	(61)	(1,570,271)	35.9
Foreign exchange gain (loss)	(71,644)	(8,460)	59	(5,805)	(85,850)	114,456	(14)	4,390	118,833	n.m.
Others	83,796	2,947,425	-	-	3,031,221	-	-	-	-	-
Benefit from (provision for) income tax	2,449	-	-	-	2,449	(2,514)	-	-	(2,514)	n.m.
Net Income	**₱1,628,738**	**₱1,858,923**	**(₱82,196)**	**(₱91,220)**	**₱3,314,245**	**₱3,087,650**	**(₱85,078)**	**(₱369,215)**	**₱2,633,357**	**25.9**
Basic Earnings Per Share					₱0.315				₱0.231	
Diluted Earnings Per Share					₱0.313				₱0.230	

** Includes non-operating subsidiaries (SPC, SRC, BCTI, Solaire Korea and Muui) and pre-operating expenses of Solaire Resort North*
*** as defined under PFRS 15*

OPERATING RESULTS FOR THE THREE MONTHS ENDED MARCH 31, 2025 COMPARED WITH 2024

The following table shows the geographical segments of the operating results of the Group for the three months ended March 31, 2025 and 2024.

REVENUES

Revenues consist of: (1) Gaming; (2) Hotel, food and beverage; (3) Retail and others; and (4) Interest income. The table below illustrates the consolidated revenues for the three months ended March 31, 2025 and 2024:

	For the Three Months Ended March 31						Conso. – % Change
In thousands, except % change data	2025			2024			2025 vs. 2024
	Philippines	**Korea**	**Consolidated**	**Philippines**	**Korea**	**Consolidated**	
Gaming	₱15,065,782	₱3,730	₱15,069,512	₱13,575,001	₱15,633	₱13,590,634	10.9
Hotel, food and beverage	1,464,591	77,181	1,541,772	995,606	75,303	1,070,908	44.0
Retail and others	1,348,461	15,759	1,364,221	1,021,004	18,342	1,039,346	31.3
Interest income	57,847	38	57,884	87,405	869	88,275	(34.4)
Gross revenues*	**17,936,682**	**96,708**	**18,033,389**	**15,679,016**	**110,147**	**15,789,163**	**14.2**
Less contra revenue accounts	3,678,979	1,666	3,680,645	3,307,192	476	3,307,668	11.3
Net revenues	**₱14,257,702**	**₱95,042**	**₱14,352,744**	**₱12,371,824**	**₱109,671**	**₱12,481,495**	**15.0**

** as defined under PFRS 15*

Consolidated gross gaming, non-gaming revenues (including hotel, food and beverage, retail and others), and interest income represented 83.6 percent, 16.1 percent and 0.3 percent of gross revenues, respectively. Gross gaming, non-gaming revenues and interest income in the same period last year accounted for 86.1 percent, 13.4 percent and 0.6 percent of gross revenues, respectively. Contra revenue increased to ₱3.7 billion, up by 11. 3 percent year-on-year, due to the higher customer promotions and incentives provided to mass gaming patrons.

Gaming

Philippines

In the first quarter of 2025, VIP rolling chip volume posted a decline of 9.7 percent, while mass table drop and slot coin-in grew by 34.8 percent and 27.5 percent, respectively.

Gaming revenues after PFRS 15 allocation in the first quarter of 2025 increased by 11.0 percent or ₱1.5 billion as compared to the same period last year.

The increase in gaming volumes and gross gaming revenues is due to the contribution of Solaire Resort North which commenced operations last May 25, 2024.

Below is the breakdown of gross gaming revenues:

Amounts in millions	**2025**			**2024**			**Change in Revenue**	
	Volume*	**Revenue**	**Hold**	**Volume***	**Revenue**	**Hold**	**Amount**	**%**
VIP tables	96,604	3,271	3.39%	106,940	4,268	3.99%	(997)	(23.4)
Mass tables	14,991	6,883	45.9%	11,124	4,580	41.2%	2,303	50.3
Slots	124,779	6,628	5.3%	97,879	5,903	6.0%	725	12.3
		16,782			**14,750**		**2,031**	**13.8**
PFRS 15 Allocation		(1,716)			(1,175)		(540)	46.0
Total		**15,066**			**13,575**		**1,491**	**11.0**

**VIP volume represents rolling chips; Mass volume represents mass drop; Slots volume represents coin in.*

Solaire Resort Entertainment City
In the first quarter of 2025, VIP rolling chip volume, mass table drop and slot coin-in declined by 18.0 percent, 23.4 percent and 10.3 percent, respectively.

Gaming revenues after PFRS 15 allocation in the first quarter of 2025 decreased by 19.5 percent or ₱2.7 billion as compared to last year.

Below is the breakdown of gross gaming revenue:

Amounts in millions	First Quarter of 2025			First Quarter of 2024			Change in Revenue	
	Volume*	**Revenue**	**Hold**	**Volume***	**Revenue**	**Hold**	**Amount**	**%**
VIP tables	87,724	₱2,799	3.19%	106,940	4,268	3.99%	(₱1,469)	(34.4)
Mass tables	8,522	4,913	57.7%	11,124	4,580	41.2%	333	7.3
Slots	87,788	4,436	5.1%	97,879	5,903	6.0%	(1,467)	(24.8)
		12,147			**14,750**		(2,603)	(17.6)
PFRS 15 Allocation		(1,222)			(1,175)		(46)	4.0
Total		**₱10,925**			**13,575**		(₱2,650)	(19.5)

VIP revenue was ₱2.8 billion, representing a decrease of 34.4 percent as a result of lower VIP rolling chip volume. The VIP hold rate was 3.19 percent, lower than the 3.99 percent last year but higher than the normal hold of 2.85 percent. On a hold-normalized basis, VIP revenue would have decreased by 18.0 percent.

Despite the decrease in mass table drop, mass table gaming revenue increased by 7.3 percent to ₱4.9 billion due to a higher mass table win rate.

Consistent with the performance of slot coin-in, slot revenues declined by 24.8 percent to ₱4.4 billion.

There were 1,105,927 visitors in the first quarter of 2025, lower by 17.2 percent as compared to the same period last year.

Solaire Resort North
Solaire Resort North continued to gain traction in the first quarter as gaming volumes increased sequentially. VIP rolling chip volume, mass table drop and slot coin-in were ₱8.8 billion, ₱6.5 billion, and ₱37.0 billion, respectively.

Below is the breakdown of gross gaming revenue:

Amounts in millions	**Volume***	**Revenue**	**Hold**
VIP	8,880	₱472	5.32%
Mass tables	6,469	1,970	30.5%
Slots	36,992	2,192	5.9%
		4,635	
PFRS 15 Allocation		(494)	
Total		**₱4,141**	

**VIP volume represents rolling chips; Mass volume represents mass drop; Slots volume represents coin in.*

In the first quarter of 2025, Solaire Resort North reported ₱472.0 million of VIP revenue, ₱2.0 billion in mass table gaming revenue, and ₱2.2 billion in slot revenues, respectively.

Korea
Jeju Sun registered ₱3.7 million of gross gaming revenue in the first quarter of 2025, ₱11.9 million lower than in the same period last year.

Hotel, Food and Beverage

Philippines
Hotel, food and beverage revenue amounted to ₱1.5 billion in the first three months of 2025, representing an increase of ₱469.0 million or 47.1 percent as compared to same period last year.

Solaire Resort Entertainment City
Hotel, food and beverage revenue totaled ₱926.5 million in the first quarter of 2025, down by ₱69.1 million or 6.9 percent, compared to the same quarter last year. The decrease was attributed to a lower hotel occupancy rate and fewer F&B covers. Hotel occupancy rate was 70.9 percent in the first quarter of 2025.

Hotel cash revenues were approximately 43.9 percent in the first quarter of 2025 compared to 35.8 percent for the comparative period in 2024. F&B cash revenues accounted for 66.8 percent of F&B revenues compared to 56.5 percent last year.

Solaire Entertainment City's F&B outlets served 490,673 covers as compared to 513,915 covers in the same period in 2024, representing a decrease of 4.5 percent. Average checks fell by 4.6 percent to ₱1,146.

Solaire Resort North
In the first quarter of 2025, Solaire Resort North generated hotel, food and beverage revenue of ₱538.1 million.

Hotel occupancy rate was 56.8 percent. Hotel cash revenues accounted for approximately 41.8 percent, while F&B cash revenues were approximately 78.5 percent. F&B outlets served 462,633 covers, with an average check of ₱1,048.

Korea
The hotel and F&B operation of Jeju Sun generated revenue of ₱77.2 million in the first quarter of 2025, representing an increase of 2.5 percent.

6.3.1.3 Retail and Others

Philippines
Retail and other revenues amounted to ₱1.3 billion in the first three months of 2025, representing an increase of 31.1 percent from ₱1.0 billion in the same period last year.

Korea
The retail and other revenues of Jeju Sun decreased by ₱2.6 million year-on-year to ₱15.8 million.

Interest Income

Consolidated interest income was ₱57.9 million, a decrease of 34.4 percent or ₱30.4 million compared to the same period last year. The decrease in interest income was mainly due to lower average balance of temporary cash investments in the first quarter of 2025.

EXPENSES

Total expenses include: (1) Operating costs and expenses; (2) Interest expense; (3) Foreign exchange losses (gains) – net and (4) Others.

In the first quarter of 2025, total consolidated expenses increased by 12.1 percent to ₱11.0 billion.

The table below shows the breakdown of total expenses for 2025 and 2024.

	For the Three Months Ended March 31,						Consolidated % Change 2025 vs. 2024
	2025			2024			
In thousands, except % change data	**Philippines**	**Korea**	**Consolidated**	**Philippines**	**Korea**	**Consolidated**	
Operating costs and expenses	₱11,671,828	₱179,923	₱11,851,750	₱8,191,576	₱202,609	₱8,394,185	41.2
Interest expense	2,134,304	265	2,134,570	1,570,210	61	1,570,271	35.9
Foreign exchange losses (gains) - net	86,354	(504)	85,850	(119,658)	826	(118,833)	(172.2)
Others	(3,031,221)	-	(3,031,221)	-	-	-	-
Total expenses	**₱10,861,265**	**₱179,684**	**₱11,040,949**	**₱9,642,128**	**₱203,496**	**₱9,845,623**	**12.1**

Operating Costs and Expenses

Philippines
Solaire operating costs and expenses increased by 42.5 percent from ₱8.2 billion to ₱11.7 billion. The increase is primarily due to the inclusion of operating expenses from Solaire Resort North which began operations in May 2024 and was not yet operational in the first quarter of 2024.

Korea
Solaire Korea registered ₱179.9 million of operating expenses in the first three months of 2025 which was lower by 11.2 percent or ₱22.7 million from the same period last year. The decrease was mainly due to lower promotional expenses and depreciation and amortization.

Foreign Exchange Losses (Gains) – Net

The Group registered a net foreign exchange loss of ₱85.9 million in the first quarter of 2025 as compared to net foreign exchange gain of ₱118.8 million in the same period last year. Net foreign exchange losses were generated mainly from the translation of foreign currency cash balances, receivables and payables at the period-end closing rate.

Others

Others in the first quarter of 2025 primarily reflects the gain arising from the modification of the ₱40.0 billion Syndicated Loan Facility, along with a gain recognized from the disposal of property and equipment.

EBITDA (LBITDA)

Philippines
In the first quarter of 2025, Solaire Resort Entertainment City reported EBITDA of ₱3.4 billion, lower by 35.4 percent compared to same period last year mainly due to a decline in net revenue. Meanwhile, Solare Resort North contributed EBITDA of P1.1 billion as it continued its ramp up. EBITDA margins in 2025 were 34.3 percent and 25.5 percent for Solaire Resort Entertainment City and Solaire Resort North, respectively.

Korea
Jeju Sun posted ₱59.8 million LBITDA for the quarter, compared to ₱55.7 million LBITDA in the same period last year.

Consolidated
Below is a comparison of reported and hold-normalized consolidated EBITDA:

	For the Three Months Ended March 31		% Change
In thousands, except % change data	**2025**	**2024**	
Net Revenue	14,352,744	12,481,495	15.0
EBITDA	4,376,848	4,928,216	(11.1)
EBITDA Margin	30.5%	39.5%	(8.9)
Hold-Normalized EBITDA*	4,095,637	4,115,086	(0.5)
Hold-Normalized EBITDA Margin*	29.3%	35.9%	(6.6 pts)

** Hold-normalized EBITDA is based on 2.85% VIP hold.*

The reported VIP hold in the first quarter of 2025 was 3.39 percent, 54 basis points higher than the 2.85 percent normalized hold. This resulted in the reported EBITDA being 6.9 percent higher than hold-normalized EBITDA of ₱4.1 billion.

Provision for Income Tax

In the first quarter of 2025, the Group recognized ₱2.4 million benefit from income tax as compared to ₱2.5 million provision for income tax in the same period last year.

Net Income

The Group posted a consolidated net income of ₱3.3 billion for the quarter, representing an increase of 25.9 percent from last year's consolidated net income of ₱2.6 billion.

Earnings Per Share

Basic earnings per share of ₱0.315 in the first quarter of 2025 was 36.1 percent higher than the ₱0.231 reported in the same quarter last year. Diluted earnings per share, after considering the shares granted under the stock incentive plan, was ₱0.313 compared to ₱0.230 in the same period last year.

OPERATING RESULTS FOR THE THREE MONTHS ENDED MARCH 31, 2024 COMPARED WITH 2023

The following table shows a summary of the operating results of the Group for the year ended March 31, 2024 and 2023 as derived from the accompanying audited consolidated financial statements.

	For the Year Ended March 31						Consolidated - % Change
	2024			2023			2024 vs.
In thousands, except % change data	**Philippines**	**Korea**	**Consolidated**	**Philippines**	**Korea**	**Consolidated**	**2023**
Gross gaming revenues*	₱14,750,431	₱15,633	₱14,766,064	₱16,042,901	₱1,169	₱16,044,070	(8.0)
PFRS 15 allocation	(1,175,430)	-	(1,175,430)	(1,033,999)	-	(1,033,999)	13.7
Contra revenue accounts	(3,307,192)	(476)	(3,307,668)	(4,191,350)	(192)	(4,191,542)	(21.1)
Net gaming revenues	**10,267,809**	**15,157**	**10,282,966**	**10,817,553**	**977**	**10,818,530**	**(5.0)**
Non-gaming & other revenues**	2,104,014	94,514	2,198,529	2,069,202	35,993	2,105,195	4.4
Net revenues	**12,371,824**	**109,671**	**12,481,495**	**12,886,754**	**36,970**	**12,923,724**	**(3.4)**
Cash operating expenses	(7,387,038)	(166,240)	(7,553,278)	(7,045,005)	(151,421)	(7,196,426)	5.0
Provision for expected credit losses	-	-	-	-	-	-	-
EBITDA (LBITDA)	**4,984,785**	**(56,569)**	**4,928,216**	**5,841,750**	**(114,451)**	**5,727,299**	**(14.0)**
Depreciation and amortization	(804,537)	(29,319)	(833,856)	(845,756)	(31,223)	(876,979)	(4.9)
Interest	(1,570,210)	(7,111)	(1,577,321)	(1,614,528)	(7,101)	(1,621,629)	(2.7)
Foreign exchange gain (loss)	119,658	(826)	118,833	(255,835)	1,827	(254,009)	(146.8)
Others	-	-	-	-	-	-	-
Benefit from (provision for) income tax	(2,514)	-	(2,514)	(515)	-	(515)	388.1
Net Income	**₱2,727,182**	**(₱93,824)**	**₱2,633,357**	**₱3,125,116**	**(₱150,949)**	**₱2,974,167**	**(11.5)**
Basic Earnings Per Share			₱ 0.231			₱0.276	
Diluted Earnings Per Share			₱ 0.230			₱0.274	

** before PFRS 15 allocation*
*** includes Interest income*

The following table shows the geographical segments of the operating results of the Group for the three months ended March 31, 2024 and 2023.

REVENUES

Revenues consist of: (1) Gaming; (2) Hotel, food and beverage; (3) Retail and others; and (4) Interest income. The table below illustrates the consolidated revenues for the three months ended March 31, 2024 and 2023:

	For the Three Months Ended March 31						Conso. – % Change 2024 vs. 2023
In thousands, except % change data	2024			2023			
	Philippines	**Korea**	**Consolidated**	**Philippines**	**Korea**	**Consolidated**	
Gaming	₱13,575,001	₱15,633	₱13,590,634	₱15,008,902	₱1,169	₱15,010,071	(9.5)
Hotel, food and beverage	995,606	75,303	1,070,908	1,015,957	30,702	1,046,659	2.3
Retail and others	1,021,004	18,342	1,039,346	965,242	4,477	969,719	7.2
Interest income	87,405	869	88,275	88,003	814	88,816	(0.6)
Gross revenues*	**15,679,016**	**110,147**	**15,789,163**	**17,078,104**	**37,162**	**17,115,266**	**(7.7)**
Less contra revenue accounts	3,307,192	476	3,307,668	4,191,350	192	4,191,542	(21.1)
Net revenues	**₱12,371,824**	**₱109,671**	**₱12,481,495**	**₱12,886,754**	**₱36,970**	**₱12,923,724**	**(3.4)**

** as defined under PFRS 15*

Consolidated gross gaming, non-gaming revenues (including hotel, food and beverage, retail and others), and interest income represented 86.1 percent, 13.4 percent and 0.6 percent of gross revenues, respectively. Gross gaming, non-gaming revenues and interest income in the same period last year accounted for 87.7 percent, 11.8 percent and 0.5 percent of gross revenues, respectively. Contra revenue decreased to ₱3.3 billion, down by 21.1 percent year-on-year, due to lower rebates to junket operators and VIP patrons.

Gaming

Philippines
In the first quarter of 2024, VIP rolling chip volume and mass table drop posted declines of 36.4 percent and 7.9 percent, respectively, while slot coin-in grew by 16.6 percent.

Gaming revenues after PFRS 15 allocation in the first quarter of 2024 decreased by 9.6 percent or ₱1.4 billion as compared to the same period last year.

Below is the breakdown of gross gaming revenues:

Amounts in millions	2024			2023			Change in Revenue	
	Volume*	**Revenue**	**Hold**	**Volume***	**Revenue**	**Hold**	**Amount**	**%**
VIP tables	106,940	4,268	3.99%	168,230	6,396	3.80%	(2,128)	(33.3)
Mass tables	11,124	4,580	41.2%	12,079	4,886	40.5%	(306)	(6.3)
Slots	97,879	5,903	6.0%	83,957	4,761	5.7%	1,142	24.0
		14,750			**16,043**		**(1,292)**	**(8.1)**
PFRS 15 Allocation		(1,175)			(1,034)		(141)	13.7
Total		**13,575**			**15,009**		**(1,434)**	**(9.6)**

**VIP volume represents rolling chips; Mass volume represents mass drop; Slots volume represents coin in.*

VIP revenue was ₱4.3 billion, representing a decrease of 33.3 percent as a result of lower VIP rolling chip volume. The VIP hold rate was 3.99 percent, higher than the 3.80 percent last year and the normal hold of 2.85 percent. On a hold-normalized basis, VIP revenue would have decreased by 36.4 percent.

Consistent with the performance of mass table drop and slot coin-in, mass table gaming revenue declined by 6.3 percent to ₱4.6 billion, while slot revenues increased by 24.0 percent to ₱5.9 billion.

There were 1,335,157 visitors in the first three months of 2024, higher by 10.0 percent as compared to the same period last year.

Korea
Jeju Sun registered ₱15.6 million of gross gaming revenue in the first quarter of 2024, ₱14.5 million higher than the same period last year.

Hotel, Food and Beverage

Philippines
Hotel, food and beverage revenue amounted to ₱995.6 million in the first three months of 2024, representing a decrease of ₱20.4 million or 2.0 percent as compared to same period last year mainly due to lower REVPAR. Hotel occupancy rate was 77.4 percent in the first quarter of 2024.

Hotel cash revenues were approximately 35.8 percent in the first quarter of 2024 compared to 38.9 percent for the comparative period in the first three months of 2023. F&B cash revenues accounted for 61.0 percent of F&B revenues compared to 64.5 percent in the same period last year.

F&B outlets served 513,915 covers as compared to 482,842 covers for the comparable period in 2023, an increase of 6.4 percent. Given the larger number of covers served, average checks decreased by 8.7 percent to ₱ 1,202.

Korea
The hotel and F&B operation of Jeju Sun generated revenue of ₱75.3 million in the first quarter of 2024, increasing by 145.3 percent.

6.3.1.3 Retail and Others

Philippines
Retail and other revenues amounted to ₱1.0 billion in the first three months of 2024, representing an increase of 5.8 percent from ₱965.2 million in the same period last year.

Korea
The retail and other revenues of Jeju Sun increased by ₱13.9 million year-on-year to ₱18.3 million.

Interest Income

Consolidated interest income was ₱88.3 million, a decrease of 0.6 percent or ₱0.5 million compared to the same period last year. The decrease in interest income was mainly due to lower average balance of temporary cash investments in the first quarter of 2024.

EXPENSES

Total expenses include: (1) Operating costs and expenses; (2) Interest expense; and (3) Foreign exchange losses (gains) – net.

In the first quarter of 2024, total consolidated expenses decreased by 1.0 percent to ₱9.8 billion.

The table below shows the breakdown of total expenses for 2024 and 2023.

	For the Three Months Ended March 31,						Consolidated % Change 2024 vs. 2023
	2024			2023			
In thousands, except % change data	Philippines	Korea	Consolidated	Philippines	Korea	Consolidated	
Operating costs and expenses	₱8,191,576	₱195,559	₱8,387,135	₱7,890,761	₱182,644	₱8,073,405	3.9
Interest expense	1,570,210	7,111	1,577,321	1,614,528	7,101	1,621,629	(2.7)
Foreign exchange losses (gains) - net	(119,658)	826	(118,833)	255,835	(1,827)	254,009	n.m.
Total expenses	**₱9,642,128**	**₱203,496**	**₱9,845,623**	**₱9,761,124**	**₱187,919**	**₱9,949,043**	**(1.0)**

Operating Costs and Expenses

Philippines
Solaire operating costs and expenses increased by 3.8 percent from ₱7.9 billion to ₱8.2 billion due to higher a) salaries and benefits and b) general office expenses. The increase was partly offset by the decrease in taxes and licenses which is consistent with the decrease in gaming revenues during the current period.

Korea
Solaire Korea registered ₱195.6 million of cash operating expenses in the first three months of 2024 which was higher by 7.1 percent or ₱12.9 million from the same period last year. The increase was mainly due to higher promotion expense that resulted in ₱72.7 million of incremental gaming and non-gaming revenues.

Foreign Exchange Losses (Gains) – Net

The Group registered a net foreign exchange gain of ₱118.8 million in the first quarter of 2024 as compared to net foreign exchange loss of ₱254.0 million in the same period last year. Net foreign exchange gains were generated mainly from the translation of foreign currency cash balances, receivables and payables at the period-end closing rate.

EBITDA (LBITDA)

Philippines
In the first quarter of 2024, Solaire's EBITDA of ₱5.0 billion was lower by 14.7 percent compared to same period last year. EBITDA margin in 2024 was 40.3 percent as compared to 45.3 percent previously.

Korea
Solaire Korea posted ₱56.6 million LBITDA for the quarter, an improvement from the ₱114.5 million LBITDA in the same period last year mainly due to the increase in net revenues.

Consolidated
Below is a comparison of reported and hold-normalized consolidated EBITDA:

	For the Three Months Ended March 31		Change
In thousands, except % change data	**2024**	**2023**	
Net Revenue	12,481,495	12,923,724	(3.4%)
EBITDA	4,928,216	5,727,299	(14.0%)
EBITDA Margin	39.5%	44.3%	(480 bps)
Hold-Normalized EBITDA*	4,115,086	4,693,005	(12.3%)
Hold-Normalized EBITDA Margin*	35.9%	40.3%	(440 bps)

** Hold-normalized EBITDA is based on 2.85% VIP hold.*

The reported VIP hold in the first quarter of 2024 was 3.99 percent, 114 basis points higher than the 2.85 percent normalized hold. This resulted in the reported EBITDA being 19.8 percent higher than hold-normalized EBITDA of ₱4.1 billion.

Provision for Income Tax

In the first quarter of 2024, Solaire recognized ₱2.5 million provision for income tax as compared to ₱0.5 million in the same period last year.

Net Income
The Group posted a consolidated net income of ₱2.6 billion for the quarter, representing a decrease of 11.5 percent from last year's consolidated net income of ₱3.0 billion.

Earnings Per Share
Basic earnings per share of ₱0.231 in the first quarter of 2024 was 16.0 percent lower than the ₱0.276 reported in the same quarter last year. Diluted earnings per share, after considering the shares granted under the stock incentive plan, was ₱0.230 compared to ₱0.274 in the same period last year.

OPERATING RESULTS FOR THE THREE MONTHS ENDED MARCH 31, 2023 COMPARED WITH 2022

The following table shows a summary of the operating results of the Group for the three months ended March 31, 2023 and 2022 as derived from the accompanying unaudited condensed consolidated financial statements.

	For the Three Months Ended March 31						Consolidated - % Change
	2023			2022			2023 vs.
In thousands, except % change data	**Philippines**	**Korea**	**Consolidated**	**Philippines**	**Korea**	**Consolidated**	**2022**
Gross gaming revenues*	₱16,042,901	₱1,169	₱16,044,070	₱8,926,588	₱–	₱8,926,588	79.7
PFRS 15 allocation	(1,033,999)	-	(1,033,999)	(536,706)	–	(536,706)	92.7
Contra revenue accounts	(4,191,350)	(192)	(4,191,542)	(2,114,842)	–	(2,114,842)	98.2
Net gaming revenues	**10,817,553**	**977**	**10,818,530**	**6,275,039**	–	**6,275,039**	**72.4**
Non-gaming & other revenues**	2,069,202	35,993	2,105,195	926,585	1,180	927,765	126.9
Net revenues	**12,886,754**	**36,970**	**12,923,724**	**7,201,625**	**1,180**	**7,202,805**	**79.4**
Cash operating expenses	(7,045,005)	(151,421)	(7,196,426)	(4,261,390)	(57,507)	(4,318,898)	66.6
Provision for doubtful accounts	-	-	-	(26,620)	–	(26,620)	(100.0)
EBITDA (LBITDA)	**5,841,750**	**(114,451)**	**5,727,299**	**2,913,614**	**(56,328)**	**2,857,287**	**100.4**
Depreciation and amortization	(845,756)	(31,223)	(876,979)	(864,965)	(30,996)	(895,961)	(2.1)
Interest	(1,614,528)	(7,101)	(1,621,629)	(1,341,120)	(6,991)	(1,348,111)	20.3
Foreign exchange gain (loss)	(255,835)	1,827	(254,009)	60,013	288	60,301	n.m.
Others	-	-	-	-	-	-	n.m.
Benefit from (provision for) income tax	(515)	-	(515)	5,911	–	5,911	(108.7)
Net Income	**₱3,125,116**	**(₱150,949)**	**₱2,974,167**	**₱773,453**	(₱94,026)	₱679,426	**337.7**
Basic Earnings Per Share			₱0.276			₱0.063	
Diluted Earnings Per Share			₱0.274			₱0.063	

The following table shows the geographical segments of the operating results of the Group for the three months ended March 31, 2023 and 2022.

REVENUES

Revenues consist of: (1) Gaming; (2) Hotel, food and beverage; (3) Retail and others; and (4) Interest income. The table below illustrates the consolidated revenues for the three months ended March 31, 2023 and 2022:

In thousands, except % change data	For the Three Months Ended March 31						Conso. – % Change 2023 vs. 2022
	2023			2022			
	Philippines	Korea	Consolidated	Philippines	Korea	Consolidated	
Gaming	₱15,008,902	₱1,169	₱15,010,071	₱8,389,881	₱–	₱8,389,881	78.9
Hotel, food and beverage	1,015,957	30,702	1,046,659	376,261	–	376,261	178.2
Retail and others	965,242	4,477	969,719	538,311	439	538,750	80.0
Interest income	88,003	814	88,816	12,013	741	12,754	596.4
Gross revenues*	**17,078,104**	**37,162**	**17,115,266**	**9,316,467**	**1,180**	**9,317,647**	**83.7**
Less contra revenue accounts	4,191,350	192	4,191,542	2,114,842	–	2,114,842	98.2
Net revenues	**₱12,886,754**	**₱36,970**	**₱12,923,724**	**₱7,201,625**	**₱1,180**	**₱7,202,805**	**79.4**

** as defined under PFRS 15*

Revenues have been impacted by the COVID-19 pandemic which has had negative implications on the global economy and tourism.

Consolidated gross gaming, non-gaming revenues (including hotel, food and beverage, retail and others), and interest income represented 87.7 percent, 11.8 percent and 0.5 percent of gross revenues, respectively. Gross gaming, non-gaming revenues and interest income in the same period last year accounted for 90.0 percent, 9.8 percent and 0.1 percent of gross revenues, respectively. Contra revenue increased to ₱4.2 billion, up by 98.2 percent year-on-year, due to higher rebates to junket operators and VIP patrons as well as other customer promotions and incentives provided to mass gaming guests.

Gaming

Philippines

In the first quarter of 2023, VIP rolling chip volume, mass table drop and slot coin-in grew by 102.6, 72.6 percent and 52.8 percent, respectively.

Gaming revenues after PFRS 15 allocation in the first quarter of 2023 increased by 78.9 percent or ₱1.9 billion as compared to the same period last year.

Below is the breakdown of gross gaming revenues:

Amounts in millions	2023			2022			Change in Revenue	
	Volume*	**Revenue**	**Hold**	**Volume***	**Revenue**	**Hold**	**Amount**	**%**
VIP tables	168,230	6,396	3.80%	83,049	₱2,642	3.18%	3,754	142.1
Mass tables	12,079	4,886	40.5%	7,000	3,847	55.0%	1,039	27.0
Slots	83,957	4,761	5.7%	54,943	2,437	4.4%	2,323	95.3
		16,043			**8,927**		**7,116**	**79.7**
PFRS 15 Allocation		(1,034)			(537)		(497)	92.7
Total		15,009			**₱8,390**		6,619	**78.9**

**VIP volume represents rolling chips; Mass volume represents mass drop; Slots volume represents coin in.*

VIP revenue was ₱6.4 billion, representing an increase of 142.1 percent as a result of higher VIP rolling chip volume and hold rate. The VIP hold rate was 3.80 percent, higher than the 3.18 percent last year and normal hold of 2.85 percent. On a hold-normalized basis, VIP revenue would have increased by 102.6 percent.

Consistent with the performance of mass table drop and slot coin-in, mass table gaming and slot revenues increased by 27.0 percent and 95.3 percent, to ₱4.9 billion and ₱4.8 billion, respectively.

There were 1,213,400 visitors in the first three months of 2023, higher by 60.0% percent as compared to the same period last year.

Korea
Jeju Sun reported ₱1.2 million gross gaming revenue in the first quarter of 2023. In the first three months of 2022, Jeju Sun reported nil gaming revenue due to the suspension of its operations. Jeju Sun reopened with limited capacity on October 3, 2022.

Hotel, Food and Beverage

Philippines
Hotel, food and beverage revenue amounted to ₱1.0 billion in the first three months of 2023, representing an increase of ₱639.7 million or 170.0 percent as compared to same period last year. The increase was due to higher hotel occupancy rate, F&B covers and increased complimentary items given to patrons which were allocated to hotel and food and beverage revenue to comply with PFRS 15. Hotel occupancy rate was 76.9 percent in the first quarter of 2023.

Hotel cash revenues were approximately 38.9 percent in the first quarter of 2023 compared to 37.0 percent for the comparative period in the first three months of 2022. F&B cash revenues accounted for 64.5 percent of F&B revenues compared to 52.8 percent in the same period last year.

F&B outlets served 482,842 covers as compared to 269,093 covers for the comparable period in 2022, an increase of 79.4 percent. Average checks increased by 6.3 percent to ₱ 1,317.

Korea
The hotel and F&B operation of Jeju Sun generated ₱30.7 million revenue in the first quarter of 2023 after the limited reopening of its operations on October 3, 2022. In the same period last year, Jeju Sun reported nil hotel F&B revenue due to the suspension of its operations.

6.3.1.3 Retail and Others

Philippines
Retail and other revenues amounted to ₱965.2 million in the first three months of 2023, representing an increase of 79.3 percent from ₱538.3 million in the same period last year.

Korea
The retail and other revenues of Jeju Sun increased by 920.8 percent year-on-year to ₱4.5 million.

Interest Income

Consolidated interest income was ₱88.8 million, an increase of by 596.4 percent or ₱76.0 million compared to the same period last year. The increase in interest income was mainly due to higher average consolidated cash balances in the first quarter of 2023.

EXPENSES

Total expenses include: (1) Operating costs and expenses; (2) Interest expense; and (3) Foreig– exchange loss (gains) - net.

In the first quarter of 2023, total consolidated expenses increased by 52.4 percent to ₱10.0 billion.

The table below shows the breakdown of total expenses for 2023 and 2022.

	For the Three Months Ended March 31,						
	2023			2022			Conso. - % Change 2022 vs. 2022
In thousands, except % change data	Philippines	Korea	Consolidated	Philippines	Korea	Consolidated	
Operating costs and expenses	₱7,890,761	₱182,644	₱8,073,405	₱5,152,976	₱88,503	₱5,241,479	54.0
Interest expense	1,614,528	7,101	1,621,629	1,341,120	6,991	1,348,111	20.3
Foreign –exchange losses (gains) - net	255,835	(1,827)	254,009	(60,013)	(288)	(60,301)	(521.2)
Total expenses	**₱9,761,124**	**₱187,919**	**₱9,949,043**	₱6,434,083	₱95,206	₱6,529,289	52.4

Operating Costs and Expenses

Philippines
Solaire operating costs and expenses increased by 53.1 percent from ₱5.2 billion to ₱8.1 billion due to higher: a) gaming taxes which is consistent with the increase in gaming revenues, b) cost of sales due to increased promotional and complimentary items given to patrons and c) salaries.

Korea
Solaire Korea registered ₱182.6 million of cash operating expenses in the first three months of 2023 which was a higher by 106.4 percent or ₱88.5 million from the same period last year. The increase was mainly attributed to the expiry of government subsidies and the reopening of Jeju Sun on October 3, 2022.

Foreign Exchange Losses (Gains) – Net

The Group registered a net foreign exchange loss of ₱254.0 million in the first quarter of 2023 as compared to ₱60.3 million net foreign exchange gain in the same period last year. Net foreign exchange gains were generated mainly from the translation of foreign currency cash balances, receivables and payables at the period-end closing rate.

EBITDA (LBITDA)

Philippines
In the first quarter of 2023, Solaire's EBITDA of ₱5.8 billion was higher by 100.5 percent compared to same period last year. EBITDA margin in 2023 was 45.3 percent as compared to 40.5 percent previously. The improvement in EBITDA is attributed to higher net revenues.

Korea
Solaire Korea posted ₱114.5 million LBITDA for the quarter, higher by 103.2 percent as a result of higher cash operating expenses, partly offset by the increase in net revenues.

Consolidated
Below is a comparison of reported and hold-normalized consolidated EBITDA:

	For the Three Months Ended March 31		Change
In thousands, except % change data	**2023**	**2022**	
Net Revenue	12,923,724	7,202,805	79.4%
EBITDA	5,727,299	2,857,287	100.45%
EBITDA Margin	44.3%	39.7%	460 bps
Hold-Normalized EBITDA*	4,693,005	2,470,342	90.2%
Hold-Normalized EBITDA Margin*	40.3%	36.5%	380 bps

** Hold-normalized EBITDA is based on 2.85% VIP hold.*

The reported VIP hold in the first quarter of 2023 was 3.80 percent, 95 basis points higher than the

2.85 percent normalized hold. This resulted in the reported EBITDA being 22.0 percent higher than hold-normalized EBITDA of ₱4.7 billion.

Provision for Income Tax

In the first quarter of 2023, Solaire recognized ₱0.5 million provision for income tax as compared to ₱5.9 million benefit from income tax in the same period last year.

Net Income
The Group posted a consolidated net income of ₱3.0 billion for the quarter, representing an increase of 337.7 percent from last year's consolidated net income of ₱679.4 million.

Earnings Per Share
Basic earnings per share of ₱0.276 in the first quarter of 2023 was 332.5 percent higher than the ₱0.063 reported in the same quarter last year. Diluted earnings per share, after considering the shares granted under the stock incentive plan, was ₱0.274 compared to ₱0.063 in the same period last year.

TRENDS, EVENTS OR UNCERTAINTIES AFFECTING RECURRING REVENUES AND PROFITS

The Group collects revenues in various currencies and the appreciation and depreciation of the US or HK dollar and other major currencies against the Philippine peso, may have a negative impact on the Group's reported levels of revenues and profits.

FINANCIAL CONDITION

The table below shows the consolidated condensed balance sheets as of March 31, 2025, December 31, 2024 and 2023:

In thousands, except % change data	**March 31, 2025**	**December 31, 2024**	**December 31, 2023**	**% Change 2025 vs. 2024**	**% Change 2024 vs 2023**
Current assets	₱38,107,294	38,275,872	₱43,824,782	(0.4)	(12.7)
Total assets	197,800,747	199,696,925	160,169,876	(0.9)	24.7
Current liabilities	17,991,831	18,587,956	23,752,185	(3.2)	(21.7)
Total interest-bearing debt	106,496,535	110,187,640	94,867,242	(3.3)	16.2
Total liabilities	133,546,766	137,785,321	111,913,571	(3.1)	23.1
Equity	64,343,208	61,911,604	48,376,572	3.8	28.0
Current assets/total assets	19.3%	19.0%	27.4%		
Current ratio	2.12	2.06	1.85		
Debt-equity ratio[1]	2.08	2.23	2.31		
Net debt-equity ratio[2]	1.56	1.69	1.49		

[1] *Debt includes total liabilities. Equity includes total equity.*
[2] *Net debt includes all liabilities less cash and cash equivalents*

Current assets decreased by 0.4 percent to ₱38.1 billion as of March 31, 2025, mainly due to lower level of receivables.

The following summarizes the aging of the Group's receivables as of March 31, 2025:

In thousands	
Current	₱1,403,733
90 Days	153,581
Over 90 Days	588,601
Total	₱2,145,916

Total assets decreased by 0.9 percent to ₱197.8 billion. This decline was attributed to the depreciation of property and equipment, and lower advances to contractors and receivables.

Total liabilities are down by 3.1 percent due to lower payables to contractors and suppliers, a reduction in outstanding chips and other gaming liabilities, scheduled principal repayment on the ₱72.0 billion Syndicated Loan Facility, and a decrease in the carrying amount of the ₱40.0 billion Syndicated Loan Facility following the recognition of a discount on the loan payable arising from the loan modification.

Total equity increased by 3.8 percent due to the ₱3.3 billion net income earned in the first quarter of 2025, partly offset by the Parent Company's dividend declaration.

MATERIAL VARIANCES AFFECTING THE BALANCE SHEET FOR THE PERIOD ENDED MARCH 31, 2025

Balance sheet accounts as of March 31, 2025 with variances of plus or minus 5.0 percent against December 31, 2024 balances are discussed, as follows:

Current Assets

1. Receivables decreased by 33.4 percent mainly due to the higher collections of gaming receivables and the partial settlement of an outstanding receivable from a third party.

2. Inventories increased by 13.9 percent due to higher levels of food and beverage inventory, in line with the increase in food and beverage revenue.

3. Prepayments increased by 11.5 percent due to higher promo merchandise and current portion of security deposit.

Noncurrent Assets

4. Advances to contractors decreased by 38.2 percent mainly due to a reduction in advances related to the construction of Solaire Resort North.

Liabilities

5. Lease liabilities decreased by 26.9 percent mainly due to lease payments made, partly offset by the accretion of interest.

Equity

6. Share-based payment plan increased by 22.5 percent primarily due to the recognition of the current period's compensation expense.

MATERIAL VARIANCES AFFECTING THE BALANCE SHEET FOR THE PERIOD ENDED MARCH 31, 2024

Balance sheet accounts as of March 31, 2024 with variances of plus or minus 5.0 percent against December 31, 2022 balances are discussed, as follows:

Liabilities

1. Payables and other current liabilities decreased by 5.9 percent due to lower outstanding chips and other gaming liabilities, retention payable and customers' deposits.

2. Lease liabilities decreased by 22.1 percent mainly due to lease payments, partially offset by the accretion of interest.

Equity

3. Share-based payment plan increased by 16.6 percent primarily due to the recognition of current period's compensation expense.

4. Other comprehensive loss, which increased by 43.6 percent, pertains to the net effect of the translation of the financial statements of Solaire Korea and its subsidiaries.

5. Retained earnings increased by 28.3 percent mainly due to the ₱3.0 billion net income earned in the first three months of 2024.

MATERIAL VARIANCES AFFECTING THE BALANCE SHEET FOR THE PERIOD ENDED MARCH 31, 2022

Balance sheet accounts as of March 31, 2022 with variances of plus or minus 5.0 percent against December 31, 2021 balances are discussed, as follows:

Current Assets

6. Receivables declined by 10.1 percent due to higher collection of casino receivables and additional provisions for doubtful accounts.
7. Prepaid expenses and other current assets decreased by 13.3 percent mainly due to lower advances to suppliers and reduced prepayments.

Liabilities

8. Lease liabilities increased by 123.2 percent due to the renewal of lease contract and accretion of interest, partly offset by lease payments.

Equity

9. Share-based payment plan increased by 13.7 percent primarily due to the recognition of current period's compensation expense.

10. Retained earnings increased by 12.9 percent mainly due to the ₱686.7 million net income earned in the first three months of 2022.

LIQUIDITY AND CAPITAL RESOURCES

This section discusses the Group's sources and uses of funds as well as its debt and equity capital profile.

Liquidity

The table below shows the Group's consolidated cash flows for the three months ended March 31, 2025 and 2024:

	For the Three Months Ended March 31		% Change 2025 vs. 2024
In thousands, except % change data	**2025**	**2024**	
Net cash provided by operating activities	₱ 4,436,807	₱4,446,164	(0.2)
Net cash used in investing activities	(74,301)	(2,805,684)	(97.3)
Cash provided by (used in) financing activities	(3,994,634)	4,664,315	n.m.
Effect of exchange rate changes on cash	(86,300)	(238,725)	(63.8)
Net increase in cash and cash equivalents	281,572	6,066,070	(95.4)
Cash and cash equivalents, beginning	33,178,625	39,834,360	(16.7)
Cash and cash equivalents, end	₱33,460,197	₱45,900,430	(27.1)

In the first quarter of 2025, the Group registered positive cash flows from operating activities of ₱4.4 billion, 0.2 percent lower than the same period last year mainly due to a decline in earnings before interest, depreciation and amortization.

Net cash used in investing activities in the first quarter of 2025 comprised of capital expenditures related to the ongoing renovation and improvement of Solaire Resort Entertainment City and continued construction activities, primarily for new F&B outlets, at Solaire Resort North following its opening.

Net cash used in financing activities consists of interest payments, scheduled principal repayment on the ₱72.0 billion Syndicated Loan Facility, and payment of additional debt issuance cost in relation to the modified ₱40.0 billion Syndicated Loan Facility.

Capital Resources

The table below shows the Group's capital sources as of March 31, 2025 and December 31, 2024:

In thousands, except % change data	**March 31, 2025**	**December 31, 2024**	**% Change 2025 vs. 2024**
Long-term debt	₱106,496,535	110,187,640	(3.3)
Equity*	64,343,208	61,911,604	3.8
	₱170,839,744	172,099,244	0.8

**Attributable to equity holders of the Parent Company*

Total capital declined by 0.8 percent year-on-year to ₱170.8, primarily due to a scheduled principal repayment under the ₱72.0 billion Syndicated Loan Facility, and a decrease in the carrying amount of the ₱40.0 billion Syndicated Loan Facility following the recognition of a discount on the loan payable arising from the loan modification. These were partially offset by the net income earned during the quarter.

Please refer to Note 8 of the Notes to Unaudited Condensed Consolidated Financial Statements for the discussion on debt financing.

RISKS

The future operations of the Group shall be exposed to various market risks, particularly foreign exchange risk, liquidity risk, and credit risk, movements in which may materially impact the future financial results and conditions of the Group. The importance of managing these risks has significantly increased in light of the volatility in the Philippine and international financial markets. With a view to managing these risks, the Group has incorporated a financial risk management function in its organization, particularly within the treasury operations.

The Russian invasion of Ukraine, the Israel-Hamas war, and recent tensions in the Red Sea have caused significant disruptions in global trade resulting in a supply shortage and a surge in food, fuel and commodity prices. These events, along with local typhoons, have generally driven global inflation to higher levels. While inflation has somewhat come under control over the last few quarters, US President Donald Trump's trade war with China and global reciprocal tariffs pose as renewed threats to the prices of goods globally. Persistently high inflation will likely lead to a reduction in disposable income and elevated input costs which could adversely affect the business of the Company.

Foreign Exchange Risk

Foreign exchange risk is the risk that the value of the Group's financial instruments will fluctuate due to changes in foreign exchange rates. The Group has recognized in the consolidated statements of comprehensive income net foreign exchange loss of ₱85.8 million and net foreign exchange gain of ₱118.8 million in the first three months of 2025 and 2024, respectively, on the revaluation of its foreign currency denominated cash and cash equivalents, receivables and payables and other current liabilities.

Liquidity Risk

Liquidity risk is the risk of not meeting obligations as they become due because of an inability to liquidate assets or obtain funding. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans.

As part of its liquidity strategy, the Group will set aside cash to ensure that financial obligations will be met as they fall due. The Group has cash and cash equivalents amounting to ₱33.5 billion and ₱33.2 billion as of March 31, 2025 and December 31, 2024, respectively, that are allocated to meet the Group's liquidity needs.

Credit Risk

Credit risk is the risk that the Group will incur a loss arising from customers, clients or counterparties that fail to discharge their contracted obligations. The Group manages and controls credit risk by setting limits on the amount of risk that the Group is willing to accept for individual counterparties and by monitoring exposures in relation to such limits.

The Group's maximum exposure to credit risk is equal to the carrying amount of its financial instruments. The Group has no concentration of credit risk.

PART II – OTHER INFORMATION

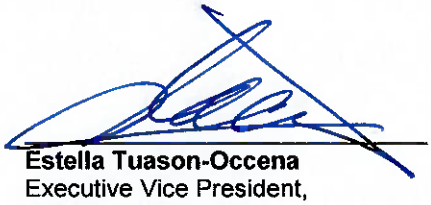
There is no other information not previously reported in SEC Form 17-C that need to be reported in this section.

SIGNATURES

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

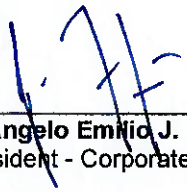
Registrant: **Bloomberry Resorts Corporation**

By:



Estella Tuason-Occena
Executive Vice President,
Chief Finance Officer and Treasurer

May 13, 2025



Gerard Angelo Emilio J. Festin
Vice-President - Corporate Controller

May 13, 2025