

FILINVEST

LAND, INCORPORATED

79 EDSA, Highway Hills, Mandaluyong City
Metro Manila 1000, Philippines
Trunk Line: (632) 7918-8188
Customer hotline: (632) 8588-1688
www.filinvestland.com

April 18, 2022

THE PHILIPPINE STOCK EXCHANGE

Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: 2022 First Quarter Progress Report on the Disbursement of Proceeds from the Initial Public Offering ("IPO") of Filinvest REIT Corp. ("FILRT")

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the First Quarter of 2022, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that as of March 31, 2022, the remaining balance of the proceeds from the FILRT IPO amounts to Seven Billion Six Hundred Seventy Three Million Eight Hundred Sixteen Thousand Seven Hundred Twenty Nine Pesos and Sixteen Centavos (Php 7,673,816,729.16).

The details of the disbursements on the First Quarter of 2022 are as follows:

Balance of IPO Proceeds as of December 31, 2021	9,690,495,332.78
Disbursement for Transaction Costs	0
Net Available for Reinvestment	9,690,495,332.78
Disbursements from January 1 to March 31, 2022 (Annex A)	(2,016,678,603.62)
Balance of IPO Proceeds as of March 31, 2022	<u>7,673,816,729.16</u>

Thank you.

Very truly yours,


ANA VENUS A. MEJIA
Chief Finance Officer

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)

CITY OF MANDALUYONG) S.S.

I certify that on APR 18 2022, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

	<u>Competent Evidence of Identity</u>	<u>Date / Place Issued</u>
Filinvest Land, Inc.	TIN:	
<i>Represented by:</i>		
Ana Venus Mejia	Unified Multi Purpose ID CRN –	
	0003-8766880-6	

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 488;
Page No. 99;
Book No. 11;
Series of 2022.

JOVEN G. S. MILLANO
 NOTARY PUBLIC FOR CITY OF MANDALUYONG
 COMMISSION NO. 0285-21 UNTIL DECEMBER 31, 2022
 IBP LIFETIME NO. 011302; 12-28-12; RIZAL
 ROLL NO. 53970
 PTR NO. 4864924; 1-3-22; MANDALUYONG
 MCLE COMPLIANCE NO. VII 0010250 14 APRIL 2025
 UG03 CITYLAND SHAW TOWER,
 SHAW BLVD. MANDALUYONG CITY

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ANNEX A- Disbursements from January 1, 2022 to March 31, 2022

Project Name	Disbursing Entity	1Q2022
Axis Three	Filinvest Land, Inc.	21,065,130.42
Axis Four	Filinvest Land, Inc.	1,320,093.34
Cebu Tower 3	Filinvest Land, Inc.	128,968,351.88
Cebu Tower 4	Filinvest Land, Inc.	50,637,489.65
Marina Town	Filinvest Land, Inc.	12,011,889.19
Columna	Filinvest Land, Inc.	96,100,851.74
387 Gil Puyat	Filinvest Cyberparks Inc	66,959,998.93
4Workplus	Filinvest Cyberzone Mimosa Inc	9,810,967.99
7 Workplus	Filinvest Cyberzone Mimosa Inc	18,836,440.17
PDDC	Phil. DCS Development Corp.	2,817,391.47
Marina Town Mall	Filinvest Land	31,902,570.02
Clark Lifestyle Mall	Filinvest Cyberzone Mimosa Inc	82,172,567.72
Panglao Oasis	Filinvest Land, Inc.	121,859,261.08
Alfa Spatial	Filinvest Land, Inc.	93,889,560.27
Verde Spatial	Filinvest Land, Inc.	44,821,866.18
Bali Oasis	Filinvest Land, Inc.	62,634,113.34
Belize Oasis	Filinvest Land, Inc.	65,773,456.19
Raw Land	Filinvest Land, Inc.	585,339,197.28
Dreambuilders capex	Filinvest Land, Inc.	519,757,406.76
TOTAL		2,016,678,603.62

AGREED-UPON PROCEDURES REPORT ON QUARTERLY PROGRESS/ANNUAL SUMMARY REPORT ON USE OF PROCEEDS FROM THE LISTING OF FILINVEST REIT CORP.

Ms. Ana Venus A. Mejia
First Senior Vice President and Chief Financial Officer
Filinvest Land, Inc.
Filinvest Building, 79 EDSA, Highway Hills
Mandaluyong City 1550, Metro Manila

Purpose of this Agreed-upon Procedures Report

We have performed the procedures which were agreed to by Filinvest Land, Inc. (the “Company”) solely to assist you in complying with the requirements of the Philippine Stock Exchange (“PSE”) in relation to the Quarterly Progress Report for the period from January 1, 2022 to March 31, 2022 on the use of proceeds from the initial public offering (“IPO”) of the shares of Filinvest REIT Corp. (“FILRT”) (“Subject Matter). Accordingly, this may not be suitable for another purpose.

Restriction on Use

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

Responsibilities of the Company

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

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

Practitioner’s Responsibilities

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

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

Professional Ethics and Quality Control

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

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

Procedures and Findings

We have performed the procedures described below, which were agreed upon with the Company in the terms of engagement dated April 13, 2022, on the Subject Matter.

1. We obtained the Quarterly Progress Report on Use of Proceeds from the IPO of FILRT for the period from January 1, 2022 to March 31, 2022 (the "Progress Report") and checked the mathematical accuracy of the Progress Report. No exceptions were noted.
2. We compared the disbursements in the Progress Report to the list of disbursements for the period from January 1, 2022 to March 31, 2022 (the "Disbursement Schedule") and noted the amounts to be in agreement. Further, we noted that of the total disbursements reported for the period from January 1, 2022 to March 31, 2022 in the Disbursement Schedule, Php566.29 million pertain to disbursements made in December 2021.
3. We compared the Disbursements Schedule with the schedule of planned use of IPO proceeds as documented in the Reinvestment Plan and noted that the projects in the Disbursement Schedule are included in the REIT plan. We also noted that disbursements for each project are within the amount allocated in the Reinvestment Plan, except for Dreambuilders' capex which exceeded the amount allocated in the Reinvestment Plan by Php503.85 million.
4. We traced disbursements exceeding Php50 million to supporting documents such as bank statements and collection receipts. Differences in the amount per Disbursement Schedule samples selected and the related collection receipts pertain to withholding taxes.

Explanatory paragraph

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

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

We undertake no responsibility to update this AUP Report for events and circumstances occurring after the AUP Report is issued.

SYCIP GORRES VELAYO & CO.

Wanessa G. Salvador

Wanessa G. Salvador
Partner

April 18, 2022
Manila, Philippines

SUBSCRIBED AND SWORN TO before me this 18th day of April 2022 in Mandaluyong City, Metro Manila, affiant exhibiting to me her Philippine Passport No. P1622490B, as competent evidence of her identity, bearing her photograph and signature, issued by the Department of Foreign Affairs Manila on 08 May 2019.

Doc. No. 495 ;
Page No. 100 ;
Book No. 4 ;
Series of 2022.

JOVEN G. SEVILLANO
NOTARY PUBLIC FOR CITY OF MANDALUYONG
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