

CITICORE ENERGY REIT CORP.
Company's Full Name

**11th Floor Rockwell
Santolan Town Plaza
276 Col. Bonny Serrano Avenue
San Juan City**
Company's Address

8826-5698
Telephone Number

December 31
Fiscal Year Ending
(Month & Day)

SEC FORM 17-Q
Form Type

March 31, 2023
Period Ended Date

—

(Secondary License Type and File Number)

cc: Philippine Stock Exchange

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 Quarterly Period Ended **March 31, 2023**
2. SEC Identification Number **CS20101780**
3. BIR Tax Identification No. **007-813-849-0000**
4. Exact Name of Issuer as Specified in its Charter **Citicore Energy REIT Corp.**
5. Province, Country or other Jurisdiction of Incorporation or Organization **Philippines**
6. Industry Classification Code (SEC use only)
7. Address of Principal Office **11th Floor Rockwell Santolan Town Plaza 276 Col. Bonny Serrano Avenue, San Juan City**
- Postal Code **1500**
8. Issuer's Telephone Number, including Area Code **(02) 8826-5698**
9. Former Name, Former Address and Fiscal Year, if Changed since Last Report **Not Applicable**
10. Securities registered pursuant to Section 8 and 12 of the SRC, or Section 4 and 8 of the RSA:

Title of Each Class	Number of Shares Issued and Outstanding	Amount of Debt Outstanding (Php)
Common	6,545,454,004	0

11. Are any or all these securities listed on a stock exchange?

Yes [] No []

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

**The Philippine Stock - CREIT
Exchange, Inc.**

12. Check whether the issuer:

has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder of 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 No

has been subject to such filing requirements for the past 90 days.

Yes No

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

The interim Financial Statements of Citicore Energy REIT Corp. (“CREIT”) as of March 31, 2023 with comparative figures as of December 31, 2022 and March 31, 2022, Cash Flows and Schedule of Aging Accounts Receivable is incorporated by reference as Exhibit 1.

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

A. RESULTS OF OPERATIONS

Review of results for the three (3) months ended March 31, 2023 as compared with the results for the three (3) months ended March 31, 2022

Results of Operations

Revenues increased by 13% or P44.66 million

Revenues for the period amounted to P376.45 million, 13% or P44.66 million higher from the same period last year. The increase in revenue for the period pertains to the new parcels of land acquired by the Company from the use of proceeds of its green bond offering last February 10, 2023. These parcels of land were then leased out to the new projects that are currently under construction.

Direct Costs increased by 23% or P4.49 million

Direct costs amounted to P24.17 million and were higher by 23% or P4.49 million. The increase mainly pertains to related property and fund management fee recognized for the period which is equivalent to three months and which were based on the fixed based rental revenue. March 31, 2022 only recognized equivalent to one month property and fund management fee immediately after the Company’s IPO in February 2022.

Gross Profit increased by 13% or P40.17 million

Gross profit amounted to P352.28 million for the first three months of 2023, translating to a gross profit margin of 94%. The increase is related to the Company's expansion of leasing activities beginning 2022 arising from various acquisitions and transfers of freehold and leasehold assets.

Other Operating Expenses decreased by 59% or P4.78 million

Net Other Operating Expenses for the three-month period amounted to P3.30 million. The previous period's net other operating expenses mainly related to expenses incurred from the Company's initial public offering attributable to secondary offer and hence are not deductible against the Company's additional paid-up capital.

Finance cost increased by 1,034% or P45.34 million

The increase in finance cost is mainly related to the first coupon payment of the green bond of the Company accrued and recognized for the period amounting to P43 million. The first coupon payment is due on May 10, 2023. On February 10, 2023, the Company issued a 5-year green bond amounting to P4.5 billion with a coupon rate of 7.0543%. Other finance cost for the period is mainly related to finance cost on long term lease contract which are accounted for under PFRS 16, Leases.

Others - net increased by 738% or P5.02 million

Other charges - net, which consists of finance income and unrealized foreign currency gains amounted to P5.70 million, 738% higher from year-ago levels. Interest income increased due to the proceeds it received from its green bond offering recognized for the period.

Net Income increased by 2% or P4.66 million

Net income amounted to P304.96 million compared to year ago level of P300.30 million. The increase is mainly related to commencement of the Company's lease contracts on its newly-acquired properties in Lumbangan and Luntal, Batangas offset by the accrual of the interest expensed recognized for the period for the first coupon payment of the P4.5 billion green bond issuance.

FINANCIAL CONDITION

Review of financial conditions as of March 31, 2023 as compared with financial conditions as of December 31, 2022

ASSETS

Current Assets increased by 299% or by P1.97 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents increased by 353% or P2.02 billion

The increase in cash and cash equivalents pertains to the proceeds from the Company's green bond issuance and related to cash generated from its operations, net of the acquisition of the new parcels of land and dividend payments for the period.

Trade and Other Receivables decreased by 78% or by P40.66 million

The decrease in trade and other receivables is mainly due to collection of lease receivables pertaining to variable lease income billed last December 2022. The trade receivables also include the current portion of the actual recovery of the arrears FIT rate adjustment from the output it generated from January 2016 to December 2020 which payment schedule is expected to be collected within one year.

Prepayments and Other Current Assets decreased by 4% or by P1.53 million

Prepayments and other current assets decreased by P1.53 million due to reversal and reclassification of deferred issuance costs to bonds payable of the expenses related to the green bonds issuance. These expenses were incurred prior to the bonds issuance which were later reclassified to bonds payable as contra account upon issuance. The decrease was offset by the increase in input vat and by the unused creditable withholding taxes recognized from collection of lease receivables from the solar plant operator tenants.

Non-Current Assets increased by P2.54 billion or 57%

The following discussion provides a detailed analysis of the increase in non-current assets:

Trade and other receivables – noncurrent increased by P11.55 million or 5%

The increase in noncurrent portion of trade and other receivables is mainly related to straight line adjustment of the Company's lease revenue in accordance PFRS 16, Leases. The related receivable is to be recovered upon billing to lessee based on the contractual lease schedule. This is partially offset by the reclassification to current assets of the FIT receivables that are due to be collected in one year.

Property, Plant and Equipment decreased by 1% or by P14.78 million

The movement in the Company's property, plant and equipment mainly pertains to the depreciation charges for the period.

Investment Properties increased by 87% or by P2.55 billion

Investment properties increased due to the acquisition of various parcels of land in Batangas and Arayat, Pampanga amounting to P2.55 billion during the period. Meanwhile, amortization of leasehold asset amounted to P2.53 million during the period.

Right of Use Assets decreased P0.53 million or 2%

The movement in the right of use asset account which pertains to leasehold right on the land where its Clark solar plant is located pertains to amortization charges for the period.

Other Non-Current Assets amounted to P5.28 million

Other Non-Current Assets pertain to the security deposits for the lease agreement with Clark Development. These deposits are refundable to the Company upon termination of the lease agreement or at the end of the lease term.

LIABILITIES AND EQUITY

Current Liabilities increased by 26% or by P101.82 million

The following discussion provides a detailed analysis of the increase in current liabilities:

Trade and Other Payables increased by 91% or by P46.59 million

The increase is mainly due to the accrual of interest payable pertaining to coupon payment of the bonds payable for the period amounting to P43 million. Trade payable also increased pertaining to the property and fund management fees billed towards end of the quarter by both the Citicore Property Managers, Inc. and Citicore Fund Managers, Inc. These billings are then paid the following month.

Due to related parties – current decreased by 2% or P1.19 million

This account pertains to liabilities to Parent Company which are to be demanded within one year. The decrease pertains to the payment made by the Company during the period.

Lease liabilities – current portion increased by 126% or by P3.04 million

The increase is due to reclassification from non-current to current portion during the period.

Non-Current Liabilities increased by 1199% or P4.4 billion

The following discussion provides a detailed analysis of the increase in non-current liabilities:

Security deposits and deferred rent income decreased by P0.55 million

The decrease pertains to the amortization of deferred rent income during the period.

Lease liabilities – noncurrent portion decreased by 1% or by P1.26 million

The decrease was due to the payments made and reclassifications to current portion during the period.

Bonds payable increased by 100% or P4.4 billion

The account pertains to the green bond issuance last February 10, 2023 amounting to P4.5 billion. The amount was reduced by bond issue costs amounting to P54 million pertaining to all expenses incurred in relation to the bond's issuance. Bond issuance cost is recorded as contra account and is deducted from the bonds payable account in the balance sheet. The same is amortized over the period of the bond's life and related amortization is recorded as an addition to the finance cost and a deduction to the bond issue costs.

Retirement benefit obligation amounted to P0.31 million

This account pertains to retirement obligation of the Company's employees as computed by an actuary as of the end of December 31, 2021. There are no movements in this account.

Equity decreased by 1% or by P28.86 million

The Company's equity stands at P4.33 billion as of March 31, 2023. Movement in the equity is a function of the declaration of dividends for the fourth quarter of 2022 last March 28, 2023 payable on May 15, 2023 which were taken out from the 2022 retained earnings amounting to P333 million and recognition of net income amounting to P304.96 million during the period.

B. MATERIAL EVENTS AND UNCERTAINTIES

There are no other material changes in CREIT's financial position by five percent (5%) or more and condition that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to management that would impact or change reported financial information and condition of CREIT.

Other than the impact of COVID and Russia-Ukraine conflict to the business which is disclosed in Note 1 (b) and (c) to the financial statements, there are no known trends or demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing CREIT's liquidity in any material way. CREIT does not anticipate having any cash flow or liquidity problems. It is not in default or breach of any note, loan, lease or other indebtedness or financing arrangement requiring it to make payments.

There are no material off-balance transactions, arrangements, obligations (including contingent obligations), and other relationships of CREIT with unconsolidated entities or other persons created during the reporting period.

There are no material commitments for capital expenditures, events or uncertainties that have had or that are reasonably expected to have a material impact on the continuing operations of CREIT.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of CREIT.

There are no explanatory comments on the seasonality of interim operations. There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements of the interim period.

There are no material amounts affecting assets, liabilities, equity, net income or cash flows that are unusual in nature. Neither are there changes in estimates of amounts reported in prior interim period of the current financial year.

LIQUIDITY AND CAPITAL RESOURCES

Cash Flows

The following table sets forth information from CREIT's statements of cash flows for the period indicated:

(Amounts in P Millions)	For three (3) months ended March 31	
	2023	2022
Cash Flow		
Net cash from operating activities	P404	P433
Net cash used in investing activities	(2,550)	(1,753)
Net cash from (used in) financing activities	4,163	2,333

Indebtedness

As of March 31, 2023, CREIT has not been in default in paying interest and principal amortizations.

CREIT is not aware of any events that will trigger direct or contingent financial obligations that are material to it, including any default or acceleration of an obligation.

E. RISK MANAGEMENT OBJECTIVES AND POLICIES

CREIT is exposed to a variety of financial risks in relation to its financial instruments. Its risk management is coordinated with the Board of Directors, and focuses on actively securing CREIT’s short-to-medium term cash flows by minimizing the exposure to financial markets.

CREIT does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which it is exposed to are market risk, credit risk and liquidity risk. The detailed discussion of the impact of these risks are discussed in the quarterly financial statements.

F. KEY PERFORMANCE INDICATORS

CREIT’s top KPIs are as follows:

KPI	March 31, 2023	March 31, 2022
Current Ratio ¹	5.38	5.79
Debt-to-equity ratio	1.03	-
Debt Service Coverage Ratio ⁷	2.92	170.56
Earnings per Share ²	0.05	0.05
Net Profit Margin ³	81.1%	90.51%
Dividend Payout Ratio ⁴	106%	107%
Net Asset Value ⁵	2.19	2.12
Book Value Per Share ⁶	0.65	0.66

The KPIs were chosen to provide management with a measure of CREIT’s sustainability on financial strength (Current Ratio), and profitability (Earnings per Share, Net Profit Margin).

PART II—OTHER INFORMATION

Item 3. Business Development / New Projects

CREIT’s renewable energy property portfolio consists of the Leased Properties which include the lease of the Clark Solar Power Plant to Citicore Renewable Energy Corporation (“CREC”) and parcels of land leased to solar power plant operators, comprising (A) Company-owned Armenia Property, Bulacan Property and South Cotabato Property and (B) the Company’s

¹ *Current Assets/Current Liabilities*

² *Net Profit/Issued and Outstanding Shares*

³ *Net Profit / Revenue*

⁴ *Dividends / Distributable Income*

⁵ *Fair value of Net Assets / Issued and Outstanding Shares*

⁶ *Total Equity/Issued and Outstanding Shares*

⁷ *Earnings before interest, taxes, depreciation and amortization + cash, beginning/Current loan payable + Interest expense + Current lease liabilities*

leasehold rights over the Toledo Property, the Silay Property, the Clark Property and the Dalayap Property.

The Clark Solar Power Plant, Armenia Property, the Toledo Property, the Silay Property, the Dalayap Property, the Bulacan Property and the South Cotabato Property (the “**Leased Properties**”) are leased by CREIT to its Lessees comprising CREC, Citicore Solar Tarlac 1, Inc. (“Citicore Tarlac 1”), Citicore Solar Cebu, Inc. (“Citicore Cebu”), Citicore Solar Negros Occidental Inc. (“Citicore Negros Occidental”), Citicore Solar Tarlac 2, Inc. (“Citicore Tarlac 2”), Citicore Solar Bulacan, Inc. (“Citicore Bulacan”), and Citicore Solar South Cotabato, Inc. (“Citicore South Cotabato”), respectively. The Lessees operate solar power plants on the Leased Properties with a total combined installed capacity of 145.0 MW_{pDC}.

Citicore Bulacan, Citicore South Cotabato, Citicore Tarlac 1 and Citicore Tarlac 2 are wholly owned indirect subsidiaries of CREC, while Citicore Cebu and Citicore Negros Occidental are wholly owned subsidiaries of CPI, the parent company of CREC.

The Leased Properties comprise the Company’s current portfolio, and have an aggregate appraised value of ₱14.2 billion as of March 31, 2023 based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022. The following table summarizes key information relating to the Company’s Leased Properties.

	Clark Solar Power Plant	Armenia Property	Toledo Property	Silay Property	Dalayap Property	Bulacan Property	South Cotabato Property
Location	Clark Freeport Zone, Pampanga	Brgy. Armenia, Tarlac City	Brgy. Talavera, Toledo City, Cebu	Silay City, Negros Occidental	Brgy. Dalayap, Tarlac City	Brgy. Pasong Bangkal, San Ildefonso, Bulacan	Brgy. Centrala, Suralla, South Cotabato
Land area (sq.m.)	250,318	138,164	730,000	431,408	103,731	253,880	79,997
Right over property	Leased	Owned	Leased	Leased	Leased	Owned	Owned
Land lease expiry	September 2039	N/A	May 2041	October 2040	October 2040	N/A	N/A
Lessor	Clark Development Corporation	N/A	Leavenworth Development, Inc.	Claudio Lopez, Inc.	Ma. Paula Cecilia David & Juan Francisco David; and Benigno S. David & Vivencio M. Romero	N/A	N/A
Right of first refusal	None	N/A	Yes	None	Yes	N/A	N/A
Solar power plant installed capacity (MW_{pDC})	22.325	8.84	60	25	7.55	15	6.23

Commissioning date	March 12, 2016	February 29, 2016	June 30, 2016	March 8, 2016	February 27, 2016	March 12, 2016	December 9, 2015
FIT Eligibility	Yes	No	No	No	No	Yes	Yes
Tenant/Operator of solar power plant	CREC	Citicore Tarlac 1	Citicore Cebu	Citicore Negros Occidental	Citicore Tarlac 2	Citicore Bulacan	Citicore South Cotabato
Commencement of the tenancy	November 1, 2021	November 1, 2021	January 1, 2022	January 1, 2022	November 1, 2021	January 1, 2022	January 1, 2022
Expiration of the tenancy	September 4, 2039	October 31, 2046	May 31, 2041	October 31, 2040	October 31, 2040	December 31, 2047	December 31, 2046
Appraised value (₱)	3,030 million	688 million	3,757 million	2,846 million	462 million	2,412 million	1,045 million

Leased Properties

The Lessees operate solar power plants with a total installed capacity of 145.0 MW_{pDC} on the Properties.

Clark Solar Power Plant

A solar power plant with an installed capacity of 22.3MW_{pDC} and other real properties (the “**Clark Solar Power Plant**”) is located on a 250,318 sq.m. parcel of land (the “**Clark Land**”) in the Clark Freeport Zone, which the Company leases from the Clark Development Corporation. The Company’s lease is for 25 years commencing on September 5, 2014, and is renewable upon mutual consent of the parties.

The Clark Solar Power Plant located on the Clark Land was leased out by the Company to CREC for a period of around 18 years commencing on November 1, 2021. The Clark Solar Power Plant was commissioned on March 12, 2016.

The Clark Solar Power Plant leased to and operated by CREC is qualified under the Feed-In-Tariff (“**FIT**”) II Program with Certificate of Compliance (“**COC**”) eligibility for FIT II rate from March 12, 2016 to March 11, 2036 (COC No. 16-13-M00090L) secured from Energy Regulatory Commission (“**ERC**”) on December 8, 2016. Under the FIT regime, the offtaker of the Clark Solar Power Plant is TransCo, a Government-owned-and-controlled entity.

The Company has assigned the BOI registration in relation to the Clark Solar Power Plant to CREC, which will entitle CREC to enjoy incentives such as a zero VAT rating, income tax holiday for seven years until 2023 with a 10% preferential rate thereafter and a tax exemption on carbon credits.

As of March 31, 2023, the Clark Property was valued at ₱3,030 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Armenia Property

The Armenia Property comprises 11 parcels of land with a total area of 138,164 sq.m. located in Brgy. Armenia, Tarlac City. The Armenia Property is owned by the Company, and was acquired by the Company from the Sponsors through the Property-for-Share Swap.

The Armenia Property was leased out by the Company to Citicore Tarlac 1 for a period of 25 years commencing on January 1, 2022. Citicore Tarlac 1 operates a solar power plant with an installed capacity of 8.84MW_{pDC} on the Armenia Property. Citicore Tarlac 1's solar power plant was commissioned on February 29, 2016.

Citicore Tarlac 1 sells the electricity generated by its solar power plant to contestable customers operating in various industries.

As of March 31, 2023, the Armenia Property was valued at ₱688 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Toledo Property

The Toledo Property comprises leasehold rights over land with an area of 730,000 sq.m. located in Brgy. Talavera, Toledo City, Cebu.

The Company owns the leasehold rights over the Toledo Property pursuant to a Deed of Assignment whereby Citicore Cebu transferred all its rights and obligations with respect to the Toledo Property to the Company. The lessor of the Toledo Property is Leavenworth Realty Development, Inc., which holds the usufructuary rights to such property. The Company's leasehold rights are for a remaining term of 19 years, expiring on May 31, 2041, and renewable upon mutual agreement of the parties. The Company has a right to match any bona fide offer from a third party to purchase the property from the landowner.

The Company leased out the entire Toledo Property to Citicore Cebu for a period of 19 years commencing on January 1, 2022 and expiring on May 31, 2041. Citicore Cebu operates a solar power plant with an installed capacity of 60MW_{pDC} on the Toledo Property. Citicore Cebu's solar power plant was commissioned on June 30, 2016.

Citicore Cebu sells the electricity generated by its solar power plant to contestable customers operating in various industries.

As of March 31, 2023, the Toledo Property was valued at ₱3,757 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Silay Property

The Silay Property comprises leasehold rights over land with an area of 431,408 sq.m. located in Silay City, Negros Occidental.

The Company owns the leasehold rights over the Silay Property pursuant to a lease agreement between the Company as lessee, and Claudio Lopez, Inc. as lessor, with a term of 19 years expiring on October 31, 2040. The lease can be extended for an additional period of five years unless earlier terminated by either party at least six months prior to the end of the original term.

The Company leased out the entire Silay Property to Citicore Negros Occidental for a period of 18 years commencing on January 1, 2022 and expiring on October 31, 2040. Citicore Negros Occidental operates a solar power plant with an installed capacity of 25MW_{pDC} on the Silay Property. Citicore Negros Occidental's solar power plant was commissioned on March 8, 2016.

The rights of Citicore Negros Occidental as a lessee of the Silay Property is subject of an unregistered mortgage in favor of the Landbank of the Philippines, which debt is intended to be prepaid prior to the Listing Date. In the event of default by Citicore Negros Occidental, the Landbank of the Philippines will be able to exercise step-in-rights in place of the lessee.

Citicore Negros Occidental sells the electricity generated by its solar power plant to contestable customers operating in various industries.

As of March 31, 2023, the Silay Property was valued at ₱2,846 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Dalayap Property

The Dalayap Property comprises leasehold rights over parcels of land with an area of 103,731 sq.m. located in Brgy. Dalayap, Tarlac City.

The Company owns the leasehold rights over the Dalayap Property pursuant to lease and sublease agreements entered into with Ma. Paula Cecilia David & Juan Francisco David and Benigno S. David and Vivencio M. Romero, Jr., respectively. The lease and sublease agreements have initial terms of 19 years, and expire on October 31, 2040, renewable for another 25 years subject to the consent of the lessor. The Company also has the right of first refusal to purchase the relevant parcels of land in the event the lessor or sublessor decide to sell their relevant parcels of land.

The Company leased out the entire Dalayap Property to Citicore Tarlac 2 for a period of 19 years commencing on November 1, 2021 and ending on October 31, 2040. Citicore Tarlac 2 operates a solar power plant with an installed capacity of 7.55MW_{pDC} on the Dalayap Property. Citicore Tarlac 2's solar power plant was commissioned on February 27, 2016.

Citicore Tarlac 2 sells the electricity generated by its solar power plant to contestable customers operating in various industries.

As of March 31, 2023, the Dalayap Property was valued at ₱462 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Bulacan Property

The Bulacan property consists of a 253,880 sq.m. parcel of land with an acquisition cost of of P1,754.1 million and is located in Brgy. Pasong Bangkal, San Ildefonso, Bulacan. The property is leased out to Citicore Bulacan for 25 years. Citicore Bulacan operates a solar power plant with an installed capacity of 15MW_{pDC} in the Bulacan Property. The solar power plant was successfully commissioned on March 12, 2016 and was granted by the ERC with entitlement to the Feed-in Tariff (FIT) rate of ₱8.69 per kilowatt hour of energy output for a period of 20 years from March 14, 2016 to March 13, 2036.

As of March 31, 2023, the Bulacan Property was valued at ₱2,392 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

South Cotabato Property

The South Cotabato property is a 79,997 sq.m. parcel of land located in Brgy. Centrala, Suralla, South Cotabato and is leased out to Citicore South Cotabato for 25 years. Citicore South Cotabato operate a solar power plant with an installed capacity of 6.23MW_{DC} in the South Cotabato Property. The solar power plant was successfully commissioned on December 9, 2015 and was granted with an entitlement under FIT program for a period of 20 years from October 25, 2016 to December 8, 2035 .

As of March 31 2023, the South Cotabato Property was valued at ₱1,045 million based on the Valuation Reports issued by Cuervo Appraisers dated March 17, 2023 for the period ending December 31, 2022.

Acquisition of Parcels of Land

The proceeds from the P4.5 billion bonds which the Company raised in February 2023 will be used to acquire parcels of land with an aggregate total of 475.3 hectares from multiple landowners spread across the three (3) barangays in Tuy, Batangas namely Brgy. Lumbangan, Brgy. Luntal and Brgy Bolbok. These parcels of land are ideal for utility scale solar power plants due to its proximity to the NGCP Tuy Substation and proven solar irradiance resources.

Around 300 hectares of the parcels of land were originally secured by CREC and its subsidiaries and were subsequently assigned to the Company. As of March 31, 2023, the Company paid a total of P2.55 billion for the acquisition of this property. Remaining balance is expected to be disbursed in Q2 2023.

CREIT shall lease the parcels of land to solar power developers and operators. The tenants already secured Solar Energy Service Contracts from the DOE to construct three (3) utility scale solar power plants totaling 269MWp capacity and provide adequate space for local farmers to plant high value crops beneath the solar panel tables and along the aisle between solar panel tables. The lease shall have a term of 25 years renewable for another 25 years effective immediately upon consummation of the land acquisition and providing access to the leased premises to the lessees. The lessees shall sell the electricity generated from the solar power plants to a new state-of-the-art steel smelting furnace and rolling mills to be constructed adjacent to one of the solar plants, the local electric distribution cooperative and various industrial and commercial grid connected consumers. Moreover, the tenants are working on additional Solar Energy Service Contracts to build another 411MWp solar power plants within the parcels of land to be leased from CREIT.

As of March 31, 2023, the Company's Deposited Property amounted to ₱19.5 billion as broken down below:

Cash and Cash Equivalents	₱ 2,587,556,884
Lease Receivable	149,915,582
Investment Property	13,739,575,371
Property, Plant and Equipment	3,030,159,000
Right-of-use Assets – net	<u>34,894,875</u>
Total	<u>₱ 19,542,101,711</u>

The Company's total borrowings and deferred payments as of March 31, 2023 mainly pertained to bonds payable, trade and other payables, lease liabilities, due to a related party, dividends payable and security deposits. In 2022, the Company received PRS AA+ rating with stable

outlook from Philratings for both CREIT and its February 10, 2023's bond issuance. The rating, which is considered as investment grade, allowed CREIT to increase its leverage limit from the minimum 35% of the Deposited Property to a maximum of 70% as prescribed in the REIT IRR. The Company's leverage limit as of March 31, 2023 is as follows:

Deposited Property	₱ 19,542,101,711
Leverage Ratio	<u>70%</u>
Leverage Limit	₱ <u>13,679,471,198</u>
Total borrowings and deferred payments	<u>5,304,581,174</u>
Allowable additional borrowings	₱ <u>8,374,890,024</u>

NET ASSET VALUE

The following table shows the Company's computation of the Net Asset Value per share. The Net Asset Value is computed by reflecting the fair market values of total assets and investible funds held by the Company, less total liabilities. Net Asset Value per share shall be computed by dividing Net Asset Value by the total outstanding shares of the Company.

	As of		
	March 31, 2023	December 31, 2022	
	Actual / At Cost ⁽²⁾	As adjusted to give effect to Fair Value ⁽²⁾	As adjusted to give effect to Fair Value ⁽¹⁾
(₱ millions, except number of shares and per share value)			
Cash and cash equivalents.....	2,588	2,588	571
Trade and other receivables.....	237	237	266
Prepayments and other current assets.....	35	35	36
Property, plant and equipment - net.....	1,257	6,675	4,145
Investment properties.....	5,473	10,095	10,095
Right-of-use assets - net.....	35	35	35
Other noncurrent assets.....	5	5	5
Total Assets	9,630	19,670	15,153
Trade and other payables.....	98	98	51
Lease liabilities.....	231	231	230
Bonds payable.....	4,447	4,447	-
Due to related parties.....	52	52	53
Dividends payable.....	334	334	280
Security deposit.....	143	143	143
Retirement Benefit Obligation.....	1	1	1
Total Liabilities	5,305	5,305	758
Net Asset Value	4,326	14,365	14,395
Issued and outstanding Common Shares (millions).....	6,545	6,545	6,545
Net asset value per share.....	₱ 0.66	₱ 2.19	₱ 2.20

Notes:

- (1) *Figures are based on the historical audited financial statements of the Company as of December 31, 2022.*
- (2) *Property, plant and equipment, right of use assets and investment properties were adjusted to fair values based on the independent property valuation report of Cuervo Appraisers.*

Reinvestment Plan

CREC, as the sponsor of CREIT, is required under the REIT Law to reinvest (a) any proceeds realized by it from the sale of CREIT shares, and (b) any money raised by CREC from the sale of any of its income generating real estate to CREIT, within one (1) year of receipt of the proceeds.

Following current regulations, CREC intends to use the net proceeds received to fund ongoing and future investments, development and construction of renewable energy solar and hydro plants in key regions in Luzon as set out in the reinvestment plan.

CREC monitors and shall continue to monitor the actual disbursements of projects proposed in the Reinvestment Plan on a quarterly basis. For purposes of monitoring, CREC prepares quarterly progress reports of actual disbursements on the projects covered by the Reinvestment Plan. In the event of changes in the actual disbursements of projects proposed in the Reinvestment Plan, CREC, shall inform the SEC, PSE, BIR or the appropriate government agency, by sending a written notice to that effect.

The net proceeds from the IPO shares amounting to Php 6,114,896,495.56 were fully utilized as of February 22, 2023. The total net proceeds were disbursed and reinvested to projects identified in the Reinvestment Plan from February 22, 2022 to February 22, 2023 based on the agreed upon procedures performed by PwC.

The Reinvestment Plan Progress Report as of March 31, 2023 is attached herein as Exhibit 2.

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereto duly authorized, in SAN JUAN CITY on MAY 10 2023.

By:



OLIVER Y. TAN
President and Chief Executive Officer


MIA GRACE PAULA S. CORTEZ
Chief Financial Officer

SUBSCRIBED AND SWORN TO before me in SAN JUAN CITY on MAY 10 2023,
affiants exhibiting to me their respective valid IDs, as follows:

NAME	Valid ID	DATE OF ISSUE/VALID UNTIL	PLACE OF ISSUE
Oliver Y. Tan	Passport No. P4489306B	Valid until January 21, 2030	DFA East NCR
Mia Grace Paula S. Cortez	UMID 0111-2975451-1		

Doc. No. 90;
Page No. 19;
Book No. 3;
Series of 2023.


FRA ANGELICA S. ALEJANDRO
Appointment No. 109 (2023-2024)
Notary Public for and in the Cities of
Pasig and San Juan and in the
Municipality of Pateros
Until 31 December 2024
1/F Santolan Town Plaza, 276 Santolan Rd.
San Juan City
Roll of Attorneys No. 77312
PTR No. 1673663 / 01-06-2023 / San Juan C
IRP O.R. No. 275028 / 01-07-2023 / RSM

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines
Renewable Resources Inc.)

(A subsidiary of Citicore Renewable
Energy Corporation)

Condensed Interim Financial Statements

As at March 31, 2023 and December 31, 2022 and

for the three-month periods ended March 31, 2023 and 2022

CITICORE ENERGY REIT CORP.
(A Subsidiary of Citicore Renewable Energy Corp.)
Statements of Financial Position
(All amounts in Philippine Peso)
March 31, 2023 and December 31, 2022

	Notes	March 31, 2023	December 31, 2022
<u>ASSETS</u>			
Current assets			
Cash and cash equivalents	3	2,587,556,884	571,423,464
Trade and other receivables	4	11,791,248	52,446,926
Prepayments and other current assets	5	34,604,142	36,130,547
Total current assets		2,633,952,274	660,000,937
Non-current assets			
Trade and other receivables - noncurrent	4	225,519,103	213,970,456
Property, plant and equipment, net	6	1,257,273,717	1,272,055,348
Investment properties	8	5,473,174,412	2,925,297,244
Right-of-use assets	18	34,894,875	35,426,372
Other non-current assets	7	5,279,310	5,279,310
Total non-current assets		6,996,141,417	4,452,028,730
Total assets		9,630,093,691	5,112,029,667
<u>LIABILITIES AND EQUITY</u>			
Current liabilities			
Trade and other payables	9	97,847,257	51,253,584
Dividends payable		333,818,154	280,442,419
Due to related parties	11	52,031,221	53,223,717
Lease liabilities - current portion	18	5,444,623	2,406,282
Total current liabilities		489,141,255	387,326,002
Non-current liabilities			
Security deposit		142,576,290	143,130,106
Lease liabilities - net of current portion	18	225,938,140	227,201,879
Bonds payable		4,446,925,489	-
Retirement benefit obligation		314,672	314,672
Total non-current liabilities		4,815,754,591	370,646,657
Total liabilities		5,304,895,846	757,972,659
Equity			
Share Capital	12	1,636,363,501	1,636,363,501
Additional paid in capital	12	2,307,335,739	2,307,335,739
Retained Earnings	12	381,447,711	410,306,874
Other comprehensive income		50,894	50,894
Total equity		4,325,197,845	4,354,057,008
Total liabilities and equity		9,630,093,691	5,112,029,667

See Notes to the Interim Financial Statements.

CITICORE ENERGY REIT CORP.
(A Subsidiary of Citicore Renewable Energy Corp.)
Statements of Total Comprehensive Income
(All amounts in Philippine Peso)
For the periods ended March 31, 2023 and 2022

	Notes	March 31, 2023 (Year-to-date)	March 31, 2022 (Year-to-date)	March 31, 2023 (For the quarter)	March 31, 2022 (For the quarter)
Revenues	13	376,449,818	331,791,550	376,449,818	331,791,550
Cost of Services	14	(24,166,475)	(19,680,043)	(24,166,475)	(19,680,043)
Gross Profit		352,283,343	312,111,507	352,283,343	312,111,507
Operating expenses	15	(3,304,705)	(8,079,855)	(3,304,705)	(8,079,855)
Income from operations		348,978,638	304,031,652	348,978,638	304,031,652
Finance cost	10	(49,722,507)	(4,383,031)	(49,722,507)	(4,383,031)
Others - net	16	5,702,860	680,264	5,702,860	680,264
Income before income tax		304,958,992	300,328,885	304,958,992	300,328,885
Income tax expense	17	(0)	(30,237)	(0)	(30,237)
Net income after tax		304,958,992	300,298,648	304,958,992	300,298,648
Other comprehensive income		-	-	-	-
Total comprehensive income		304,958,992	300,298,648	304,958,992	300,298,648
Earnings per share					
Basic and diluted	19	0.05	0.05	0.05	0.05

See Notes to the Interim Financial Statements.

CITICORE ENERGY REIT CORP.
(A Subsidiary of Citicore Renewable Energy Corp.)
Statements of Changes in Equity
(All amounts in Philippine Peso)
For the periods ended March 31, 2023 and 2022

	Share capital	APIC	OCI	Retained Earnings	Total equity
Balances at January 1, 2022	1,374,545,501	2,465,066	50,894	250,984,668	1,628,046,129
Comprehensive income					
Net income	-	-	-	300,298,648	300,298,648
Other comprehensive income	-	-	-	-	-
Total comprehensive income	-	-	-	300,298,648	300,298,648
Transactions with owners					
Issuance of share capital	261,818,000	2,408,725,600			2,670,543,600
Cash dividends				(229,090,890)	(229,090,890)
Share issuance costs		(103,854,927)			(103,854,927)
Balances at March 31, 2022	1,636,363,501	2,307,335,739	50,894	322,192,426	4,265,942,560
Balances at January 1, 2023	1,636,363,501	2,307,335,739	50,894	410,306,874	4,354,057,008
Comprehensive income					
Net income	-	-	-	304,958,992	304,958,992
Other comprehensive income	-	-	-	-	-
Total comprehensive income	-	-	-	304,958,992	304,958,992
Transactions with owners					
Cash dividends	-	-	-	(333,818,154)	(333,818,154)
Balances at March 31, 2023	1,636,363,501	2,307,335,739	50,894	381,447,711	4,325,197,846

See Notes to the Interim Financial Statements.

CITICORE ENERGY REIT CORP.
(A Subsidiary of Citicore Renewable Energy Corp.)
Statements of Changes in Cash Flows
(All amounts in Philippine Peso)
For the periods ended March 31, 2023 and 2022

	Notes	March 31, 2023	March 31, 2022
Cash flows from operating activities			
Profit before income tax		304,958,992	300,298,648
Adjustments for:			
Depreciation expense		17,838,330	16,375,214
Unrealized foreign exchange (gains) losses		(33,524)	394,192
Interest expense		49,072,995	4,383,031
Interest income		(3,070,975)	(1,074,456)
Operating income before working capital changes		368,765,818	320,376,629
Changes in:			
Receivables		31,458,680	8,081,804
Prepayments and other current assets		1,526,403	22,590,202
Accounts payable and other liabilities		3,386,086	(579,263)
Security Deposit		(882,053)	-
Due from related party		(1,192,496)	80,169,267
Increase in other assets		-	905,831
Cash from operating activities		403,062,438	431,544,470
Interest received		719,327	1,074,456
Net cash from operating activities		403,781,765	432,618,926
Cash flows used in investing activities			
Acquisitions of and expenditure for Investment property	8, 11	(2,550,402,370)	(1,752,794,544)
Net cash used in investing activities		(2,550,402,370)	(1,752,794,544)
Cash flows from financing activities			
Principal payment on lease liability		(330,275)	(624,606)
Interest payment on lease liability		(1,882,355)	(4,383,031)
Dividend payment	12	(280,442,419)	(229,090,890)
Proceeds from bonds issuance		4,500,000,000	-
Bonds issuance costs		(54,590,926)	-
Proceeds from issuance of shares	12	-	2,566,688,673
Net cash from financing activities		4,162,754,025	2,332,590,146
Net increase in cash		2,016,133,420	1,012,414,528
Cash at the beginning of the year		571,423,464	49,014,348
Cash at the end of the period		2,587,556,884	1,061,428,876

See Notes to the Interim Financial Statements.

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Notes to the Condensed Interim Financial Statements

As at March 31, 2023 and December 31, 2022 and

for the three-month periods ended March 31, 2023 and 2022

(All amounts are shown in Philippine Peso unless otherwise stated)

Note 1 - General information*(a) Corporate information*

Citicore Energy REIT Corp. (formerly Enfinity Philippines Renewable Resources Inc.) (the “Company”) was registered with the Philippine Securities and Exchange Commission (SEC) on July 15, 2010.

Prior to May 25, 2021, the Company’s primary objective is to explore, develop and utilize renewable resources with particular focus on solar and wind energy generation; to design, construct, erect, assemble, commission and operate power-generating plants and related facilities for the conversion of renewable energy into usable form fit for electricity generation and distribution; and to perform other ancillary and incidental activities as may be provided by and under contract with the Government of the Republic of the Philippines, or any subdivision, instrumentality or agency thereof, or any government-owned and controlled corporation, or other entity engaged in the development, supply and distribution of renewable energy. The Company was registered with the Philippine Board of Investments (BOI) on October 16, 2015 as a renewable energy developer of solar energy resources under RA No. 9513, otherwise known as the “*Renewable Energy Act of 2008*”.

The amended primary purpose of the Company is to engage in the business of owning income-generating real estate assets, including renewable energy generating real estate assets, under a real estate investment trust (REIT) by virtue of Republic Act (RA) No. 9856, otherwise known as the “*Real Estate Investment Trust Act of 2009*” and its implementing rules and regulations.

The Company’s 22.33-megawatt (MW) Clark Solar Power Project in Clark, Freeport Zone, Pampanga was successfully commissioned on March 12, 2016 through the confirmation of the Department of Energy (DOE) covering its Solar Energy Service Contract (SESC) No. 2014-07-086 and Amended Certificate of Commerciality No. SCC-2015-03-014-B with validity of 25 years. On October 13, 2021, the Company assigned the SESC to Citicore Renewable Energy Corp. (the “Parent Company” or CREC), making the latter the operator of the Clark Solar Power Plant. The assignment was approved by the DOE on December 24, 2021.

On May 25, 2021, the Company’s Board of Directors (BOD) and shareholders approved, among others, the following amendments to the Company’s Articles of Incorporation (AOI): (i) change of corporate name from Enfinity Philippines Renewable Resources Inc. to Citicore Energy REIT Corp.; (ii) amendment of the primary purpose to that of a real estate investment trust; (iii) change of principal office address from Prince Balagtas Avenue Extension, Clark Freeport Zone, Pampanga to 11F, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Avenue, San Juan City, Metro Manila; and (iv) increase of authorized share capital to P3.84 billion divided into 15.36 billion common shares with par value of P0.25 per share.

On May 26, 2021, as part of the increase in authorized share capital, the Parent Company subscribed to 2.4 billion shares as consideration for the assignment by Parent Company of its advances to the Company amounting to P602,465,066. In addition, Parent Company and Citicore Solar Tarlac 1, Inc. (CST1) (formerly nv vogt Philippine Solar Energy Three, Inc.) subscribed to 19,461,142 shares and 918,720,864 shares, respectively, or a total of 938,182,006 shares, as consideration for the assignment of parcels of land, with an aggregate area of 138,164 sq.m., located in Brgy. Armenia, Tarlac (Note 12).

The Company's submission to the SEC for the foregoing amendments was approved on October 12, 2021. Upon issuance of the shares during 2021, the Company's shareholding structure was 16.7% and 83.3% owned by CST1 and Parent Company, respectively. Prior to October 12, 2021, the Parent Company owns 100% of the Company.

The Company's ultimate parent company is Citicore Holdings Investment, Inc., a company incorporated in the Philippines as a holding company engaged in buying and holding shares of other companies.

On November 4, 2021, the Company's BOD and shareholders approved, among others, to amend its AOI and delete one of the secondary purposes reflected in the amended AOI as approved by BOD on May 25, 2021 as follows: "to invest in or otherwise engage in the exploitation, development, and utilization of renewable energy resources with particular focus on solar and wind energy generation; to design, construct, erect, assemble, commission and operate power-generating plants and related facilities for the conversion of renewable energy into usable form fit for electricity generation and distribution; and to perform other ancillary and incidental activities as may be provided by and under contract with the Government of the Republic of the Philippines, or any subdivision, instrumentality or agency thereof, or any government-owned and controlled corporation, or other entity engaged in the development, supply and distribution of renewable energy". The Company's submission to the SEC for the foregoing amendment was approved on November 17, 2021.

On January 14, 2022 and February 2, 2022, the Philippine Stock Exchange ("PSE") issued notice of acceptance and the Philippine SEC issued permit to sell, respectively, in relation to the Company's application for initial public offering. The Company attained its status as "public company" on February 22, 2022 when it listed its shares as a Real Estate Investment Trust (REIT) in the main board of the PSE. As a public company, it is covered by the Part II of Securities Regulation Code ("SRC") Rule 68.

As at December 31, 2021, the Company has two (2) shareholders, each owning one hundred (100) or more shares. As at March 31, 2023, the Company has 136 shareholders, each owning one hundred (100) or more shares.

The total shares outstanding are held by the following shareholders as at March 31, 2023:

	Percentage
CREC	47.63%
CST1	14.04%
Public	38.21%
	100.00%

On June 8, 2022, the Company's stockholders approved the issuance of fixed-rate bonds not exceeding thirty five percent (35%) of the value of the deposited property of the Company or up to the allowable leverage under the REIT Act of 2009 and its implementing rules and regulations. On February 10, 2023, the Company listed its maiden ASEAN Green Bonds amounting to P4.5 billion which bear a coupon interest rate of 7.0543% in the Philippine Dealing and Exchange Corp.

(b) Impact of COVID-19

In the worldwide context of COVID-19 pandemic disease and unprecedented crisis that started in the first quarter of 2020, the Philippine Government has taken measures which caused disruptions to businesses and economic activities, and its impact continues to evolve. Based on the management's assessment, the COVID-19 pandemic had no significant impact in the Company's condensed interim financial statements as at March 31, 2023 and for the periods ended March 31, 2023 and December 31, 2022.

The Company's financial statements as at and for the period ended September 30, 2022 have been prepared applying the going concern principle. The management of the Company is not aware of any other significant uncertainties arising after the March 31, 2023 that would have any impact on its ability

to continue as going concern. The Company is continuously monitoring the situation.

Russia-Ukraine conflict

The Russian military invasion of Ukraine (the “Russian-Ukraine conflict”) has a wide economic impact on entities in the immediate region, but also impact entities globally where businesses engage in economic activities that might be affected by the conflict. The entities in the intermediate region could be impacted through imposed economic sanctions, disruptions to the supply chain, equity and commodity market volatility and other uncertainties.

Based on the management’s assessment, the Russian-Ukraine conflict had no significant impact in the Company’s condensed interim financial statements as at and for the period ended March 31, 2023.

(c) Approval and authorization for the issuance of financial statements

These condensed interim financial statements have been approved and authorized for issuance by the Company’s BOD on May 10, 2023.

(d) Segment reporting

The Company’s operating businesses are organized and managed according to the nature of the products and services that are being marketed. Each segment represents a strategic business unit that offers different products and serves different markets. The Company has operations only in the Philippines.

The Company derives revenues from two (2) main segments as follows:

(i) Sale of solar energy

This business segment pertains to the generation of electricity from solar power energy through its Clark Solar Power Project. National Transmission Corporation (TransCo) is the Company’s sole customer for its sale of solar energy. As a result of assignment of SESC of the Clark Solar Plant to its Parent Company, the sale of solar energy business was terminated with the approval of the DOE on December 24, 2021 effective December 25, 2021 (Note 13).

(ii) Leasing

This business segment pertains to the rental operations of the Company with related parties which commenced in November 2021 (Note 13).

All amounts reported in the financial statements of the Company as at March 31, 2023 are attributable to this segment except for trade receivables from TransCo (Note 4) amounting to P85,364,243 which are attributable to sale of solar energy segment.

The results of operations of the reportable segments of the Company for the periods ended March 31, 2023 and 2022 are as follows:

	2023 – Leasing	2023 – Sale of solar energy	2022 – Leasing	2022 - Sale of solar energy
Revenue	376,449,818	-	331,791,550	-
Cost of services	(24,116,475)	-	(19,680,043)	-
Gross profit	352,283,343	-	312,111,507	-
Operating expense	(3,304,705)	-	(8,079,855)	-
Finance costs	(49,722,507)	-	(4,383,031)	-
Other income, net	3,886,342	1,816,519	(203,782)	884,046
Income before income tax	303,142,473	1,816,519	299,444,839	884,046
Income tax benefit (expense)	-	-	(30,237)	-
Net income for the period	303,142,473	1,816,519	299,414,602	884,046

The segment assets and liabilities of the reportable segments of the Company as at March 31, 2023 and December 31, 2022 are as follows:

	March 31, 2023			December 31, 2022		
	Leasing	Sale of solar energy	Total	Leasing	Sale of solar energy	Total
Segment assets						
Current	2,624,191,552	9,760,722	2,633,952,274	653,134,328	6,866,609	660,000,937
Non-current	6,920,537,895	75,603,522	6,996,141,417	4,372,694,328	79,334,402	4,452,028,730
	9,544,729,447	85,364,244	9,630,093,691	5,025,828,656	86,201,011	5,112,029,667
Segment liabilities						
Current	489,141,255	-	489,141,255	387,326,002	-	387,326,002
Non-current	4,815,754,591	-	4,815,754,591	370,646,657	-	370,646,657
	5,304,895,846	-	5,304,895,846	757,972,659	-	757,972,659

All revenues of the Company are from domestic entities incorporated in the Philippines, hence, the Company did not present geographical information required by Philippine Financial Reporting Standards (PFRS) 8, “*Operating Segments*”.

Note 2 - Additional notes in compliance with Philippines Accounting Standard (PAS) 34

1. There are no seasonal aspects that have a material effect on the condensed interim financial statements. The Company’s revenues (including rental income from investment properties) are correlated to the amount of electricity generated by its solar power plant and the solar power plants operating on the investment properties, which in turn is dependent upon irradiance and weather conditions. Irradiance and weather conditions have natural variations from season to season and from year-to-year and may also change permanently because of climate change or other factors. The Company believes that such seasonality is effectively managed as the Company and its lessees have installed systems to monitor the daily output of such solar power plants and calibrate and improve output, as the need arises, based on an expected performance ratio.
2. The Company entered into various significant agreements for the period ended March 31, 2023 which includes acquisition of land properties and lease agreements with related parties (Note 11).

3. Related party transactions include advances to (from) related parties which are made to finance working capital requirements including a portion of proceeds from secondary offering not yet remitted to the Parent Company, loan assignment, shares subscriptions, lease and sublease agreements, security deposits, purchase of land properties and payment of property management fee and fund management fee (Note 11).
4. Refer to Note 13 (b) for the disaggregation of the Company's revenue from contracts with customers recognized for the period ended March 31, 2023 and 2022.
5. The Company's equity transactions for the period ended March 31, 2023 includes dividend declaration amounting to P333,818,154 (Note 12).
6. There were no items not in the ordinary course of business for the period ended March 31, 2023 that affected assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence.
7. There were no changes in management's use of estimates, assumptions and judgments that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities except for items disclosed in Note 21.
8. There were no other off-balance sheet arrangements or obligations for the period ended March 31, 2023 that were likely to have a current or future effect on the financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors.
9. Aside from interest earnings from the Company's cash deposits, there are no significant elements of income or loss for the period ended March 31, 2023 that did not arise from the Company's continuing operations.
10. Any material changes from period to period in any line items of the Company's condensed interim financial statements that have not been explained were the results of normal fluctuations in operations.

Note 3 - Cash and cash equivalents

Cash and cash equivalents as at reporting periods consist of:

	March 31, 2023	December 31, 2022
Cash on hand	65,000	65,000
Cash in banks	2,587,491,884	571,358,464
Short-term placements	-	-
	<u>2,587,556,884</u>	<u>571,423,464</u>

Cash in banks earn interest at the prevailing bank deposit rates. Short-term placements represent money market placements or short-term investments with maturities up to three (3) months and annual interest ranging from 0.0625% to 1.00% (2022 - 0.076% to 1.00%).

Total interest income earned from cash in banks and short-term placements for the periods ended March 31 is as follows:

	Note	2023	2022
Interest income	16	3,852,818	190,410

Note 4 - Trade and other receivables, net

Trade and other receivables, net as at reporting periods consist of:

	Note	March 31, 2023	December 31, 2022
Current			
Trade receivables from TransCo		9,760,722	6,866,609
Lease receivables	11	-	43,875,912
Other receivable		3,974,622	3,648,501
Allowance for doubtful account of other receivable		(1,944,096)	(1,944,096)
		2,030,526	1,704,405
		11,791,248	52,446,926
Non-current			
Trade			
Receivables from TransCo		75,603,522	79,334,402
Lease receivables	11	149,915,581	134,636,054
		225,519,103	213,970,456

Trade receivables are generally collectible within a 60-day period. In accordance with the Renewable Energy Payment Agreement (REPA), in the event that TransCo fails to pay any amount stated in the feed-in tariff (FIT) statement of account upon the lapse of one billing period from the relevant payment date, TransCo shall pay to the Company such unpaid amount plus interest thereon, calculated from the relevant payment date to the day such amount is actually paid. Interest rate is the rate prevailing for a 91-day treasury bill plus 3%. There are no interest income arising from late payments of TransCo for the periods ended March 31, 2023, December 31, 2022 and 2021.

Details of trade receivables from TransCo as at reporting periods are as follows:

	Current	Non-current	Total
March 31, 2023			
Trade receivables	13,197,725	80,414,920	93,612,645
Discount on receivables	(3,437,003)	(4,811,398)	(8,248,401)
	9,760,722	75,603,522	85,364,243
December 31, 2022			
Trade receivables	11,282,887	84,972,301	96,255,188
Discount on receivables	(4,416,278)	(5,637,899)	(10,054,177)
	6,866,609	79,334,402	86,201,011

In 2020, the ERC issued Resolution No. 06, Series of 2020, which was further clarified in February 2021, to confirm that the actual recovery of the arrears FIT rate adjustment shall be for a period of 5 years whereas those from January 2016 generation shall start billing in December 2020 and payment schedule starts in January 2021. In 2021, the Company recognized FIT adjustment arrears. Discount on trade receivables from TransCo arising from this amounted to P8.25 million as at March 31, 2023 (December 31, 2022 – P10.05 million). Interest income arising from amortization of discount on trade receivables from TransCo for the period ended March 31, 2023 amounted to P1,816,519 (March 31, 2023 – P884,046) (Note 16).

Lease receivables pertain to accrued rent resulting from the straight-line method of recognizing rental income.

Other receivable pertains to a refund for overpaid insurance. During 2020, the Company provided an allowance for doubtful accounts for this receivable amounting to P1.94 million due to the changes in its credit quality.

The Company does not hold any collateral as security. Management believes that an allowance for doubtful accounts as at March 31, 2023 and December 31, 2022, except for other receivable which has been fully provided for, is not necessary since these account balances are deemed fully collectible. Trade receivables are all current in nature except from non-current portion of receivable from Transco related to FIT-rate adjustments. All previous billings of the Company were collected in full.

None of the trade and other receivables that are fully performing have been renegotiated.

Note 5 - Prepayments and other current assets

Prepayments and other current assets as at reporting periods consist of:

	March 31, 2023	December 31, 2022
Input value-added tax (VAT)	19,015,938	18,353,780
Prepaid taxes	15,046,805	11,441,865
Advances to employees	541,399	-
Deferred bond issuance costs	-	6,334,902
	34,604,142	36,130,547

Input VAT represents VAT on purchases of goods and services which can be recovered either as tax credit against future output VAT or through refund.

Prepaid taxes include creditable withholding tax, overpayment of withholding taxes and income taxes.

Advances to employees represent unliquidated cash advances for business related purposes and are to be liquidated from completion of the activity.

Deferred bond issuance costs pertain to expenses incurred relative to the maiden ASEAN Green Bonds offering of the Company (Note 1).

Note 6 - Property, plant and equipment, net

Details and movements of property, plant and equipment, net are as follows:

	Solar plant and equipment	Substation and transmission lines	Computer equipment	Service vehicle	Total
Cost					
January 1, 2022, December 31, 2022 and March 31, 2023	1,664,296,964	44,477,618	40,000	135,500	1,708,950,082
Accumulated depreciation					
January 1, 2022	362,820,894	14,837,301	36,667	70,008	377,764,870
Depreciation	55,895,001	3,204,430	3,333	27,100	59,129,864
December 31, 2022	418,715,895	18,041,731	40,000	97,108	436,894,734
Depreciation	13,973,752	801,108	-	6,772	14,781,631
March 31, 2023	432,689,647	18,842,839	40,000	103,880	451,676,365
Net book values					
March 31, 2023	1,231,607,317	25,634,779	-	31,617	1,257,273,717
December 31, 2022	1,245,581,069	26,435,887	-	38,392	1,272,055,348

The Clark Solar Power Project was funded through a Term Loan Facility Agreement with Development Bank of the Philippines (DBP). The solar plant and equipment include capitalized borrowing costs amounting to P13.69 million. The Company's solar plant and equipment is pledged as collateral under the chattel mortgage agreement entered into in relation to this agreement. On May 4, 2021, the Parent Company assumed the Company's outstanding loan with DBP. As a result, the chattel mortgage agreement was rescinded by DBP on November 3, 2021.

There were no additions for the periods ended March 31, 2023 and December 31, 2022.

Depreciation expenses for the periods ended March 31 are recognized as follows:

	Notes	2023	2022
Cost of services	14	14,774,859	10,774,859
Operating expenses	15	6,772	10,108
		14,781,631	14,784,964

Following the approval of the DOE on the assignment of SESC No. 2014-07-086 of the Clark Solar Plant to its Parent Company effective December 25, 2021, the Company leased out the Clark Solar Plant to its Parent Company in exchange of fixed and variable lease rental (Note 11). The Parent Company became the Clark Solar Plant operator.

Based on the results of management assessment, the Company believes that there were no indicators of impairment as at March 31, 2023 and December 31, 2022.

Note 7 - Other non-current assets

Other non-current assets as at reporting periods amount to P5,279,310 as at March 31, 2023 and December 31, 2022. This pertains to the security deposits for the lease agreement with Clark Development. These deposits are refundable to the Company upon termination of the lease agreement or at the end of the lease term.

Note 8 - Investment properties, net

Details and movements of investment properties are as follows:

	Freehold land assets	Leasehold land assets	Total
Cost			
January 1, 2022	234,545,502	53,940,794	288,486,296
Additions	2,507,918,610	139,466,312	2,647,384,922
December 31, 2022	2,742,464,112	193,407,106	2,935,871,218
Additions	2,550,402,370	-	2,550,402,370
March 31, 2023	5,292,866,482	193,407,106	5,486,273,588
Accumulated amortization			
January 1, 2022	-	473,166	473,166
Amortization	-	10,100,808	10,100,808
December 31, 2022	-	10,573,974	10,573,974
Amortization	-	2,525,202	2,525,202
March 31, 2023	-	13,099,176	13,099,176
Net book values			
March 31, 2023	5,292,866,482	180,307,929	5,473,174,412
December 31, 2022	2,742,464,112	182,833,132	2,925,297,244

The amounts recognized in the statements of total comprehensive income for the periods ended March 31, 2023 and 2022 related to the investment properties are as follows:

	Notes	Freehold land assets	Leasehold land assets	Total
2023				
Rental income		131,444,310	173,875,488	304,319,798
Amortization of deferred rent income		610,305	645,911	1,256,217
Total revenue	15	131,054,615	174,521,400	305,576,015
Cost of services				
Depreciation		-	(2,525,202)	(2,525,202)
Property management fee		(1,156,400)	(2,598,709)	(3,755,109)
Fund management fee		(385,467)	(866,236)	(1,251,703)
	16	(1,541,866)	(5,990,147)	(7,532,014)
Finance costs	18	-	(3,026,327)	(3,026,327)
Profit arising from investment properties		128,902,444	164,859,014	293,761,458
2022				
Rental income	15	50,631,120	173,875,488	224,506,60
Cost of services	16	(508,108)	(3,421,468)	(3,929,577)
Operating expenses	17	-	-	-
Finance costs	18	-	(3,225,628)	(3,225,628)
Profit arising from investment properties		50,123,012	167,228,391	217,351,403

(a) *Freehold land assets*

On May 25, 2021, the Company and Parent Company, executed a deed of assignment whereas the latter hereby assigns, transfers, and conveys a parcel of land located in Brgy. Armenia, Tarlac City, Tarlac to the former, absolutely, and free from all liens and/or encumbrances, valued at P4,865,286 in consideration for the issuance of Company's shares upon approval of the SEC of the Company's application for the increase in authorized share capital. On the same date, the Company and CST1 executed a deed of assignment whereas the latter hereby assigns, transfers, and conveys several parcels of land located in Brgy. Armenia, Tarlac City, Tarlac to the former, absolutely, and free from all liens and/or encumbrances valued at P229,680,216 in consideration for the issuance of Company's shares upon approval of the SEC of the Company's application for the increase in authorized share capital (Note 12). These parcels of land are recognized with reference to its fair value.

The approval of the increase in the authorized share capital was obtained from the SEC on October 12, 2021. The actual transfer and registration of the parcels of land to the Company's name were finalized on October 27, 2021.

In 2022, the Company executed a deed of absolute sale with Citicore Solar Bulacan, Inc. (CSBI) (formerly Bulacan Solar Energy Corporation) and Citicore Solar South Cotabato, Inc. (CSSCI) (formerly nv vogt Philippine Solar Energy One, Inc.), entities under common control, for the purchase of several parcels of land located in San Ildefonso, Bulacan and Brgy. Centrala, Suralla, South Cotabato for a total consideration of P1.75 billion and P753.80 million, respectively (Note 11).

The aggregate fair value of these parcels of land as determined by an independent appraiser as at December 31, 2022 amounted to P4.12 billion. The fair value of the parcels of land was estimated by the independent appraiser using the discounted cash flow analysis grounded on the principle that the value of an economic entity is the present worth of the economic benefits it will generate in the future (i.e., economic benefits come in the form of lease of the solar power plant). This approach requires a forecast of the economic entity's stream of net income based on lease contract. These net income or rents are then summed up and discounted back to present value by an appropriate discount rate, then add the terminal value of the property. The valuation process consists of estimation of the current market value of the leased property and present value of the unexpired contract rentals. The discounted cash flow analysis falls under the income approach which is a method in which the appraiser derives an indication of value for income-producing property by converting anticipated future benefits into current property value. This approach falls under Level 3 of the fair value hierarchy.

The fair value is sensitive to the following unobservable inputs: (1) lease income growth rate (fixed and variable lease) which was based on the signed lease contracts and (2) discount rate of 7.01% set using the weighted average cost of capital based on the average capital structure of the companies in the solar energy sector as of the valuation date.

In 2023, the Company used the proceeds from the bonds to acquire parcels of land with an aggregate total of 475.3 hectares from multiple landowners spread across the three (3) barangays in Tuy, Batangas namely Brgy. Lumbangan, Brgy. Luntal and Brgy. Bolbok. These parcels of land are ideal for utility scale solar power plants due to its proximity to the NGCP Tuy Substation and proven solar irradiance resources. Around 300 hectares of the parcels of land were originally secured by CREC and its subsidiaries and were subsequently assigned to the Company. As of March 31, 2023, the Company paid a total of P2.55 billion for the acquisition of this property. As the properties have been recently acquired, the acquisition cost or book value reasonably approximates its fair value.

The current use of the parcels of land is its highest and best use.

(b) Leasehold land assets

The Company, as a lessee, entered on the following lease agreements:

- On July 26, 2021, the Company entered into a contract of sublease and contract of lease with the owners of parcels of land with a total aggregate area of approximately 4.8 hectares and 5.6 hectares, respectively, which are located in Brgy. Dalayap, Tarlac City, Tarlac. Each of these land properties is covered by an existing lease contract with an original term from November 1, 2015 to October 31, 2040 with Citicore Solar Tarlac 2, Inc. (CST2) (formerly nv vogt Philippines Solar Energy Four, Inc.), an entity under common control. The Company subleased the land back to CST2 (Note 11). These lease agreements are effective for 19 years commencing on November 1, 2021 until October 31, 2040 which may be extended at the option of the Company for another 25 years upon the acceptance by and consent of the lessor.
- On July 26, 2021, the Company entered into a deed of assignment with Citicore Solar Cebu, Inc. (CSCI) (formerly First Toledo Solar Energy Corp.) (assignor), an entity under common control, and a third-party lessor, to transfer, assign, and convey unto the Company (assignee) all of the assignor's rights and obligations under the contract of lease dated November 12, 2015 for the lease of parcel of land with total aggregated area of approximately 73 hectares located in Brgy. Talavera, Toledo City, Cebu. The third-party lessor consented to the assignment of the contract of lease in favor of the Company and the sublease of the leased area by the Company in favor of the assignor. CSCI operates a 60 MW installed capacity solar power plant in the leased area that was successfully commissioned on June 30, 2016. The Company shall pay an advance rental every two years, subject to escalation rate of 12% every five years, for a period of 25 years, reckoned from the effective date stipulated in the Renewable Energy Payment Agreement but not later than May 31, 2016, subject to renewal. The agreement took effect on January 1, 2022. On the same day, the Company entered into sublease agreement with CSCI (sublessee) related to the identified leased area (Note 11).
- On July 28, 2021, the Company entered into a lease agreement with an owner of several parcels of land located in Brgy. Rizal, Silay City, Negros Occidental. These land properties are covered by an existing lease contract that commenced on June 1, 2016 with Citicore Solar Negros Occidental, Inc. (CSNO) (formerly Silay Solar Power, Inc.), an entity under common control. The Company subleased the land back to CSNO. The new lease agreement commenced on January 1, 2022 until October 31, 2040 which may be extended for additional five (5) years unless the parties agreed to terminate the lease agreement at the end of the initial term. The lease payment is subject to annual escalation rate of 2% beginning in the third year of lease. CSNO operates a 25 MW installed capacity solar power plant in the leased area that was successfully commissioned on March 8, 2016. On July 28, 2021, the Company entered into sublease agreement with CSNO (sublessee) to sublease the identified leased area (Note 11).

The aggregate fair value of these parcels of land classified as leasehold land assets as determined by an independent appraiser as at December 31, 2022 amounted to P7.06 billion.

Right-of-use assets arising from these leasing arrangements are presented under leasehold land assets. Land is the underlying asset to which the right-of-use assets would be grouped if these were owned by the Company.

Note 9 - Trade payables and other liabilities

Trade payables and other liabilities as at reporting periods consist of:

	Note	March 31, 2023	December 31, 2022
Trade payables		10,103,102	44,629
Due to government agencies		34,221,800	41,421,188
Accrued interest		43,612,758	-
Deferred rent income, current portion	11	6,126,254	6,126,256
Accrued expenses		3,873,343	3,661,511
		<u>97,847,257</u>	<u>51,253,584</u>

Trade payables to third parties are normally due within a 30-day period.

On May 6, 2021, the Company settled a portion of its due to government agencies with a local government unit amounting to P51.86 million by paying P22.17 million through compromise settlement. The difference of the obligation settled and the actual payment, including professional fees, amounting to P25.2 million was recognized as part of other income, net in the statements of total comprehensive income. The remaining balance of due to government agencies pertains to unpaid real property taxes and business taxes to a local government unit, withholding taxes and mandatory government contributions.

Accrued interest pertains to the accrued coupon payment on bonds payable for the period.

Accrued expenses mainly include utilities, operations and maintenance expenses, which are normally settled the following month.

Note 10 – Bonds payable

On June 8, 2022, the Company's stockholders approved the issuance of fixed-rate bonds not exceeding thirty five percent (35%) of the value of the deposited property of the Company or up to the allowable leverage under the REIT Act of 2009 and its implementing rules and regulations.

On February 10, 2023, the Company listed its maiden ASEAN Green Bonds amounting to P4.5 billion which bear a coupon interest rate of 7.0543% in the Philippine Dealing and Exchange Corp. Bond issue costs amounted to P54.6 million.

Finance costs including amortization of bond issue costs for the period ended March 31, 2023 recognized in the statement of total comprehensive income amounted to P44.72 million (Note 16).

Movements in loans payable for the period ended March 31, 2023 are as follows:

	Amount
Principal amount	
January 1	-
Availment	4,500,000,000
Payment	-
March 31	4,500,000,000
Bond issue costs	
January 1	-
Addition	54,590,926
Amortization	(1,516,415)
March 31	53,074,511
	4,446,925,489

Movements in interest payable for the period ended March 31, 2023 are as follows:

	Amount
Beginning	-
Interest expense	43,207,587
Amortization of bond issue cost	1,516,415
Interest payments	-
Ending	44,724,002

Note 11 - Related party transactions

In the normal course of business, the Company transacts with companies which are considered related parties under PAS 24, "Related Party Disclosures".

The transactions and outstanding balances of the Company as at March 31, 2023 and December 31, 20212 and for the periods then ended and for the period ended March 31, 2022 with related parties are as follows:

Related parties	Transactions		Outstanding balance Receivables (Payables)		Terms and conditions
	March 31, 2023	March 31, 2022	March 31, 2023	December 31, 2022	
Parent Company					
Lease income	70,598,457	-	20,547,005	16,226,090	Refer to (e) and Notes 4 and 15.
Advances to (from)	1,192,496	80,169,267	(52,031,221)	(53,223,717)	Refer to (a).
Security deposits					
Additions	-	-	(22,180,645)	(22,180,645)	Refer to (e).
Accretion of interest expense	210,868	-	9,856,373	10,066,877	
			(12,324,272)	(12,113,768)	
Deferred rent income					
Additions	-	-	(10,473,745)	(10,473,745)	Refer to (e).
Amortization	275,347	-	826,041	550,694	
			(9,647,704)	(9,923,051)	
Entities under common control					
Lease income	304,319,798	331,791,550	129,368,577	2,456,998	Refer to (e) and Notes 4 and 15.
Advances to	-	-	-	-	Refer to (a).
Acquisition of properties	1,050,402,371	1,754,116,629	-	-	Refer to (e) and Note 8.
Property management fee	3,755,109	1,494,264	-	-	Refer to (f).
Fund management fee	1,251,703	498,088	-	-	Refer to (g).
Security deposits					

	Transactions		Outstanding balance Receivables (Payables)		Terms and conditions
	March 31, 2023	March 31, 2022	March 31, 2023	December 31, 2022	
Related parties					
Additions	-	-	(128,247,815)	(128,247,815)	Refer to (e).
Accretion of interest expense	767,244	-	82,178,063	82,945,307	
			(46,069,752)	(45,302,508)	
Deferred rent income					
Additions	-	-	(84,429,467)	(84,429,467)	Refer to (e).
Amortization	1,256,217	-	3,768,649	2,512,432	
			(80,660,818)	(81,917,035)	

(a) Advances

Advances to (from) related parties are made to finance working capital requirements or to assume receivables and payables to (from) related parties and/or third parties. Advances to (from) related parties are unsecured, with no guarantee, non-interest bearing, collectible (payable) in cash both on demand and after more than 12 months and are expected to be collected (settled) in cash or offset with outstanding liability (receivable). These advances are expected to be settled in cash within 12 months from March 31, 2023.

(b) Key management compensation

Except for the directors' fees that the Company pays to each of the independent directors, there are no other arrangements for the payment of compensation or remuneration to the directors of the Company in their capacity as such. Directors' fees during the period ended March 31, 2023 amounted to P0.1 million (2022 - P0.79 million).

The Company's management functions are being handled by the Parent Company and another related party at no cost. No other short-term or long-term compensation was paid to key management personnel for the periods ended March 31, 2023 and 2022.

(c) Lease agreements and security deposits

During 2021, the Company entered into various lease contracts, as a lessor, with related parties as follows:

- Sublease agreement of below land properties to related parties:

- Land property located in Brgy. Dalayap, Tarlac City, Tarlac with CST2

The agreement is effective for 19 years commencing on November 1, 2021 with the Company's right to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the sublessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to this property for the period ended March 31, 2023 amounting to P12.18 million (Note 13).

- Land property located in Brgy. Rizal, Silay City, Negros Occidental with CSNO

The agreement is effective for 19 years commencing on January 1, 2022 with the Company's right to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the sublessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to this property for the period ended March 31, 2023 amounting to P69.89 million (Note 13).

- Land property located in Brgy. Talavera, Toledo City, Cebu with CSCI

The agreement is effective for 19 years commencing on January 1, 2022 with the Company's right

to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the sublessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to this property for the period ended March 31, 2023 amounting to P92.45 million (Note 13).

- Lease agreement of below land properties to related parties:

- Land property located in Brgy. Armenia, Tarlac City, Tarlac with CST1

The agreement is effective for 25 years commencing on November 1, 2021 until October 31, 2046 with the Company's right to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the lessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to this property for the period ended March 31, 2023 amounting to P14.62 million (Note 13).

- Land property located in San Ildefonso, Bulacan with CSBI

In 2021, the Company entered into a memorandum of agreement with CSBI for the future sale of land properties owned by CSBI to the Company. In 2022, the Company executed a deed of absolute sale for the purchase of several parcels of land located in San Ildefonso, Bulacan from CSBI for a total consideration of P1.75 billion (Note 8). The purchase price was fully paid as at March 31, 2023. The land properties were recognized as part of investment properties as at March 31, 2023. Subsequently, the Company and CSBI entered into a lease agreement for the same land properties.

The lease agreement is effective for 25 years commencing on January 1, 2022 until December 31, 2046 with the Company's right to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the lessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to these land properties for the period ended March 31, 2023 amounting to P50.98 million (Note 15).

- Land property located in Brgy. Centrala, Suralla, South Cotabato with CSSCI

In 2021, the Company entered into a memorandum of agreement with CSSCI for the future sale of land properties located in Brgy. Centrala, Suralla, South Cotabato to the Company. In 2022, the Company entered into a contract to sell with CSSCI related to the acquisition of said property, on which CSSCI committed that from the signing of the contract until the signing of deed of absolute sale, CSSCI shall not make any offer, or entertain or discuss any offer, for the sale, mortgage, lease of said property with any person other than the Company. This has resulted in addition to the Company's investment properties. On June 6, 2022, the Company executed a deed of absolute sale for the purchase of said properties for a total consideration of P753.80 million. The purchase price was fully paid as at March 31, 2023. Subsequently, the Company and CSSCI entered into a lease agreement for the same property.

The lease agreement is effective for 25 years commencing on January 1, 2022 until December 31, 2046 with the Company's right to reevaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the lessee vis-a-vis the three-year historical plant generation and market prices. The Company recognized lease income related to these properties for the period ended March 31, 2023 amounting to P22.43 million (Note 13).

- Assignment of SESC of the Clark Solar Plant and the subsequent lease of the plant to the Parent Company

On October 13, 2021, the Company assigned SESC No. 2014-07-086 of the Clark Solar Plant to its

Parent Company, thereby establishing the Parent Company as the operator of such plant. On the same date, the Company, as a lessor, and its Parent Company, as lessee, executed a lease contract for latter's use of the Clark Solar Plant in line with the assignment of SESC. The assignment was approved by the DOE on December 25, 2021 (Note 2). The lease agreement is effective for almost 18 years commencing on November 1, 2021 and ending on September 3, 2039 with the Company's right to re-evaluate the lease payments at the end of the 10th year to consider changes in circumstances either economic conditions or actual performance of the Parent Company vis-a-vis the three-year historical plant generation and market prices. No rental income was recognized from this lease agreement during 2021 considering that the DOE only approved the assignment on December 24, 2021 effective December 25, 2021. Hence, commencement date of the contract was moved to January 1, 2022. The Company recognized lease income related to this property for the period ended March 31, 2023 amounting to P70.87 million (Note 13).

- Land property located in Lumbangan and Luntal Tuy, Batangas with GPS4

In 2023, the Company entered into a contract of lease with Greencore Power Solutions 4 (GPS4) for the lease of 390,148 square meters and 1,062,102 square meters properties located in Luntal and Lumbangan, respectively. The lease agreement is effective for 25 years commencing on January 1, 2023. The Company recognized lease income related to these properties for the period ended March 31, 2023 amounting to P5.98 million and P20.09 million, respectively (Note 13).

- Land property located in Bolbok Phase 1 and Phase 2 Tuy, Batangas with GPS2

In 2023, the Company entered into a contract of lease with Greencore Power Solutions 2 (GPS2) for the lease of 1,042,078 square meters and 640,577 square meters properties located in Bolbok Phase 1 and 2, respectively. The lease agreement is effective for 25 years commencing on February 2023. The Company recognized lease income related to these properties for the period ended March 31, 2023 amounting to P10.60 million and P6.36 million, respectively (Note 13).

- Land property located in Arayat Phase 3 Arayat, Batangas with CSP2

In 2023, the Company entered into a contract of lease with CS Pampanga 2, Inc, (CSP2) for the lease of 265,208 square meters. The lease agreement is effective for 25 years commencing on February 2023. The Company has not recognized any lease income related to these properties yet for the period ended March 31, 2023.

In addition to the clauses discussed above, subject also to the Company's right over the leasehold properties, the Company and related party-lessees can continue and may further extend the lease period in a way that is beneficial to both parties. The lease payment for the lease agreements above is equivalent to the sum of fixed and variable lease rates.

The recognized lease receivables from related parties as at March 31, 2023 and December 31, 2022 and pertain to accrued rent resulting from the straight-line method of recognizing rental income. During 2022, the Company received security deposits from its lessees amounting to P150.43 million, which is equivalent to three-month lease payments for freehold land properties and one-month lease payment for solar property and leasehold land properties. The security deposits shall remain valid until expiration of the lease agreements and shall serve as guarantee for the lessees' faithful compliance with the terms, conditions, and obligations of lease agreements. The security deposits shall be adjusted annually and the lessees shall provide the necessary amount to keep the security deposits equivalent to the number of months' rent. Upon termination of the lease agreements, the security deposits will be refunded without interest by the Company less payment of all remaining monetary obligations of the lessees to the Company. The security deposits, or the balance thereof, whichever is applicable shall be refunded to the lessees within 60 days from the return of the leased properties to the Company. These security deposits were presented as non-current liabilities in the statements of financial position as at March 31, 2023.

Details of security deposits and deferred rent income as at March 31, 2023 and December 31, 2022 are as follows:

	Notes	March 31, 2023	December 31, 2022
Security deposits			
Gross amount		150,428,460	150,428,460
Allowance for amortization of security deposits			
Beginning		93,012,184	-
Additions		-	94,903,212
Accretion of interest expense	18	(977,748)	(1,891,028)
End		92,034,436	93,012,184
		58,394,024	57,416,276
Deferred rent income			
Beginning		91,840,086	-
Additions		-	94,903,212
Amortization	15	(1,531,564)	(3,063,126)
		90,308,522	91,840,086
Less: Current portion	9	(6,126,254)	(6,126,256)
Non-current portion		84,182,268	85,713,830

Accretion of interest expense for the periods ended March 31, 2023 and December 31, 2022 amounted to P0.98 million and P1.89 million, respectively (Note 18).

Deferred rent income pertains to the difference between the nominal values of the deposits and their fair values. These are initially measured at fair value and subsequently amortized using the straight-line method. Amortization of deferred rent income for the period ended March 31, 2023 amounted to P1.53 million (March 31, 2022 – nil) which was recognized as part of rental income in the statements of total comprehensive income (Note 15).

(d) Property management fee

On August 9, 2021, the Company entered into a property management agreement with Citicore Property Managers, Inc. (CPMI), an entity under common control. CPMI will receive a management fee based on certain percentage of the Company's guaranteed base lease. Payment in cash is due and payable 10 days from receipt of billing statement. Property management commenced in 2022 in line with the date of Company's listing to PSE. Property management fee amounted to P4.7 million and P1.5 million for the periods ended March 31, 2023 and 2022, respectively (Note 14).

(e) Fund management fee

On July 26, 2021, the Company entered into a fund management agreement with Citicore Fund Managers, Inc. (CFMI), an entity under common control. CFMI will receive a management fee equivalent to a certain percentage of the Company's guaranteed base lease, plus a certain percentage of the acquisition price for every acquisition made by it on behalf of the Company, plus a certain percentage of the sales price for every property divested by it on behalf of the Company. Payment in cash is due and payable 10 days from receipt of billing statement. Fund management agreement commenced in 2022 in line with the date of Company's listing to PSE. Fund management fee amounted to P1.6 million and P0.5 million for the periods ended March 31, 2023 and 2022, respectively (Note 14).

On July 26, 2021, the BOD approved the Company's material related party transaction policy to adhere with SEC Memorandum Circular No. 10, Series of 2019 which include: the identification of related parties, coverage of material related party transactions, adjusted thresholds, identification and prevention or management of potential or actual conflicts of interests arising out of or in connection with the material related party transactions, guidelines in ensuring arm's length terms, approval of material related party transactions, self-assessment and periodic review of policy, disclosure requirements,

whistleblowing mechanisms, and remedies for abusive material related party transactions. The BOD, with the assistance of the Related Party Transaction Review and Compliance Committee (“RPTRCC”), shall oversee, review, and approve all related party transactions to ensure that these are conducted in the regular course of business and on an arm’s length basis and not undertaken on more favorable economic terms to the related parties than with non-related or independent parties under similar circumstances. The RPTRCC shall be granted the sole authority to review related party transactions. Those falling within the materiality thresholds set by the Company’s BOD shall require the approval of the Chief Executive Officer and/or President or the BOD, as the case may be.

Note 12 - Share capital

The details and movements of the Company’s share capital are as follows:

	March 31, 2023		December 31, 2022	
	Number of shares	Amount	Number of shares	Amount
Authorized share capital				
Common shares - P0.25 par value	15,360,000,000	3,840,000,000	15,360,000,000	3,840,000,000
Issued and outstanding				
Common shares - P0.25 par value				
January 1	6,545,454,004	1,636,363,501	5,498,182,004	1,374,545,501
Issuances	-	-	1,047,272,000	261,818,000
Balance at end of period	6,545,454,004	1,636,363,501	6,545,454,004	1,636,363,501
	6,545,454,004	1,636,363,501	6,545,454,004	1,636,363,501

On February 22, 2022, the Company successfully listed its shares with the PSE via the offer of (i) 1,047,272,000 new common shares with a par value of P0.25 per share issued and offered by the Company as “Primary Offer Shares”, and (ii) 1,134,547,000 existing shares offered by the Parent Company, selling shareholder, pursuant to a “Secondary Offer Shares” with an over-allotment option of up to 327,273,000 shares which were exercised at such date. All the shares offered by the Company and the Parent Company were sold at an offer price of P2.55 per share. The Company recognized additional paid-up capital (APIC) arising from this transaction amounting to P2.4 billion in 2022. Transaction costs attributable to Primary Offer Shares which were treated as deduction to APIC amounted to P103.85 million. Total transaction costs comprised of deferred share issuance costs amounting to P35.66 million as at December 31, 2021 which was subsequently applied against APIC and additional share issuance costs for the year ended December 31, 2022 amounting to P68.19 million.

(a) Dividends

On March 9, 2022, the BOD ratified and approved the declaration of cash dividends of P0.035 per common share for shareholders on record as at March 28, 2022. Total dividends amounting to P229.09 million was fully paid on March 31, 2022.

On May 11, 2022, the BOD ratified and approved the declaration of cash dividends of P0.044 per outstanding common share or an aggregate amount of P287.99 million for the first quarter of 2022. The cash dividends were paid on June 24, 2022 to shareholders on record as at June 8, 2022.

On July 20, 2022, the BOD ratified and approved the declaration of cash dividends of P0.044 per outstanding common share or an aggregate amount of P287.99 million for the second quarter of 2022. The cash dividends were paid on September 14, 2022 to shareholders on record as at August 19, 2022.

On November 9, 2022, the BOD ratified and approved the declaration of cash dividends of P0.044 per outstanding common share or an aggregate amount of P287.99 million for the third quarter of 2022. The cash dividends were paid on January 5, 2023 to shareholders on record as at December 9, 2022.

On March 22, 2023, the BOD ratified and approved the declaration of cash dividends of P0.044 per outstanding common share or an aggregate amount of P287.99 million for the fourth quarter of 2022. On the same date, the BOD approved the declaration of special cash dividends of P0.007 per outstanding common share or an aggregate amount of P45.82 million. The cash dividends are payable on May 15, 2023 to shareholders on record as at April 21, 2023.

Events after the reporting period

On May 10, 2023, the BOD ratified and approved the declaration of cash dividends of P0.047 per outstanding common share or an aggregate amount of P307.52 million for the first quarter of 2023. The cash dividends are payable on July 6, 2023 to shareholders on record as at June 9, 2023. The management has determined that this is a non-adjusting event.

Note 13 - Revenue

Subsequent lease and sublease agreements with related parties that were accounted as operating leases resulted in the recognition of rental income for the periods ended March 31, 2023 and 2022 are as follows:

			March 31, 2023		March 31, 2022
Land properties	Note	Rental income	Amortization of deferred rent income	Total	Amount
Leasehold land assets					
Brgy. Talavera, Toledo City, Cebu		92,100,646	350,178	92,450,824	92,100,646
Brgy. Rizal, Silay City, Negros Occidental		69,636,705	250,078	69,886,783	69,636,705
Brgy. Dalayap, Tarlac City, Tarlac		12,138,137	45,656	12,183,793	12,138,137
		173,875,488	645,912	174,521,400	173,875,488
Freehold land assets					
Brgy. San Ildefonso, Bulacan		50,631,120	353,463	50,984,582	50,631,120
Brgy. Centrala, Suralla, South Cotabato		22,269,882	155,893	22,425,774	22,269,882
Brgy. Armenia, Tarlac City, Tarlac		14,522,701	100,950	14,623,651	14,552,809
Tuy, Batangas		43,020,608	-	43,020,608	-
		130,444,310	610,306	131,054,615	87,423,811
Solar plant property					
Clark Freeport Zone, Pampanga		70,598,457	275,347	70,873,804	70,492,251
	11	374,918,255	1,531,565	376,449,819	331,791,550

Note 14 - Cost of services

The components of cost of services for the periods ended March 31 are as follows:

	Notes	2023	2022
Depreciation and amortization	6, 18	17,833,813	17,687,190
Property management fee	11	4,749,272	1,494,265
Fund management fee	11	1,583,091	498,088
Taxes and licenses		299	500
		24,166,475	19,680,043

Note 15 - Operating expenses

The components of operating expenses for the periods ended March 31 are as follows:

	Notes	2023	2022
Dues and subscriptions		1,707,881	200,499
Taxes and licenses		617,616,	571,671
Outside services		521,688	4,143,278
Directors' fees	11	100,000	-
Depreciation	6	4,517	10,108
Bank charges		1,400	850
Transportation and travel		-	18,070
Management and consultancy		-	789,474
Professional fees		-	1,751,872
Others		351,603	594,033
		3,304,705	8,079,855

Note 16 - Other income, net; finance costs

The components of other income, net for the periods ended March 31 are as follows:

	Notes	2023	2022
Interest income	3, 4	5,669,336	1,074,456
Foreign exchange losses, net	20	33,524	(394,192)
		5,702,860	680,264

The components of finance costs for the periods ended March 31 are as follows:

	Notes	2023	2022
Interests on security deposits	11	977,748	-
Interests on lease liabilities	18	4,020,756	4,383,031
Interests on bond payable	10	44,724,003	-
		49,722,507	4,383,031

Note 17 - Income taxes

Management has considered this in reaching its conclusion to recognize certain deferred income tax assets in relation to both its sale of solar energy and leasing business segment as at March 31, 2023 and December 31, 2022.

Note 18 - Lease - Company as a lessee

The Company has entered into various lease contracts as follows:

- (a) The Company leases a parcel of land where the Clark Solar Power Project was constructed. The agreement was entered on September 5, 2014 and is valid for twenty-five (25) years, renewable by the lessee upon consent of the lessor. The agreement stipulates rental payments amounting to P0.29 million and US\$105 with an escalation rate of 10% starting on the fourth year of the lease and every three (3) years thereafter. Upon termination of the lease, the leased property shall revert back to the lessor. There are no restrictions placed upon the lessee by entering into the lease agreement.

Security deposits for the lease agreement amounting to P5.3 million were presented as part of other non-current assets in the statements of financial position as at March 31, 2023 and December 31, 2022 (Note 7). These deposits are refundable to the Company upon termination of the lease agreement or at the end of the lease term. The impact of discounting is deemed to be immaterial.

The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

(b) During 2021, the Company entered into various lease contracts, as a lessee, with third parties as follows:

- Assignment of lease contract of a land property located in Brgy. Talavera, Toledo City, Cebu by CSCI with a third party to the Company (Note 8);
- Sublease agreement and lease contract with third parties for land properties located in Brgy. Dalayap, Tarlac City, Tarlac previously being leased by CST2 (Note 8); and
- Lease agreement with a third party for a land property in Brgy. Rizal, Silay City, Negros Occidental previously being leased by CSNO (Note 8).

Lease terms are negotiated either on a collective or individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that will be held by the lessor. Leased assets may not be used as security for borrowing purposes.

Amounts recognized in the statements of financial position

Details of right-of-use asset, net for the lease agreement in (a) and movements in the account as at and for the periods ended March 31, 2023 and December 31, 2022 are as follows:

	Note	March 31, 2023	December 31, 2022
Cost			
March 31, 2023 and December 31, 2022		43,937,092	43,937,092
Accumulated amortization			
January 1		8,510,720	6,377,964
Amortization	14	531,497	2,132,756
Balance at end of period		9,042,217	8,510,720
Net book value		34,894,875	35,426,372

Investment properties held by the Company as a right-of-use asset related to lease agreements in (b) measured initially at its cost in accordance with PFRS 16 as at and for the periods ended March 31, 2023 and December 31, 2022 are as follows:

	Notes	March 31, 2023	December 31, 2022
Cost			
Beginning		193,407,106	53,940,794
Additions		-	139,466,312
Ending		193,407,106	193,407,106
Accumulated amortization			
Beginning		8,048,771	473,166
Amortization	14	2,525,202	7,575,606
Ending		10,573,973	8,048,771
Net book value	8	182,833,133	185,358,334

Details of the lease liabilities as at reporting periods are as follows:

	March 31, 2023	December 31, 2022
Current	5,444,623	2,406,282
Non-current	225,938,140	227,201,879
	<u>231,382,763</u>	<u>229,608,161</u>

Movements in lease liabilities for the periods ended March 31, 2023 and December 31, 2022 are as follows:

	Notes	March 31, 2023	December 31, 2022
Beginning		229,608,161	104,396,199
Additions	8	-	139,466,312
Principal payments		(330,275)	(20,109,933)
Interest payments		(1,882,355)	(9,951,228)
Interest expense	16	4,020,756	15,693,012
Translation difference	20	(33,524)	113,799
Ending		<u>231,382,763</u>	<u>229,608,161</u>

Translation difference is recognized as part of foreign exchange losses, net under other income (loss), net in the statements of total comprehensive income.

Amounts recognized in the statements of total comprehensive income

Amounts recognized in the statements of total comprehensive income for the periods ended March 31 related to the lease agreements are as follows:

	Notes	2023	2022
Amortization expense	8, 14	3,056,699	2,912,335
Interest expense	16	4,020,756	4,383,031
Translation difference	20	(33,524)	394,192
		<u>7,043,931</u>	<u>7,689,558</u>

The total cash outflows for the periods ended March 31 for the lease agreements are as follows:

	2023	2022
Payment of principal portion of lease liabilities	330,275	624,606
Payment of interest on lease liabilities	1,882,355	4,383,031
	<u>2,212,630</u>	<u>5,007,637</u>

Discount rate

The lease payments are discounted using the Company's incremental borrowing rate ranging from 6.75% to 7.86%, being the rate that the Company would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Extension and termination options

Extension and termination options are included in the lease agreement of the Company. These are used to maximize the operational flexibility in terms of managing the assets used in the Company's operations. The extension and termination options held are exercisable by the lessee upon consent of the lessor, hence, the extension and termination options have not been included in lease term.

Note 19 - Earnings per share (EPS)

Basic and diluted EPS for the periods ended March 31 are as follows:

	2023	2022
Net income	304,958,992	300,298,648
Weighted average number of common shares	6,545,454,004	5,951,999,871
Basic and diluted EPS	0.05	0.05

Weighted average number of common shares for the period ended March 31, 2023 is calculated as follows:

	Number of shares	Ratio	Weighted number of shares
Beginning	6,545,454,004	1.00	6,545,454,004
Issuance of shares during 2023	-	-	-
	6,545,454,004		6,545,454,004

Weighted average number of common shares for the period ended March 31, 2022 is calculated as follows:

	Note	Number of shares	Ratio	Weighted number of shares
Beginning		5,498,182,004	1.00	5,498,182,004
Issuance of shares		1,047,272,000	0.43	453,817,867
		5,498,182,004		5,951,999,871

In March 2021, the Company's BOD and shareholders approved to convert all of its common and preference shares to one class common share and reduced all the par values to P0.25 per share thereby increasing the number of common shares issued and outstanding (Note 12). The conversion, subsequent decrease in par value and share subscriptions and issuance during 2021 were considered in the calculation of weighted average number of common shares outstanding retrospectively.

The Company has no potential dilutive common shares for the periods ended March 31, 2023 and 2022. Therefore, basic and diluted EPS are the same.

Note 20 - Fair value estimation and financial risk and capital management

20.1 Financial risk management

The Company's activities expose it to a variety of financial risks from its use of financial instruments: market risk, credit risk, and liquidity risk. The Company's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Company. The policies for managing specific risks are summarized below.

The BOD has overall responsibility for the establishment and oversight of the Company's risk management framework. It monitors compliance with the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. Risk management policies and systems are reviewed regularly to reflect changes in market conditions. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures,

aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

20.1.2 Market risk

Market risk is the risk that changes in market prices, such as interest rates, security price and foreign exchange rates, will affect the Company's total comprehensive income or the value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing return. Security price is deemed not applicable since the Company has no debt or equity instruments traded in an active market. The management of these risks is discussed in the succeeding section.

(a) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates would unfavorably affect future cash flows from financial instruments. The Company's exposure to risk for changes in market interest rates relates to loans payable, cash in banks, short-term placements, and lease liabilities.

The Company's exposure to risk for changes in market interest rates primarily relates to loans payable with fixed interest rate which was assumed by the Parent Company effective May 4, 2021. Management believes that the related interest rate risk on this instrument is relatively insignificant having fixed interest rate.

The Company has an outstanding bond payable as at March 31, 2023 amounting to P4.5 million (December 31, 2022 – nil) (Note 10).

Management believes that the related cash flow and interest rate risk on cash in banks and short-term placements is relatively low due to immaterial changes on interest rates within the duration of these financial instruments.

The Company is also exposed to fixed-rate interest rate risk related to its lease liabilities. The interest rate risk is deemed to have a diminishing impact on the Company over the term of the lease.

(b) Foreign exchange risk

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to U.S. Dollar. Foreign exchange risk arises when future commercial transactions, and recognized assets and liabilities are denominated in a currency that is not the Company's functional currency. Among others, management monitors the timing of settlements/payments to ensure that the Company is not unfavorably exposed to fluctuations of foreign exchange rates.

The Company's foreign currency denominated monetary liability as at March 31, 2023 refers to a portion of lease liabilities amounting to US\$19,774 (December 31, 2022 - US\$19,858) with Philippine Peso equivalent of P1.08 million (December 31, 2022 - P1.11 million).

Details of foreign exchange losses, net for the periods ended March 31 are as follows:

	Note	2023	2022
Unrealized losses, net		(33,524)	394,192
Realized losses, net		-	-
	18	(33,524)	394,192

The Company's exposure to foreign currency risk is not significant due to the absence of material transactions and balances denominated in a currency other than the Company's functional currency.

20.1.3 Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in a financial loss to the Company. The Company's credit risk arises primarily from its cash and cash equivalents, trade and other receivables, electric utility deposits, security deposits and restricted cash.

Exposure to credit risk arises from potential default of the counterparty, with a maximum exposure equal to the carrying amounts of these financial assets. The Company uses internal ratings to determine the quality of its financial assets. The Company determined that its financial assets are all considered high grade financial assets except for those that were fully provided for.

The maximum exposures to credit risk, pertaining to financial assets as at March 31, 2023 and December 31, 2022 are as follows:

	Notes	March 31, 2023	December 31, 2022
Cash and cash equivalents*	3	2,587,491,884	571,358,464
Trade and other receivables	4	239,254,447	268,361,478
Security deposits	7	5,279,310	5,279,310
		2,832,025,641	844,999,252

*excluding cash on hand

Credit quality of financial assets

(i) Cash and cash equivalents and restricted cash in bank

Cash deposited/placed in banks are considered stable as the banks qualify as universal and commercial banks as defined by the Philippine Banking System and are approved by the BOD to minimize credit risk. The amounts deposited in these banks are disclosed in Note 3. The expected credit loss is determined to be immaterial. Cash on hand is not subject to credit risk.

(ii) Trade and other receivables

The Company has significant concentration of credit risk for the sale of energy segment business on its transactions with TransCo, its sole customer. However, this is brought down to an acceptable level since credit terms on billed fees for sale of electricity are fixed as provided in formal agreements, and are accordingly collected in accordance with this agreement and the Company's credit policy with no reported defaults and write-offs in previous years. The expected credit loss is determined to be immaterial by management.

Trade receivables from leasing segment include receivables from related parties. The credit exposure on trade receivables from related parties is considered to be minimal as there is no history of default and collections are expected to be made based on the lease agreement. In addition, the related parties are considered to have good financial standing and are highly liquid. The expected credit loss is determined to be immaterial by management.

The credit exposure on due from related parties is considered to be minimal as there is no history of default and collections are expected to be made within 12 months. The balances of due from related parties are considered as high-grade financial assets as the related parties have good financial standing and are highly liquid. The expected credit loss is determined to be immaterial by management.

Other receivables pertain to refund for overpaid insurance which has been long outstanding for more than one (1) year. Full provision has been recognized for this receivable as at March 31, 2023 and December 31, 2022.

(iii) Security deposits and electrical utility deposits

Security deposits and electrical utility deposits include cash required from the Company in relation to its lease agreement and service agreement, respectively. These deposits are assessed as high grade as there was no history of default and these are collectible upon termination of or at the end of the term of the agreements. The expected credit loss is determined to be immaterial by management.

20.1.4 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as these fall due. The objective of the Company is to maintain a balance between continuity of funding and flexibility through the use of credit lines available from related parties and local banks. The policy of the Company is to first exhaust lines available from related parties before local bank lines are availed. The Company also has available due from related parties which can be readily collected to settle maturing obligations.

The Company seeks to manage its liquidity risk by maintaining a balance between continuity of funding and flexibility. The Company regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities.

The Company's financial liabilities grouped into relevant maturity dates are as follows:

	Notes	Payable on demand	Less than 1 year	More than 1 year
<i>March 31, 2023</i>				
Trade payables and other liabilities*	9	-	20,012,698	-
Dividends payable	12	-	333,818,154	-
Due to a related party	11	-	52,031,221	-
Lease liabilities	19	-	5,444,623	225,938,140
Interest**	10	-	333,589,073	1,750,526,520
Bonds payable	10	-	-	4,500,000,000
Security deposits	11	-	-	58,394,024
		-	744,895,769	6,534,858,684
<i>December 31, 2022</i>				
Trade payables and other liabilities*	9	-	9,832,396	-
Dividends payable	12	-	280,442,419	-
Due to a related party	11	-	53,223,717	-
Lease liabilities	19	-	2,406,282	227,201,879
Interest**		-	16,309,125	167,227,646
Security deposits	11	-	-	57,416,276
		-	362,213,939	451,845,801

*excluding due to government agencies

**expected interest on borrowings up to assignment date and on lease liabilities up to maturity date

The amounts disclosed are the contractual undiscounted cash flows, except for lease liabilities, which are equivalent to their carrying balances as the impact of discounting is not significant. The Company expects to settle the above financial liabilities within their contractual maturity date.

20.2 Capital management

The Company maintains a sound capital to ensure its ability to continue as a going concern to provide returns to shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce cost of capital.

The Company manages its capital structure and makes adjustments in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholder, pay-off existing debts, return capital to shareholders or issue new shares.

The BOD has overall responsibility for monitoring capital in proportion to risk. Profiles for capital ratios are set in the light of changes in the external environment and the risks underlying the Company's business, operations and industry

The capital structure of the Company consists of issued capital, retained earnings and remeasurement on retirement benefits. The Company monitors capital on the basis of net gearing ratio, which is calculated as total debt divided by total equity. Total debt is defined as short-term and long-term bank borrowings from third parties less cash and cash equivalents, while equity is total equity as shown in the statements of financial position. The Company's outstanding bond payable as at March 31, 2023 amounted to P4.5 billion due in 5 years from various bondholders. The net debt reconciliation and gearing ratio as at March 31, 2023 are as follows:

	Notes	March 31, 2023
Bond payable, January 1	10	-
Cash flows		4,445,409,074
Non-cash movement	10	1,516,415
Bond payable, March 31	10	4,446,925,489
Cash and cash equivalents	3	(2,587,556,884)
Net (asset) debt		1,859,368,605
Total equity		4,325,197,845
Net gearing ratio		0.43:1

Non-cash movement pertains to the amortization of debt issuance cost and assignment of loans payable (Note 10).

As a REIT entity, the Company is subject to externally imposed capital requirements based on the requirement of the Aggregate Leverage Limit under the REIT IRR. Per Rule 5 - Section 8 of the REIT IRR issued by the SEC, the total borrowings and deferred payments of a REIT that has a publicly disclosed investment grade credit rating by a duly accredited or internationally recognized rating agency may exceed thirty-five percent (35%) but not more than seventy percent (70%) of its deposited properties. Provided, further, that in no case shall a fund manager, borrow from the REIT any of the funds under its management. As at March 31, 2023, the Company is compliant with the externally imposed capital requirements of REIT IRR and met the provisions of the REIT law related to the borrowing requirements to its fund manager.

22.3 Fair value estimation

The carrying values of the financial instrument components of cash and cash equivalents, trade and other receivables, other non-current assets, trade payables and other liabilities (excluding due to government agencies), dividends payable, due to a related party and lease liabilities approximate their fair values, due to the liquidity, short-term maturities and nature of such items. The fair values of other non-current assets, non-current portion of trade receivables, security deposits and non-current portion of lease liabilities and due to a related party are close to market rates. The fair value of the non-current portion of due to a related party as at December 31, 2021 amounting to P64.99 million was determined using discounted cash flow approach by applying current market interest rates of 2.68% (Level 2).

As at March 31, 2023 and December 31, 2022, the Company does not have financial instruments that are measured using the fair value hierarchy.

Note 21 - Critical accounting estimates and assumptions and judgments

In addition to the critical accounting estimates and assumptions and judgments as disclosed in the Company's annual financial statements as at and for the year ended December 31, 2021, management has made an accounting judgment on the adoption of a "no tax" regime.

As a REIT entity, the Company can effectively operate under a “no tax” regime provided that it meets certain conditions (e.g. listing status, minimum required dividend payments). A REIT entity is required to distribute at least 90% of its annual income as dividends to its investors and is allowed to treat the dividend as deduction for tax purposes making it effectively an income-tax free entity. As at March 31, 2023, the Company met the provisions of the REIT law and complies with the 90% dividend distribution requirement. The Company had determined, based on its current tax regime and expected dividend distribution in the succeeding periods, that it can effectively operate on a “no-tax” regime. Accordingly, the Company has not recognized additional deferred taxes as at March 31, 2023. The Company recognized deferred income tax asset as at December 31, 2021 prior to its listing on February 22, 2022, to the extent that it is probable that future taxable profit will be available against which the temporary differences, unused tax losses and unused tax credits can be utilized. The Company started to avail of its tax incentive as a REIT after its listing to PSE.

Note 22 - Basis of preparation

These condensed interim financial statements as at and for the three-month period ended March 31, 2023 have been prepared in accordance with PAS 34, “*Interim Financial Reporting*”.

The condensed interim financial statements do not include all the notes normally included in annual financial statements. Accordingly, these condensed interim financial statements are to be read in conjunction with the annual financial statements as at and for the year ended December 31, 2022 and any public announcements made by the Company during the three-month period ended March 31, 2023. The accounting policies adopted are consistent with those of the previous financial year.

The Company has adopted a new accounting policy for the three-month period ended March 31, 2023:

Deposits from lessees

Deposits from lessees which include security deposits are initially measured at fair value. After initial recognition, security deposits are subsequently measured at amortized cost using effective interest rate method. The difference between the cash received and its fair value is deferred and amortized on a straight-line basis over the lease term. Amortization of deferred credits and accretion of discount are recorded in profit or loss under rental income and finance cost accounts, respectively.

(a) New standards, amendments and interpretations to existing standards adopted by the Company

The Company has applied the following standards and amendments for the first time for their annual reporting period commencing January 1, 2022:

- *Onerous Contracts - Cost of Fulfilling a Contract: Amendments to PAS 37 (effective January 1, 2022)*

The amendment to PAS 37 clarifies that the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling contracts. Before recognizing a separate provision for an onerous contract, an entity recognizes any impairment loss that has occurred on assets used in fulfilling the contract.

- *Annual Improvements to PFRS Standards 2018-2020 (effective January 1, 2022)*

The following improvements were finalized in May 2020:

- PFRS 9, “*Financial Instruments*” - clarifies which fees should be included in the 10% test for derecognition of financial liabilities.

- PFRS 16, “Leases” - amendment of illustrative example 13 to remove the illustration of payments from the lessor relating to leasehold improvements, to remove any confusion about the treatment of lease incentives.
- PFRS 1, “First-time Adoption of Philippine Financial Reporting Standards” - allows entities that have measured their assets and liabilities at carrying amounts recorded in their parent’s books to also measure any cumulative translation differences using the amounts reported by the parent. This amendment will also apply to associates and joint ventures that have taken the same PFRS 1 exemption.

There are no new accounting standards or amendments effective January 1, 2022 that have a material impact on these condensed interim financial statements.

(b) New standards, amendments and interpretations to existing standards not yet adopted

There are new PFRS, interpretation, amendments and annual improvements to existing standards effective for annual periods after January 1, 2022 and have not been early adopted nor applied by the Company in preparing these financial statements. None of those standards are expected to have a significant impact on the financial statements of the Company, but the more relevant ones are set out below:

- *Disclosure of Accounting Policies - Amendments to PAS 1 and PFRS Practice Statement 2 (effective January 1, 2023)*

PAS 1 is amended to require entities to disclose their material rather than their significant accounting policies. The amendments define what is ‘material accounting policy information’ and explain how to identify when accounting policy information is material. They further clarify that immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.

To support this amendment, PFRS Practice Statement 2, “Making Materiality Judgements” is also amended to provide guidance on how to apply the concept of materiality to accounting policy disclosures.

- *Definition of Accounting Estimates - Amendments to PAS 8 (effective January 1, 2023)*

The amendment to PAS 8, “Accounting Policies, Changes in Accounting Estimates and Errors” clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates. The distinction is important, because changes in accounting estimates are applied prospectively to future transactions and other future events, but changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period.

- *Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to PAS 12 (effective January 1, 2023)*

The amendments to PAS 12. “Income Taxes” require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. They will typically apply to transactions such as leases of lessees and decommissioning obligations and will require the recognition of additional deferred tax assets and liabilities.

The amendment should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, entities should recognize deferred tax assets (to the extent that it is probable that they can be utilized) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and

- decommissioning, restoration and similar liabilities, and the corresponding amounts recognized as part of the cost of the related assets.

The cumulative effect of recognizing these adjustments is recognized in retained earnings, or another component of equity, as appropriate.

PAS 12 did not previously address how to account for the tax effects of on-balance sheet leases and similar transactions and various approaches were considered acceptable. Some entities may have already accounted for such transactions consistent with the new requirements. These entities will not be affected by the amendments.

There are no other future standards, amendments or interpretations that are effective beginning after January 1, 2023 that are expected to have a material impact on the Company's condensed interim financial statements.

Note 23 - Events after the reporting period

Post period-end events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Post period-end events that are not adjusting events are disclosed in the notes to the financial statements when material. There were no other significant post period-end events after March 31, 2023 except for the information that were disclosed in the respective notes.

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Supplementary Schedules as Required by Rule 68 of the Securities Regulation Code

March 31, 2023

Schedules	Description
A	Financial Assets
B	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
C	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of the Financial Statements
D	Long Term Debt
E	Indebtedness to Related Parties (Long-Term Loans from Related Companies)
F	Guarantees of Securities of Other Issuers
G	Share Capital Reconciliation of Retained Earnings Available for Dividend Declaration A Map Showing the Relationships between and among the Parent Company and its Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries and Associates
H	Income Distributable as Dividends Schedule of Financial Soundness Indicator

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Schedule A - Financial Assets

March 31, 2023

Name of issuing entity and association of each issue	Principal amount of bonds and notes	Amount shown in the statement of financial position	Income received and accrued
Financial assets at amortized cost			
Cash in banks			
BDO Unibank, Inc.	-	2,583,125,965	3,851,494
Development Bank of the Philippines	-	3,919,225	920
Security Bank Corporation	-	446,694	404
Cash on hand	-	65,000	-
Total cash and cash equivalents	-	2,587,556,884	3,852,818
Trade and other receivables	-	237,310,351	1,816,519
Security deposits	-	5,279,310	-
Total financial assets	-	2,830,146,545	5,669,337

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)

March 31, 2023

Name and designation of debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written-off	Current	Non-current	Balance at the end of the period
Advances to directors, officers, employees*	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Due from related parties							
Citicore Renewable Energy Corporation	-	-	-	-	-	-	-
Total due from related parties	-	-	-	-	-	-	-

*As required by Revised Rule 68 of the Securities Regulation Code, this schedule shall be filed with respect to each person among the directors, officers and employees from whom an aggregate indebtedness of more than P1 million or one percent (1%) of total assets, whichever is less, is owed for items arising outside the ordinary course of business. There were no advances with respect to each person among the directors, officers and employees amounting to more than P1 million outside the ordinary course of business as at March 31, 2023.

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Schedule D - Long Term Debt

March 31, 2023

Title of Issue and type of obligation	Amount authorized by indenture	Amount shown under caption "Current portion of long-term debt" in related balance sheet	Amount shown under caption "long-term debt" in related balance sheet
Bonds payable	4,500,000,000	-	4,446,925,489

Supplementary information on Long-term Debt

On February 10, 2023, the Company listed a fixed-rate ASEAN Green Bonds in the total of P4.5 billion, inclusive of the P1.5 billion oversubscription option with the Philippine Dealing and Exchange Corp. The bonds will be maturing on February 10, 2028 from issue date at a rate of 7.0543%.

Bond issue cost capitalized as part of the bonds amounted to P54.6 million. As of March 31, 2023, amortization amounted to P1.52 million while its carrying value amounted to P53.1 million.

Citicore Energy REIT Corp.
(Formerly Enfinity Philippines Renewable Resources Inc.)
(A subsidiary of Citicore Renewable Energy Corporation)

Schedule E - Indebtedness to Related Parties (Long-Term Loans from Related Companies)
March 31, 2023

Name of related party	Balance at the beginning of the period	Balance at the end of the period
Citicore Renewable Energy Corporation	-	-

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Schedule F - Guarantees of Securities of Other Issuers

March 31, 2023

Name of issuing entity of securities guaranteed by the Company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owned by person for which statement is filed	Nature of guarantee
N/A	N/A	N/A	N/A	N/A

Citicore Energy REIT Corp.
(Formerly Enfinity Philippines Renewable Resources Inc.)
(A subsidiary of Citicore Renewable Energy Corporation)

Schedule G - Share Capital
March 31, 2023

Title of issue	Number of authorized shares	Number of issued and outstanding	Number of shares reserved for options, warrants, conversion, and other rights	Number of shares held by related parties	Directors, officers, and employees	Others
Common shares	15,360,000,000	6,545,454,004	N/A	4,036,361,996	8,378,008	2,500,714

Citicore Energy REIT Corp.
(Formerly Enfinity Philippines Renewable Resources Inc.)
(A subsidiary of Citicore Renewable Energy Corporation)

Reconciliation of Retained Earnings Available for Dividend Declaration
As at March 31, 2023
(All amounts in Philippine Peso)

Unappropriated retained earnings, as adjusted to available for dividend declaration, beginning		410,306,874
Add : Net income actually earned during the period		
Net income during the period closed to retained earnings	304,958,992	
Less: Non-actual/unrealized income net of tax	-	
Equity in net income of associate/joint venture	-	
Unrealized foreign exchange gain - net (except those attributable to cash and cash equivalents)	-	
Unrealized actuarial gain	-	
Fair value adjustment	-	
Fair value adjustment of investment property resulting to gain	-	
Adjustment due to deviation from PFRS - gain	-	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	-
Add: Non-actual losses	-	
Depreciation on revaluation increment (after tax)	-	
Adjustment due to deviation from PFRS - loss	-	
Loss on fair value adjustment of investment property (after tax)	-	-
Net income actually earned during the period		304,958,992
Add (Less):		
Dividends declarations during the period	(333,818,154)	
Appropriations of retained earnings during the period	-	
Reversal of appropriation	-	
Effect of prior period adjustments	-	
Treasury shares	-	(333,818,154)
Unappropriated retained earnings available for dividend declaration, ending		381,447,711

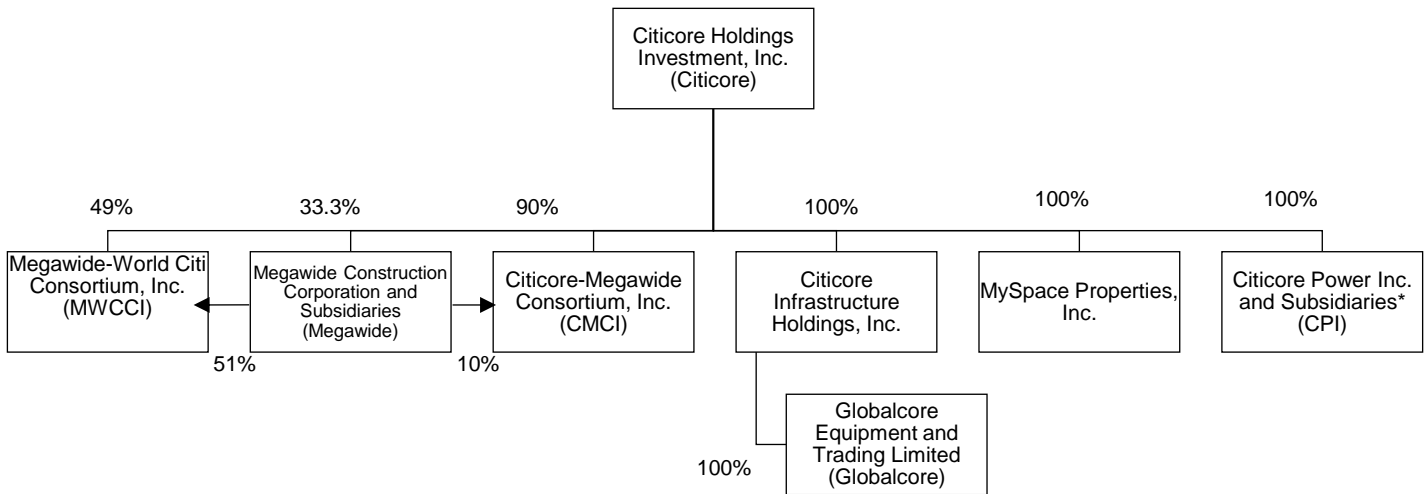
Citicore Energy REIT Corp.
(Formerly Enfinity Philippines Renewable Resources Inc.)
(A subsidiary of Citicore Renewable Energy Corporation)

H – Schedule of Income Distributable as Dividends
As at March 31, 2023
(All amounts in Philippine Peso)

Net Income actually earned during the period		304,958,992
Less: Non-actual/unrealized income net of tax	-	
Straight-line recognition of rent	(15,279,528)	
Equity in net income of associate/joint venture		
Unrealized foreign exchange gain - net (except those attributable to cash and cash equivalents)	-	
Unrealized actuarial gain	-	
Fair value adjustment	-	
Fair value adjustment of investment property resulting to gain	-	
Adjustment due to deviation from PFRS - gain	-	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	(15,279,528)
Add: Non-actual losses	-	
Depreciation on revaluation increment (after tax)	-	
Adjustment due to deviation from PFRS - loss	-	
Loss on fair value adjustment of investment property (after tax)	-	-
Distributable income		289,679,464
Total dividends distributed from March 31, 2023 net income		307,517,794
Dividend payout ratio		106%

Citicore Energy REIT Corp.
 (Formerly Enfinity Philippines Renewable Resources Inc.)
 (A subsidiary of Citicore Renewable Energy Corporation)

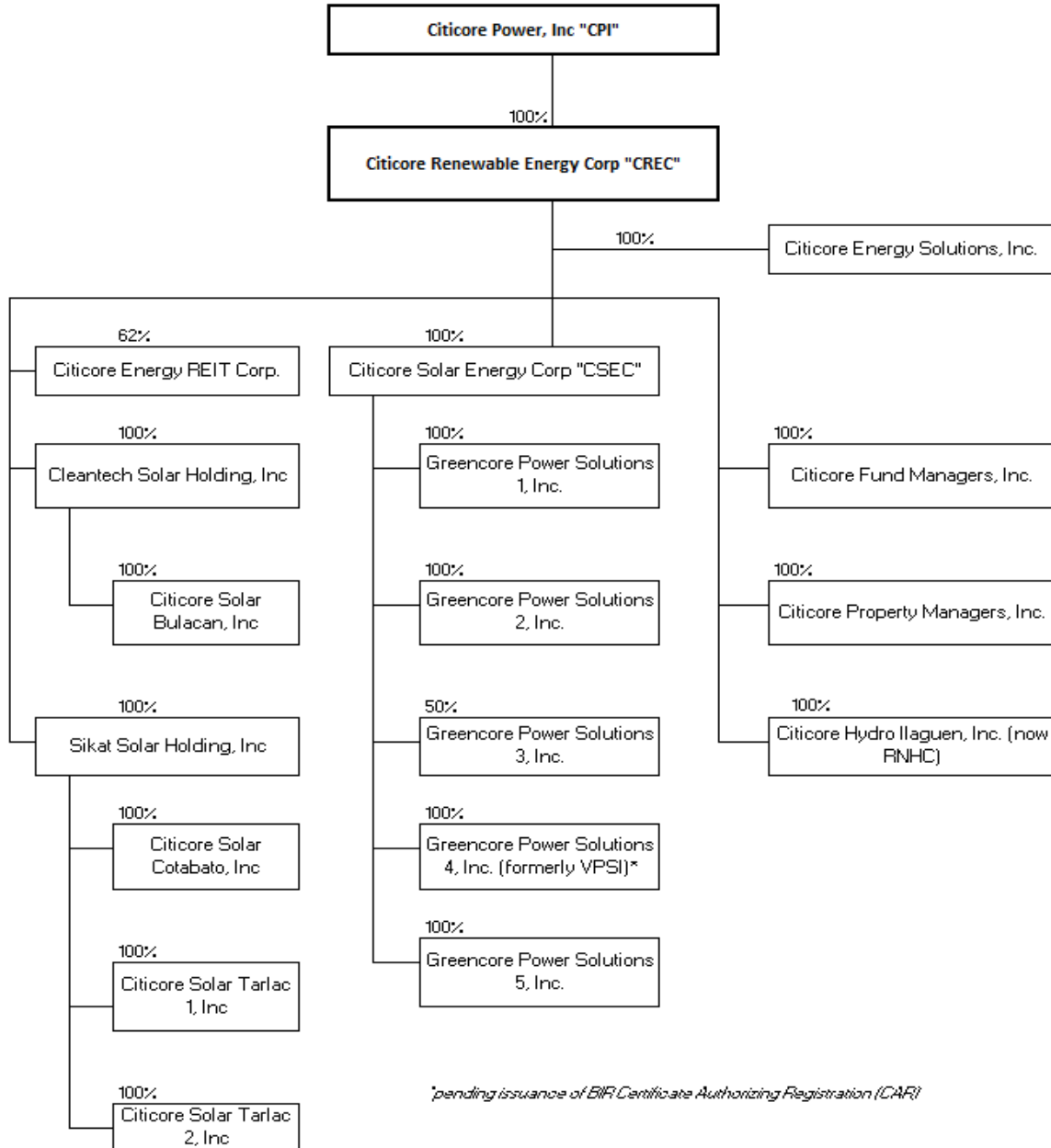
A Map Showing the Relationships between and among the Company and its
 Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries and Associates
 March 31, 2023



**See Schedule A*

Citicore Energy REIT Corp.
 (Formerly Enfinity Philippines Renewable Resources Inc.)
 (A subsidiary of Citicore Renewable Energy Corporation)

A Map Showing the Relationships between and among the Company and its
 Ultimate Parent Company, Middle Parent, Subsidiaries or
 Co-subsidiaries and Associates (Schedule A)
 March 31, 2023



Note: The table above is not an exclusive enumeration of the subsidiaries of CPI.

Citicore Energy REIT Corp.

(Formerly Enfinity Philippines Renewable Resources Inc.)

(A subsidiary of Citicore Renewable Energy Corporation)

Schedule of Financial Soundness Indicator

As at and for the periods ended March 31, 2023 and 2022

	2023	2022
Current ratio ^a	5.38x	5.79x
Acid test ratio ^b	5.31x	5.62x
Solvency ratio ^c	0.07x	-
Debt-to-equity ratio ^d	1.03x	-
Asset-to-equity ratio ^e	2.23x	1.11x
Interest rate coverage ratio ^f	7.49x	73.26x
Debt service coverage ratio ^g	2.92x	170.56x
Net debt/ EBITDA ^h	4.99x	(3.31)x
Earnings per share (Php) ⁱ	0.05	0.05
Book value per share ^j	0.66	0.65
Return on assets ^k	4.14%	9.01%
Return on equity ^l	7.03%	10.19%
Net profit margin ^m	81.01%	90.51%

^a Current assets/current liabilities^b Cash and cash equivalents + Trade and other receivables, net/Current liabilities^c Net operating profit after tax + depreciation and amortization/Loans payable^d Loans payable/ Total equity^e Total assets/ Total equity^f Earnings before interest, taxes, depreciation and amortization/Interest expense^g Earnings before interest, taxes, depreciation and amortization + cash, beginning/Current loan payable + Interest expense + Current lease liabilities^h Short-term and long-term bank borrowings less cash and cash equivalents/Earnings before interest, taxes, depreciation and amortizationⁱ Net income attributable to ordinary equity holders of the Company/Weighted average number of ordinary shares^j Total equity less Preferred Equity/Total number of shares outstanding^k Net income attributable to owners of the Company/Average total assets^l Net income attributable to owners of the Company/Average total equity^m Net income/Revenue

Citicore Energy REIT Corp.
Aging of Receivables
As of March 31, 2023

	Current	1-30 days	31-60 days	61-90 days	91-120 days	121-150 days	151-180 days	Over 180 days	Non-current	Total
AR Transco	9,760,722	-	-	-	-	-	-	-	75,603,522	85,364,244
Lease receivable - PFRS 16	-	-	-	-	-	-	-	-	149,915,581	149,915,581
Other receivable	2,030,527	-	-	-	-	-	-	-	-	2,030,527
Total	11,791,249	-	-	-	-	-	-	-	225,519,103	237,310,352



13 April 2023

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. JANET A. ENCARNACION**
Head, Disclosure Department

Re: **CITICORE ENERGY REIT CORP.**
Final Tranche Final Report on the Application of Proceeds from the Shares Offering with Certification of Independent Auditors

Gentlemen and Mesdames:

In connection with the initial public offering of **CITICORE ENERGY REIT CORP.** (the "Company") on 22 February 2022, we submit herewith the Company's Final report on the application of the proceeds from the said offering. The details of the disbursements, in accordance to the Reinvestment Plan, are as follows:

Net Offering Proceeds	PhP	6,114,896,495.56
Less: Disbursements	PhP	6,114,896,495.56
Balance of the Offering Proceeds		<u>0</u>



Disbursement Breakdown	Q1 2022		Q2 2022		Q3 2022		Q4 2022		JAN 01 – FEB. 21, 2023		TOTAL
	Php	Php	Php	Php	Php	Php	Php	Php	Php	Php	
AFAB Solar Rooftop	307,997,768.76										307,997,768.76
Arayat Mexico Solar Farm Phase 1	435,993,012.84	1,117,921,912.25									1,553,914,925.09
Arayat Mexico Solar Farm Phase 2	126,167,769.46	191,382,045.61	648,450,184.94								966,000,000.00
Batangas A Solar Farm			88,771,903.25	429,733,423.00	905,820,027.32						1,424,325,353.57
Batangas B Solar Farm			186,151,270.00	139,009,437.70	51,960,335.50						377,121,043.20
Isabela Run-of-River Hydro		171,783,655.26	272,797,905.95	6,160,762.19	1,034,795,081.54						1,485,537,404.94
Total Disbursement	870,158,551.01	1,481,087,613.12	1,196,171,264.14	574,903,622.89	1,992,575,444.36						6,114,896,495.56



The details of the said projects are described in detail below.

- ***AFAB Solar Rooftop***

The solar rooftop project, through the Company's wholly owned subsidiary, Sunny Side Up Power Corp. endeavors to provide clean and reliable energy to Authority of Freeport Area of Bataan (AFAB). It invested in energy efficient buildings using solar power for a total of 6.6 Megawatt capacity and 14,756 units of mono-crystalline photovoltaic panels. Today the solar farm helps prevent the emissions of 4,645 metric tons of carbon dioxide which is equivalent to 522,640 gallons of gasoline consumed. P308.0 million from the Offering Proceeds were allocated to this project and the same has been fully disbursed.

- ***Arayat Mexico Solar Farm Phase 1***

The Company through its joint venture, Greencore Power Solutions 3, Inc. (GPS3I), broke ground on June 24, 2021 to construct a 72 megawatt capacity solar farm in Arayat and Mexico, Pampanga. The solar project is a 50-50 joint venture with AC Energy Corporation (ACEN) with a land cost of P431 million and estimated project development cost of P2.7 billion. Citicore's construction arm, MCC - Citicore Construction, Inc. (CCI) undertook the development and construction of this project and has reached its full capacity last March 23, 2022. Once fully operational, the 72- megawatt capacity solar farm will produce 105 gigawatt-hours (GWh) of renewable energy annually, enough to power 45,000 households while avoiding approximately 72,000 metric tons (MT) CO₂ emissions annually. P1,533.9 million from the Offering Proceeds were allocated to this project and the same has been fully disbursed.

- ***Arayat Mexico Solar Farm Phase 2***

This project is an extension of the Arayat Mexico Solar Farm Phase 1 joint venture project with ACEN and is set to increase the total plant capacity from 72 to 116 megawatt upon completion. The project which is to be undertaken by Citicore's construction arm is targeted to be completed by first quarter of 2023. The Company through its joint venture, GPS3I is set to break ground in May 2022 and has completed the acquisition of land through 50-50 partner funding. P966 million from the Offering Proceeds were allocated to this project and the same has been fully disbursed.



- ***Batangas A and Batangas B Solar Farm***

The sponsor has earmarked P1,424.3 million and P377.1 million for the construction of 90 megawatts and 40 megawatts solar farm, respectively, for Batangas A and Batangas B projects, respectively. Total of 1,801.4 has been fully disbursed.

- ***Isabela Run-of River Hydro***

This is a 20MW run-of-river hydro project located in Ilaguen, Isabela City. The project has obtained all permits necessary to start construction and has commenced construction works on the access road. P1,485.5 million from the Offering Proceeds were allocated to this project and the same has been fully disbursed.

We hope you find everything in order.

Very truly yours,

CITICORE RENEWABLE ENERGY CORP.

By:

A handwritten signature in black ink, appearing to read "M. Cortez", is written above a solid black horizontal line.

MIA GRACE PAULA S. CORTEZ

Chief Financial Officer



ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
SAN JUAN CITY) S.S.

Before me, a notary public, for and in San Juan City this APR 17 2023 personally appeared:

Table with 3 columns: NAME, GOVERNMENT-ISSUED ID, DATE/PLACE ISSUED. Row 1: Mia Grace Paula S. Cortez, UMID 0111-2975451-1

who was identified by me through competent evidence of identity to be the same person described in the foregoing letter who acknowledged before me that her signature in the instrument was voluntarily affixed by her seal as her free and voluntary act and deed.

WITNESS MY HAND AND SEAL this APR 17 2023 day of 2023.

NOTARY PUBLIC

Doc. No.: 324
Page No.: 66
Book No.: 2
Series of 2023.

FRA ANGELICA S. ALEJANDRO
Appointment No. 109 (2023-2024)
Notary Public for and in the Cities of Pasig and San Juan and in the Municipality of Pateros
Until 31 December 2024
1/F Santolan Town Plaza, 276 Santolan Rd. San Juan City
Roll of Attorneys No. 77312
PTR No. 1673663 / 01-06-2023 / San Juan C
IBP O.R. No. 275028 / 01-07-2023 / RSM



Agreed-Upon Procedures Report on Final Progress Report on Use of Proceeds from the Listing of Citicore Energy REIT Corp.

To the Board of Directors and Shareholders of
Citicore Renewable Energy Corporation
(A wholly-owned subsidiary of Citicore Power, Inc.)
11F Rockwell Santolan Town Plaza
276 Col. Bonny Serrano Avenue
San Juan City, Metro Manila

Purpose of this agreed-upon procedures report

Our report is solely to assist Citicore Renewable Energy Corporation (the “Company”) in connection with the Company’s compliance with the requirements of The Philippine Stock Exchange, Inc. (PSE) to submit an external auditor’s certification on the information with respect to the Final Progress Report dated March 31, 2023 related to the application of net proceeds received by the Company from the shares offering (“Offering Proceeds”) of Citicore Energy REIT Corp. (CREIT) (the “Progress Report”) as at February 22, 2023 and for the period from January 1 to February 22, 2023 and may not be suitable for another purpose.

Responsibilities of the Company

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

The Company is responsible for the subject matter on which the agreed-upon procedures are performed.

Practitioner’s responsibilities

We have conducted the agreed-upon procedures engagement in accordance with the Philippine Standard on Related Services (PSRS) 4400, “*Agreed-Upon Procedures Engagements*”. An agreed-upon procedures engagement involves our performing of the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness of the agreed-upon procedures.

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

Professional Ethics and Quality Control

We have complied with the independence and other ethical requirements of Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) promulgated by the Philippine Board of Accountancy and approved by Philippine Professional Regulation Commission, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Isla Lipana & Co., 29th Floor, AIA Tower (formerly Philamlife Tower), 8767 Paseo de Roxas,
1226 Makati City, Philippines
T: +63 (2) 8845 2728, F: +63 (2) 8845 2806, www.pwc.com/ph

Our firm applies Philippine Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Procedures and findings

We have performed the procedures enumerated below, which were agreed upon with the Company.

1. We have obtained and checked the mathematical accuracy of the following:
 - a. The Progress Report;
 - b. Reallocation of the Use of Proceeds Report;
 - c. Schedule of planned use of proceeds from the Real Estate Investment Trust (REIT) Plan; and
 - d. Detailed schedule of utilization of proceeds as at and for the period from January 1, 2023 to February 22, 2023.

No exceptions noted.

We present below the summary of the breakdown and application of the Offering Proceeds as at and for period from January 1 to February 22, 2023 based on the information we obtained from the Company.

	Initial allocation of offering proceeds on February 22, 2022	Reallocations for the period ended March 31, 2022	Application of Offering Proceeds for the period ended March 31, 2022	Reallocations for the period ended June 30, 2022	Application of Offering Proceeds for the period ended June 30, 2022	Application of Offering Proceeds for the period ended September 30, 2022	Application of Offering Proceeds for the period ended December 31, 2022	Balance of Offering Proceeds as at December 31, 2022	Application of Offering Proceeds for the period ended February 22, 2023	Balance of Offering Proceeds as at February 22, 2023
AFAB Solar Rooftop Phase 1	250,732,421	57,265,347	(307,997,768)	-	-	-	-	-	-	-
Arayat Mexico Solar Farm Phase 1	339,408,939	96,584,074	(435,993,013)	1,117,921,912	(1,117,921,912)	-	-	-	-	-
Arayat Mexico Solar Farm Phase 2	197,988,548	-	(126,167,770)	768,011,452	(191,382,046)	(648,450,184)	-	-	-	-
Zambales Solar Farm	490,257,356	-	-	(490,257,356)	-	-	-	-	-	-
Batangas A Solar Farm	848,522,347	-	-	575,803,006	-	(88,771,903)	(429,733,423)	905,820,027	(905,820,027)	-
Batangas B Solar Farm	377,121,043	-	-	-	-	(186,151,270)	(139,009,438)	51,960,335	(51,960,335)	-
Pangasinan Solar Farm	856,095,871	-	-	(856,095,871)	-	-	-	-	-	-
Laguna Solar Farm	735,386,034	-	-	(735,386,034)	-	-	-	-	-	-
Bulacan Solar Farm	1,225,643,390	(209,770,755)	-	(1,015,872,635)	-	-	-	-	-	-
Isabela Run-of-River Hydro	849,661,881	-	-	635,875,526	(171,783,655)	(272,797,907)	(6,160,762)	1,034,795,083	(1,034,795,083)	-
	6,170,817,830	(55,921,334)	(870,158,551)	-	(1,481,087,613)	(1,196,171,264)	(574,903,623)	1,992,575,445	(1,992,575,445)	-

2. We have traced the gross proceeds and net proceeds received amounting P6,398 million and P6,115 million, respectively, based on the Progress Report to the bank statement and accounting records. No exceptions noted. Details are as follows:

	Amount
Gross proceeds	6,398,184,600
Initial public offering (IPO) expenses	(283,288,104)
Net proceeds	6,114,896,496

The breakdown of IPO expenses are as follows:

	Amount
Underwriting fees	151,020,878
Professional fees	90,221,662
Registration and filing fees	27,875,751
Taxes	14,169,813
	283,288,104

3. We have obtained the schedule showing the list of disbursements as at February 22, 2023 and for the period from January 1, 2023 to February 22, 2023 and reconciled the amount of disbursements on the Progress Report. No exceptions noted.

Use of proceeds	Per Progress Report	Per schedule of disbursements
Capital expenditures	1,992,575,445	1,992,575,445

4. We traced the reported application of IPO proceeds amounting to P1,992,575,445 for the period from January 1, 2023 to February 22, 2023 to the Company's accounting records and corresponding supporting documents (e.g. disbursement vouchers, billing statements, invoices, official receipts and bank statements). No exceptions noted.
5. We have examined and identified the nature of the disbursements based on the corresponding supporting documents and noted that the disbursements were classified appropriately according to its nature.

The details of the disbursements incurred from January 1, 2022 to February 22, 2023 showed that the Company used the Offering Proceeds for the following projects: (1) AFAB Solar Rooftop Phase 1; (2) Arayat Mexico Solar Farm Phase 1; (3) Arayat Mexico Solar Farm Phase 2; (4) Batangas A Solar Farm; (5) Batangas B Solar Farm; and (6) Isabela Run-of-River Hydro, with aggregate amount as follows:

	Amount
Costs incurred for the year ended December 31, 2022	4,122,321,051
Costs incurred for the period ended February 22, 2023	1,992,575,445
	6,114,896,496

6. We have obtained written management's representation and we have noted that there were no reallocations made on the Company's planned use of IPO proceeds and found that the disbursements of proceeds in the Final Progress Report as at and for the period from January 1, 2023 to February 22, 2023 is consistent with the planned application of proceeds indicated in the Use of Proceeds section of the REIT Plan.

Isla Lipana & Co.



Pocholo C. Domondon

Partner

CPA Cert. No. 108839

P.T.R. No. 0011401; issued on January 9, 2023 at Makati City

SEC A.N. (individual) as general auditors 108839-SEC, Category A;

valid to audit 2021 to 2025 financial statements

SEC A.N. (firm) as general auditors 0142-SEC, Category A;

valid to audit 2020 to 2024 financial statements

T.I.N. 213-227-235

BIR A.N. 08-000745-128-2021; issued on December 9, 2021; effective until December 8, 2024

BOA/PRC Reg. No. 0142, effective until November 14, 2025

Makati City

April 13, 2023



ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
SAN JUAN CITY) S.S.

Before me, a notary public, for and in San Juan City this APR 17 2023 personally appeared:

Table with 3 columns: NAME, GOVERNMENT-ISSUED ID, Validity. Row 1: Pocholo C. Domondon, PRC ID No. 108839, Valid until 10/04/2023

who was identified by me through competent evidence of identity to be the same person described in the foregoing letter who acknowledged before me that her signature in the instrument was voluntarily affixed by her seal as her free and voluntary act and deed.

APR 17 2023

WITNESS MY HAND AND SEAL this _____ day of _____ 2023.

NOTARY PUBLIC

Doc. No.: 323
Page No.: 66
Book No.: 2
Series of 2023.

FRA ANGELICA S. ALEJANDRO
Appointment No. 109 (2023-2024)
Notary Public for and in the Cities of Pasig and San Juan and in the Municipality of Pateros
Until 31 December 2024
F Santolan Town Plaza, 276 Santolan Rd. San Juan City
Roll of Attorneys No. 77312
PTR No. 1673663 / 01-06-2023 / San Juan C
IBP O.R. No. 275028 / 01-07-2023 / RSM