

COVER SHEET

1 5 9 9 5 0
SEC Registration Number

C R O W N A S I A C H E M I C A L S
C O R P O R A T I O N

(Company's Full Name)

K M . 3 3 M A C A R T H U R H I G H W A Y B O .
T U K T U K A N , G U I G U I N T O , B U L A C A N

(Business Address: No. Street City / Town / Province)

ANN MARGARET K. LORENZO

632-0905
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

Month Day
Annual Meeting

Preliminary Information Statement (SEC Form 20-IS)

Form Type

Secondary License Type, if applicable

Department Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be Accomplished by SEC Personnel Concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO: ALL STOCKHOLDERS

NOTICE is hereby given that there will be an annual meeting of the stockholders of Crown Asia Chemicals Corporation (the "Company") on **9 May 2024 (Thursday)** at **3:00 p.m.**, to consider the following:

AGENDA

1. Call to Order
2. Proof of Notice of Meeting
3. Certification of Quorum
4. Approval of the Minutes of the Previous Meeting of Stockholders held on 11 May 2023
5. Approval of 2023 Operations and Results
6. Ratification of all Acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting to the date of this meeting
7. Election of Directors for 2024 to 2025
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

To provide stockholders ease and flexibility in attending the annual stockholders' meeting, the meeting will be conducted virtually, and can be accessed at the link which will be provided to stockholders after successful registration.

Attached are the rationales for the above agenda items for reference.

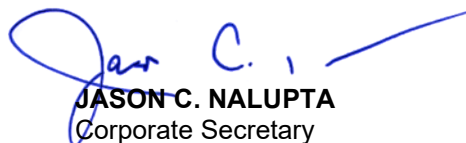
In accordance with the rules of the Philippine Stock Exchange (PSE), the close of business on **22 March 2024** has been fixed as the record date for the determination of the stockholders entitled to notice of, and vote, at said meeting and any adjournment thereof.

Stockholders may attend the meeting and/or cast their vote *in absentia* by registering via e-mail at corporatesecretary@crownpvc.com.ph on or before 5:00 p.m. on 29 April 2024. Upon verification of their registration credentials, an e-mail from the Corporation will be sent containing instructions on how the registered online participants may access and watch the livestream of the annual stockholders' meeting and/or cast their votes on matters to be taken up during the meeting using the e-voting platform to be set up for the purpose. The e-voting platform will be accessible until 10:00 a.m. of 09 May 2024. Participants may send in questions or comments via e-mail. Please see attached Guidelines for Participating via Remote Communication and Voting in Absentia.

Stockholders may also send their duly accomplished proxies to the Office of the Corporate Secretary at 2704 East Tower, Tektite Towers, Ortigas Center, Pasig City or via electronic copy by sending an e-mail to corporatesecretary@crownpvc.com.ph on or before 5:00 p.m. on 29 April 2024. For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory.

Validation of proxies is set on 8 May 2024. The votes already cast using the e-voting platform by that time will also be tallied on said date.

Quezon City, Metro Manila, 25 March 2024.


JASON C. NALUPTA
Corporate Secretary

RATIONALE FOR AGENDA ITEMS:

Agenda Item No. 4. Approval of the Minutes of the Previous Meeting of Stockholders held on 11 May 2023

A copy of the Minutes of the 11 May 2023 Annual Stockholders' Meeting is available at the Corporation's website at <http://crownpvc.com.ph/pdfupload/ASM%20MINUTES%202023.pdf>. Stockholders will be asked to approve the Minutes of the 2023 Annual Stockholders' Meeting.

Agenda Item No. 5. Approval of 2023 Operations and Results

A report on the highlights of the performance of the Company for the year ended 2023 will be presented to the stockholders together with the Audited Financial Statements (AFS) for 2023. The AFS were reviewed by the Audit Committee and the Board of Directors, and have been audited by the external auditor, Punongbayan & Araullo (P&A), which rendered an unqualified opinion on the same. Highlights of the 2023 Operations and Results are discussed in the "Management Discussion and Analysis of Operation Performance and Financial Condition" portion of the attached condensed Annual Report. A summary of the 2023 AFS shall also be presented to the stockholders. Stockholders will be given an opportunity to raise questions regarding the operations and report of the Company.

Agenda Item No. 6. Ratification of all Acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting to the date of this meeting

All actions, proceedings, and material contracts entered into, as well as resolutions made and adopted by the Board of Directors and of Management since the Stockholders' Meeting held on 11 May 2023 until the date of this meeting, shall be presented for confirmation, approval, and ratification.

Agenda Item No. 7. Election of Directors for 2024 to 2025

With the exception of two independent directors whose terms have reached the prescribed limit for independent directors (nine years), the majority of the incumbent members of the Board of Directors, as reviewed, qualified, and recommended by the Corporate Governance Committee, have been nominated for re-election. Nominated for election as independent directors are Mr. Joel L. Tan-Torres and Mr. Rogerio B. Panlasigui. Their qualifications have likewise been passed upon by the Corporate Governance Committee and their nominations for election to the Board was endorsed by the said committee. Their expertise and qualifications based on current regulatory standards and the Company's own norms will help sustain the Company's performance that will, in turn, benefit the stockholders. The profiles of the Directors are further detailed in the Company's Information Statement. If elected, they shall serve as such from 9 May 2024 until their successors shall have been duly elected and qualified.

Agenda Item No. 8. Appointment of External Auditors

The Audit Committee has pre-screened and recommended, and the Board has endorsed for the consideration of the stockholders, the re-appointment of P&A as the Corporation's External Auditors for 2024. P&A is one of the leading auditing firms in the country and is duly accredited by the Securities and Exchange Commission (SEC). The stockholders will also be requested to delegate to the Board the authority to approve the external audit fee for 2024.

PROXY FORM

The undersigned stockholder of Crown Asia Chemicals Corporation (the “Company”) hereby appoints____or in his absence, the Chairman of the Meeting, as attorney and proxy, with power to substitute, represent, and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the Annual Meeting of Stockholders of the Company on 09 May 2024, and at any of the adjournments thereof, for the purpose of acting on the following matters:

1. Election of Directors.

_____ 1.1. Vote for all nominees listed below:

- Walter H. Villanueva
- Eugene H. Lee Villanueva
- Nicasio T. Perez
- Derrick P. Villanueva
- Hans Joseph T. Perez
- Daphne V. Yu
- Fernando S. Lopez (Independent Director)
- Joel L. Tan-Torres (Independent Director)
- Rogelio B. Panlasigui (Independent Director)

_____ 1.2. Withhold authority for all nominees listed above.

_____ 1.3. Withhold authority to vote for the nominees listed below:

2. Approval of the Minutes of previous Annual Stockholders’ Meeting.

_____ Yes ___ No ___ Abstain

3. Approval of the 2023 Annual Report.

_____ Yes ___ No ___ Abstain

4. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last Stockholders’ Meeting to 09 May 2024.

_____ Yes ___ No ___ Abstain

5. Appointment of Punongbayan & Araullo as external auditor.

_____ Yes ___ No ___ Abstain

6. At their discretion, the proxies named above are authorized to vote upon such other matters as may properly come before the meeting.

_____ Yes ___ No ___ Abstain

Printed Name of Stockholder

Signature of Stockholder /
Authorized Signatory

Date

THIS PROXY FORM SHOULD BE RECEIVED BY THE CORPORATE SECRETARY (IN HARDCOPY TO THE OFFICE OF THE CORPORATE SECRETARY AT 2704, EAST TOWER, TEKTITE TOWERS, ORTIGAS CENTER PASIG CITY OR SOFTCOPY SUBMITTED THROUGH THE ASM ONLINE REGISTRATION PORTAL) AT LEAST TEN DAYS BEFORE THE DATE SET FOR THE ANNUAL MEETING, IN ACCORDANCE WITH THE CORPORATION’S BY-LAWS.

SECRETARY'S CERTIFICATE

I, _____, Filipino, of legal age, and with office address at _____, do hereby certify that:

1. I am _____ the duly elected and qualified Corporate Secretary of _____ (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at _____;
2. Based on the records, during the lawfully convened meeting of the Board of Directors of the Corporation held on _____, the following resolutions were passed and approved:

"RESOLVED, that _____ be authorized and appointed, as he is hereby authorized and appointed, as the Corporation's Proxy (the "Proxy"), to attend all meetings of the stockholders of Crown Asia Chemicals Corporation ("CROWN"), whether the meeting is regular or special, or at any meeting postponed or adjourned therefrom, with full authority to vote the shares of stock of the Corporation held in CROWN, and to act upon all matters and resolution that may come before or be presented during meetings, or any adjournments thereof, in the name, place, and stead of the Corporation; and

"RESOLVED, FINALLY, That CROWN be furnished with a certified copy of this resolution, and may rely on the continuing validity of this resolution until receipt of written notice of the resolution's revocation."

3. The foregoing resolution has not been modified, amended, or revoked in accordance with the records of the Corporation presently in my custody.

IN WITNESS WHEREOF, I have signed this instrument on _____ in _____.

Printed Name and Signature of the
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME on _____ in _____. Affiant exhibited to me his/her Competent Evidence of Identity by way of _____ issued on _____ at _____.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of _____.

SECURITIES AND EXCHANGE COMMISSION SEC FORM 20-IS

Information Statement Pursuant to Section 20 of the Securities Regulation Code

1. Check the appropriate box
[] Preliminary Information Statement
[] Definitive Information Statement
2. Name of Registrant as specified in its charter: **CROWN ASIA CHEMICALS CORPORATION**
3. Province, country, or other jurisdiction of incorporation or organization: **Metro Manila**
4. SEC Identification Number: **159950**
5. BIR Tax Identification Number: **025-000-240-902**
6. Address of principal office: **Km. 33 MacArthur Highway, Bo. Tuktukan, Guiguinto, Bulacan, Philippines**
7. Registrant's telephone number, including area code: **(02) 3413-8031 to 36**
8. Date, time, and place of the meeting of security holders:
- Date : **09 May 2024 (Thursday)**
Time : **3:00 p.m.**
Venue : **Video Conferencing in accordance with SEC Memorandum Circular No. 6, Series of 2020**
9. Approximate date on which the Information Statement is to be sent or given to security holders: **08 April 2024.**
10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding
Common Stock, P1.00 par value	630,800,000 (as of 22 March 2024)

11. Are any or all of Registrant's securities listed on a Stock Exchange?

Yes [] No []

If so, disclose the name of the Exchange : **The Philippine Stock Exchange, Inc.**
Class of securities listed : **Common Shares**

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE NOT REQUESTED TO SEND US A PROXY.

GENERAL INFORMATION

Date, time, and place of meeting of security holders

Date	-	09 May 2024 (Thursday)
Time	-	3:00 p.m.
Place	-	Videoconferencing in accordance with SEC Memorandum Circular No. 6, Series of 2020

The approximate date on which the Information Statement will be sent or given to security holders is on **08 April 2024**.

The complete mailing address of the principal office of Crown Asia Chemicals Corporation (the "Company") is: **Km. 33 MacArthur Highway, Bo. Tuktukan, Guiguinto, Bulacan, Philippines**.

Dissenters' Right of Appraisal

The matters to be voted upon in the Annual Stockholders' Meeting on **09 May 2024** are not among the instances enumerated under Sections 41 and 80 of the Revised Corporation Code of the Philippines ("Revised Corporation Code") under which a stockholder may exercise his appraisal rights. A stockholder shall have the right to dissent and demand payment of the fair value of his shares in the following instances:

1. In case any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholders or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code;
3. In case of merger or consolidation; and
4. In case of investment of corporate funds for any purpose other than the primary purpose of the Corporation.

There are no matters or actions to be taken up at the meeting that may give rise to a possible exercise by stockholders of their appraisal rights.

Interest of Certain Persons in or Opposition to Matters to be Acted Upon

No person who has been a director or officer or nominee for election as director of the Company or associate of such persons, have substantial interest, direct or indirect, in any matter to be acted upon, other than the election of directors for the year 2024 to 2025.

The Company is not aware of any director or security holder who intends to oppose any action to be taken by it during the stockholders' meeting.

CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders Thereof

1. As of **22 March 2024**, the Company has **630,800,000** common shares outstanding and each share is entitled to one vote.
2. The record date with respect to the determination of the stockholders entitled to notice of and vote at the Annual Stockholders' Meeting is **22 March 2024**.
3. With respect to the election of nine directors, each stockholder may vote such number of shares for as many as nine persons he may choose to be elected from the list of nominees, or he may cumulate said shares and give one candidate as many votes as the number of his shares multiplied by nine shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by nine.
4. Security ownership of certain record and beneficial owners and management.
 - a. Security Ownership of Certain Record and Beneficial Owners

The following persons or groups are known to the Company as directly or indirectly the record or beneficial owners of more than 5.00% of the Company's voting securities as of **22 March 2024**:

Title of Class	Name and address of Record Owner and relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held	% of Class
Common	Nicasio T. Perez West Triangle Homes, Quezon City <i>Shareholder</i>	Same as Record Owner <i>(includes shares held by Mr. Perez's wife)</i>	Filipino	97,024,422	15.38%
Common	Walter H. Villanueva Corinthian Gardens, Quezon City <i>Shareholder</i>	Same as Record Owner	Filipino	70,920,000	11.24%
Common	Estate of Tita P. Villanueva Corinthian Gardens, Quezon City <i>Shareholder</i>	Same as Record Owner	Filipino	47,280,000	7.50%
Common	Derrick P. Villanueva Royal View Mansion, San Juan City <i>Shareholder</i>	Same as Record Owner <i>(includes shares held by Mr. Villanueva's wife and minor children)</i>	Filipino	39,136,293	6.20%
TOTAL				254,360,715	40.32%

Apart from the foregoing, there are no other persons holding more than 5.00% of the Company's outstanding capital stock.

- a. Security Ownership of Management

The following table shows the shares beneficially owned by the directors and executive officers of the Company and the percentage of shareholdings of each of them as of **22 March 2024**:

Title of Class	Name and address of Record Owner and relationship with Issuer	Amount and Nature of Beneficial Ownership	Citizen-ship	% of Class
Common	Walter H. Villanueva <i>Chairman of the Board, President, Head – Pipes Group, and General Manager – PVC Roof Division and Director</i>	70,920,000 (direct)	Filipino	11.24%
Common	Nicasio T. Perez <i>Chief Finance Officer - OIC Vice President – Treasurer and Director</i>	47,280,000 (direct)	Filipino	7.50%
Common	Derrick P. Villanueva <i>General Manager – PVC Pipes Division and Director</i>	31,239,293 (direct)	Filipino	4.95%
Common	Eugene H. Lee Villanueva <i>Director</i>	500,108 (direct)	Filipino	0.08%
Common	Daphne V. Yu <i>Director</i>	5,068,188 (direct)	Filipino	0.80%
Common	Hans T. Perez <i>General Manager - PPR/HDPE Division and Director</i>	2,464,422 (direct)	Filipino	0.39%
Common	Marie Therese G. Santos <i>Lead Independent Director</i>	1,000 (direct)	Filipino	-nil-
Common	Ernesto R. Alberto <i>Independent Director</i>	1,000 (direct)	Filipino	-nil-
Common	Fernando S. Lopez <i>Independent Director</i>	10,000 (direct)	Filipino	-nil-
Common	Jason C. Nalupta <i>Corporate Secretary</i>	-nil-	Filipino	-nil-
Common	Ann Margaret K. Lorenzo <i>Assistant Corporate Secretary</i>	-nil-	Filipino	-nil-
Common	Marie Grace N. Dalupan <i>AVP-Finance and Compliance Officer</i>	-nil-	Filipino	-nil-
TOTAL				24.96%

b. Voting Trust Holders of 5.00% or More

The Company knows of no person holding more than 5.00% of shares under a voting trust or similar agreement.

Changes in Control

There are no existing provisions in the amended Articles of Incorporation and amended By-Laws of the Company, which may cause delay, defer, or in any manner prevent a change in control of the Company.

Directors and Executive Officers

The names, ages, and periods of service of all incumbent Directors and Executive Officers of the Company are as follows:

Directors:

Name	Age	Nationality	Present Position	Period of Service in the Company
Walter H. Villanueva	69	Filipino	Chairman of the Board	22 years

Eugene H. Lee Villanueva	67	Filipino	Director	34 years
Nicasio T. Perez	66	Filipino	Director	34 years
Derrick P. Villanueva	41	Filipino	Director	14 years
Hans Joseph T. Perez	34	Filipino	Director	10 years
Daphne V. Yu	40	Filipino	Director	Less than a year
Marie Therese G. Santos	66	Filipino	Lead - Independent Director	9 years
Ernesto R. Alberto	61	Filipino	Independent Director	9 years
Fernando S. Lopez	72	Filipino	Independent Director	1 year

Executive Officers:

Name	Age	Nationality	Present Position	Period of Service in the Company (officer since)
Walter H. Villanueva	69	Filipino	Chief Risk Officer	2020
			President	2019
			General Manager of PVC Roof Division	2017
			Head of Pipe Group	2014
Nicasio T. Perez	66	Filipino	Chief Finance Officer – OIC	2023
			Vice-President / Treasurer	1992
Derrick P. Villanueva	41	Filipino	General Manager – PVC Pipes Division	2014
			Assistant General Manager- PVC Pipes Division	2009
Hans Joseph T. Perez	34	Filipino	Risk Management Officer and General Manager – PPR /HDPE Pipes Division	2017
			Assistant General Manager- PPR/HDPE Division	2014
Marie Grace N. Dalupan	42	Filipino	Compliance Officer	2020
			AVP-Finance	2019
Jason C. Nalupta	52	Filipino	Corporate Secretary and Chief Information Officer	2012
Ann Margaret K. Lorenzo	35	Filipino	Assistant Corporate Secretary	2017

Board of Directors

With the exception of Ms. Santos and Mr. Alberto, all the incumbent members of the Board of Directors were also nominated herein, as certified by the Corporate Governance Committee composed of Mr. Ernesto R. Alberto (Chairman), Ms. Marie Therese G. Santos (Independent Director), Mr. Fernando S. Lopez (Independent Director), Mr. Derrick P. Villanueva, and Mr. Hans Joseph T. Perez, for re-election as members of the Board of Directors for 2024 to 2025. Ms. Santos and Mr. Alberto have reached the maximum prescribed limit for independent directors (nine years).

The Company's Corporate Governance Committee endorsed the nominations for the three candidates for independent directors. These nominations were given in favor of Mr. Fernando S. Lopez by Mr. Walter H. Villanueva, Mr. Joel L. Tan-Torres by Mr. Derrick P. Villanueva, and Mr. Rogerio B. Panlasigui by Mr. Nicasio T. Perez. The nominees are not related to the nominating stockholders.

To describe the business experiences of the Company's candidates for election as directors for the past five years, we have outlined hereunder their professional and business affiliations.

Walter H. Villanueva, 69, Filipino, Chairman of the Board, President, General Manager – PVC Roof Division, Chief Risk Officer

Mr. Walter H. Villanueva is concurrently a director and stockholder of Asean Timber Corporation, Husky Plastics Corporation, WT Derrick Realty Corporation and Guiguinto Integrated Wood Industries Corporation. He is likewise the Chairman or President and General Manager of these companies. From 2005 to present, Mr. Villanueva served as the Vice President for Sales and Marketing and the General Manager for the Pipe Group of Crown Asia Chemicals Corporation. He was appointed by the Board of Directors on July 19, 2019 as President of Crown Asia Chemicals Corporation, effective August 1, 2019. He was also appointed by the Board of Directors as Chief Risk Officer effective July 10, 2020.

Mr. Villanueva holds a Bachelor of Science degree in Business Administration and Marketing from the University of the Philippines Diliman.

Nicasio T. Perez, 66, Filipino, Director and VP-Treasurer

Mr. Nicasio T. Perez is concurrently a director and stockholder of Asean Timber Corporation and Guiguinto Integrated Wood Industries Corporation. He likewise serves as Treasurer of Asean Timber Corporation and Chairman of the Board of Directors of Guiguinto Integrated Wood Industries Corporation. He holds a Bachelor of Science degree in Commerce from the University of Sto. Tomas.

Derrick P. Villanueva, 41, Filipino, Director and General Manager – PVC Pipes Division

Mr. Derrick P. Villanueva was the Assistant General Manager – PVC Pipes Division position from July 2009 to December 2013 before he was promoted to General Manager for the same division on January 1, 2014. He is concurrently a director and stockholder of WT Derrick Realty Corporation and Husky Plastics Corporation. Mr. Villanueva holds a Diploma in Chemical Sciences from the British Columbia Institute of Technology and a Bachelor of Science degree in Entrepreneur Management from the University of Asia and the Pacific. He also finished his Regis-Ateneo MBA at the Ateneo Graduate School of Business last November 2022.

Hans Joseph T. Perez, 34, Filipino, General Manager – PP-R/HDPE Pipes Division

Mr. Hans T. Perez assumed his position as Assistant General Manager of the PP-R /HDPE Pipes Division in 2014. He holds a Bachelor of Science degree in Commerce major in Business Management from the De La Salle University. In 2017, he was promoted to the position of General Manager of the same division. He was designated by the Board as Risk Management Officer on September 29, 2017. On May 29, 2020, he was elected as Director of the company.

Eugene H. Lee Villanueva, 67, Filipino, Director

Mr. Eugene H. Lee Villanueva is concurrently a director and stockholder of Husky Plastics Corporation. He is an MBA Candidate in the Ateneo De Manila University and holds a Bachelor of Science degree in Pre Medicine from the University of the Philippines Diliman. He retired as President of Crown Asia Chemicals Corporation effective August 1, 2019.

Daphne V. Yu, 40, Filipino, Director

Ms. Daphne V. Yu is currently a director and broker in RE/MAX Capital. She has been in the real estate field since 2011. She first gained experience in Century Properties Group then eventually forming her own real estate brokerage, the President of Property Source PH, in 2014.

Ms. Yu obtained her BS Management Engineering Degree from Ateneo de Manila in 2004.

Fernando S. Lopez, 71, Filipino, Independent Director

Mr. Fernando S. Lopez is currently a director and the Treasurer of A. Magsaysay Inc. and Subsidiaries. He also holds the position of President of Fairex Trading (Asia) Corp. and Magsaysay Houlder Insurance Broker Inc.

Mr. Lopez obtained his Bachelor's Degree on Accountancy from University of the East and is a Certified Public Accountant.

The business experience and affiliations of the two new candidates for election as independent directors are as follows:

Joel L. Tan-Torres, 66, Filipino, Independent Director

Mr. Joel L. Tan-Torres is concurrently a director and stockholder of Tantor Management Corp. and Golden Towers Ventures, Inc. He also serves as an advisory board member of Elsal Ventures. Mr. Tan-Torres obtained his Bachelor of Science degree in Business Administration and Accountancy and his Master's degree in Business Administration from the University of the Philippines.

Rogelio B. Panlasigui, 67, Filipino, Independent Director

Mr. Rogelio B. Panlasigui is currently a director and the President and Chief Executive Officer of Intervest Projects, Inc. and Intervest Insurance Agency, Corp. He obtained his Bachelor of Arts degree in Economics from the Ateneo de Manila University. Mr. Panlasigui also earned his Master's degree in Business Economics from the University of Asia and Pacific.

** Independent Director – the Company has complied with the Guidelines set forth by SRC (Securities Regulation Code) Rule 38 regarding the Nomination and Election of Independent Directors. The procedures for the nomination and election of independent director/s laid down in the Company's By-Laws are in accordance with the requirements of said Rule.*

EXECUTIVE OFFICERS

Marie Grace N. Dalupan, 42, Filipino, AVP-Finance

Ms. Dalupan assumed her position as AVP-Finance of the Corporate Division in 2019. She was designated by the Board as Compliance Officer on May 29, 2020.

Jason C. Nalupta, 52, Filipino, Corporate Secretary and Chief Information Officer

Jason C. Nalupta, Filipino is the Corporate Secretary of the Corporation. He is also currently the Corporate Secretary or Assistant Corporate Secretary of listed firms A. Brown Company, Inc., Asia United Bank, Belle Corporation, and Pacific Online Systems Corporation. He is also a Director and/or Corporate Secretary or Assistant Corporate Secretary of private companies Mercury Ventures, Inc., Total Gaming Technologies, Inc., Parallax Resources, Inc., SLW Development Corporation, Belle infrastructure Holdings, Inc. (formerly Metropolitan Leisure & Tourism Corporation), Belle Bay Plaza Corporation, Stage Craft International, Inc., FHE Properties, Inc., Stanley Electric Philippines, Inc., Glyphstudios, Inc., Grabagility, Inc., Loto Pacific Leisure Corporation, and Sta. Clara International Corporation.

He is a Partner at Tan Venturanza Valdez Law Offices specializing on corporate, securities, and business laws. Mr. Nalupta earned his Juris Doctor degree, as well as his Bachelor of Science degree in Management (major in Legal Management), from the Ateneo de Manila University in 1996 and 1992, respectively. Mr. Nalupta was admitted to the Philippine Bar in 1997.

Ann Margaret K. Lorenzo, 35, Filipino, Assistant Corporate Secretary

Ms. Lorenzo is the Assistant Corporate Secretary of the Corporation. She is concurrently the Corporate Secretary of the following companies: Repower Energy Development Corporation, Coal Asia Holdings, Inc., Arquee Corp., Green Asia Resources Corp., and GGO Realty Holdings, Inc. She is also the Assistant Corporate Secretary of Asia United Bank Corporation, Pacific Online Systems Corporation, Tagaytay Highlands International Golf Club, Inc., The Country Club at Tagaytay Highlands, Inc., Tagaytay Midlands Golf Club, Inc., The Spa and Lodge at Tagaytay Highlands, Inc., Joy-Nostalg Corporation, Jin Natura Resources Corp., Jin Navitas Resource, Inc., Catmon Felix, Inc., Yej Commoditas, Inc., Yej Socialis, Inc., Yej Turbulentus, Inc., Yej Universalis, Inc., Bayby Earth, Inc., Jaman Boracay Corporation, Jaman Cebu Corporation, Jaman Hari Corporation, Jaman Reyna Corporation, Jaman Tagaytay Corporation, Corellia Ventures Incorporated, Sacareen Ventures Incorporated, Iridium Ventures Incorporated, and Bluepanel Equities and Development Inc. Ms. Lorenzo is a Senior Associate at Tan Venturanza Valdez where she specializes in securities law, special projects, and data privacy. She also lectures at the Paralegal Training Program of the UP Law Center on corporate housekeeping and data privacy. She obtained her Bachelor of Arts degree in English Studies (cum laude) and Juris Doctor degree from the University of the Philippines in 2010 and 2014, respectively. She was admitted to the Philippine bar in April 2015.

Significant Employees

No single person is expected to contribute more significantly than others do to the business since the Company considers the collective efforts of all its employees as instrumental to the overall success of the Company's performance. Other than standard employment contracts, there are no arrangements with non-executive employees that will assure the continued stay of these employees within the Company.

Family Relationships

Mr. Walter H. Villanueva and Mr. Eugene H. Lee Villanueva are siblings.
Mr. Derrick P. Villanueva and Ms. Daphne V. Yu are children of Mr. Walter H. Villanueva.
Mr. Hans Joseph T. Perez is the son of Mr. Nicasio T. Perez.
Mr. Nicasio T. Perez is the brother-in-law of Mr. Walter H. Villanueva.

There are no other family relationships known to the Company among directors, executive officers, or persons nominated or chose by the registrant to become directors or executive officers other than the ones disclosed.

Involvement in Certain Legal Proceedings

To the best of the Company's knowledge, there has been no occurrence during the past five years up to the date of this Information Statement of any of the following events that are material to an evaluation of the ability or integrity of any director, any nominee for election as director, executive officer, underwriter, or controlling person of the Company:

1. any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer, either at the time of the bankruptcy or within two years prior to that time;
2. any conviction by final judgment in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
3. being subject to any order, judgment, or decree, not subsequently reversed, suspended, or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending, or otherwise limiting his involvement in any type of business, securities, commodities, or banking activities; and
4. being found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.

Certain Relationships and Related Transactions

No director or executive officer or any member of their immediate family has, during the last two years, had a direct or indirect material interest in a transaction or proposed transaction to which the Company was a party.

Related Party Transactions are discussed under Note 17 of the 2023 Audited Financial Statements.

Disagreement with Director

No director has resigned nor declined to stand for re-election to the Board of Directors because of a disagreement with the Company on any matter relating to the latter's operations, policies, or practices since the date of the last Annual Stockholders' Meeting.

Compensation of Directors and Executive Officers

1. EXECUTIVE COMPENSATION

The following summarizes the executive compensation received by the President and the top four (4) most highly compensated officers of the Company for 2021, 2022, and 2023. It also summarizes the aggregate compensation received by all the officers and directors, unnamed.

Name and Position	Year	Salaries	Bonuses	Others	Total
Walter H. Villanueva/ Chairman/President/Head- Pipe Group/ General Manager – PVC Roof Division	2023	₱ 19,771,896.00	₱ 22,135,061.40	₱ 1,512,606.94	₱ 43,419,264.34
Tita P. Villanueva/ SVP/Chief Financial Officer					
Nicasio T. Perez/VP- Treasurer					
Derrick P. Villanueva/General Manager-PVC Pipes Division					
Hans T. Perez/General Manager-PPR/HDPE Division					
Walter H. Villanueva/ Chairman/President/Head- Pipe Group/ General Manager – PVC Roof Division	2022	₱ 20,400,360	₱ 21,990,107.64	₱ 2,243,124.40	₱ 44,634,092.04
Tita P. Villanueva/ SVP/Chief Financial Officer					
Nicasio T. Perez/VP- Treasurer					
Derrick P. Villanueva/General Manager-PVC Pipes Division					
Walter H. Villanueva/ Chairman/President/Head- Pipe Group/ General Manager – PVC Roof Division	2021	₱ 22,901,454	₱ 1,264,607	₱ 5,793,996.66	₱ 29,959,607.66
Tita P. Villanueva/ SVP/Chief Financial Officer					

Nicasio T. Perez/VP-Treasurer					
Derrick P. Villanueva/General Manager-PVC Pipes Division					
Hans T. Perez/General Manager-PPR/HDPE Division					
Aggregate compensation paid to all officers and directors as a group unnamed	2023	₱ 20,613,896	₱ 22,135,061.40	₱ 3,962,838.30	₱ 46,711,795.70
	2022	₱ 20,400,360	₱ 24,355,287.64	₱ 3,185,124.40	₱ 47,940,772.04
	2021	₱ 24,552,648	₱ 1,381,070	₱ 7,628,996.66	₱ 33,562,714.66

2. DIRECTORS' COMPENSATION

The By-Laws of the Corporation provide that “By resolution of the board, each director shall receive a reasonable per diem allowance for his attendance at each meeting of the Board. As compensation, the board shall receive and allocate an amount of not more than ten percent (10%) of the net income before tax of the Corporation during the preceding year.”

Currently for Board meetings, the Chairman receives ₱ 25,000.00 and other directors receive ₱ 20,000.00 per meeting attended. For Committee meetings, the Committee Chairperson receives ₱12,000.00 and the members receive ₱10,000.00 per meeting attended.

For 2023, the Board received per diem allowance of ₱ 1,372,000.00 and ₱ 6,126,328.40 compensation (in the form of performance incentive). Net income before tax in 2022 was ₱ 306,316,420.00.

Employment Contracts and Termination of Employment and Change-in-Control Arrangements

There are no special employment contracts between the Company and its executive officers. Furthermore, there are no special retirement plans for executives. There is also no arrangement for compensation to be received from the Company.

Warrants and Options Outstanding

As of **22 March 2024**, there were no outstanding warrants or options held by any of the Company's directors and officers.

There are no outstanding warrants or options held by directors and officers and consequently, there are no adjustments in the exercise price of said warrants or options.

Independent Public Accountants

Punongbayan & Araullo (P&A) the Company's external auditors for 2023, will be recommended for re-appointment as such for the current year. Representatives of P&A are expected to be present at the Annual Stockholders' Meeting to respond to appropriate questions and will be given the opportunity to make a statement if they so desire.

P&A audited the Company's financial statements for the year ended 31 December 2023. Their responsibility is to express an opinion on these financial statements based on their audit. The audits were conducted in accordance with Philippine Standards on Auditing. The partner who handled the Company's external audit was Mr. John Endel Mata. Since the appointment of P&A in 2012, there has been no change in the auditor and there has been no event where P&A and the Company had any disagreement with regard to any matter relating to accounting principles or practices, disclosure of financial statements, or auditing scope or procedure.

In Compliance with SEC Memorandum Circular No. 8 Series of 2003, the assignment of Mr. Mata as P&A's engagement partner for the Company shall not exceed five years.

Punongbayan & Araullo billed the Company ₱ 560,000.00, ₱ 600,000, and ₱ 640,000 for the examination of the financial statements for the calendar years December 31, 2020, 2021 and 2022 respectively, exclusive of 15% of professional fees for out-of-pocket expenses.

P&A did not render professional services to the Company for tax accounting, compliance, advice, planning, and any other form of tax services.

Under the Company's Manual on Corporate Governance, the policies and procedures for the audit rendered by the independent public auditors are to be taken up, discussed, and approved by the Company's Audit Committee, composed of Mr. Fernando S. Lopez as Chairman, Ms. Marie Therese G. Santos, Mr. Ernesto R. Alberto, Mr. Nicasio T. Perez, and Mr. Eugene H. Lee Villanueva as members.

The Audit Committee's decisions are based on the standards set forth by the Company for the purpose of audit or tax services, as the case may be. If the proposal submitted by the independent public auditor is within the standards set forth, then the proposal is forwarded to the Company's Board of Directors for approval.

OTHER MATTERS

Action with Respect to Reports

The Company will seek the stockholders' approval of the Minutes of the previous Stockholders' Meeting during which the following were taken up: (1) Call to Order; (2) Proof of Notice of Meeting; (3) Certification of Quorum; (4) Approval of the Minutes of the Previous Meeting of Stockholders; (5) Approval of 2022 Operations and Results; (6) Ratification of all Acts of the Board of Directors and Management from the date of last Annual Stockholders' Meeting to the date of this meeting; (7) Election of Directors for 2023 to 2024; (8) Appointment of P&A as External Auditors; (9) Other Matters; and (10) Adjournment. The Minutes for the Annual Shareholders' Meeting for 2023 is annexed to this report.

The 2023 Operations and Results is contained and discussed in the Annual Report attached and made part of this Information Statement. Approval of the reports will constitute approval of the Audited Financial Statements as well as approval and ratification of the acts of management and of the Board of Directors for the past year.

Matters Not Required to be Submitted

No action is to be taken with respect to any matter which is not required to be submitted to a vote of security holders.

Amendment of Charter, By-Laws or Other Documents

No action will be taken with respect to any amendment to the Corporation's Articles of Incorporation or By-Laws.

Other Proposed Actions

The following are to be proposed for approval during the Annual Stockholders' Meeting:

1. Minutes of the Previous Meeting of Stockholders;
2. 2023 Operations and Results;
3. Ratification of all Acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting up to 09 May 2024;
4. Election of Directors for 2024 to 2025;
5. Appointment of P&A as External Auditors; and
6. Other Matters.

The acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting up to 09 May 2024 that are for ratification are those items entered into in the ordinary course of business, with those of significance having been covered by appropriate disclosures such as:

1. Membership in the different committees of the Board of Directors;
2. Designation of authorized signatories for day-to-day transactions;
3. Designation of authorized representatives with various companies and entities;
4. Approval of 2023 Audited Financial Statements;
5. Opening of bank accounts and credit facilities;
6. Appointment of officers;
7. Approval of capital expenditures;
8. Approval of incentives of directors and officers;
9. Review of policies; and
10. Purchase or sale of motor vehicles.

Management reports, which summarize the acts of management for the year 2023, are included in the Company's Annual Report to be sent to the stockholders together with this Information Statement and submitted for the stockholders' approval at the meeting. Accordingly, approval of the Annual Report will constitute approval of the Audited Financial Statements as well as approval and ratification of the acts of management stated in the management reports during the period covered thereby.

Voting Procedures

1. Actions to be taken at the Annual Stockholders' Meeting shall require the vote of the stockholders representing at least a majority of the Company's outstanding capital stock.

2. Stockholders may vote at all meetings either in person or by proxy duly given in writing in favor of any person of their confidence, and each stockholder shall be entitled to one vote for each share of stock standing in his name in the books of the Company. However, in the election of directors, each stockholder shall be entitled to cumulate his votes in the manner provided by law. For the purpose of this year's annual stockholders' meeting, which will be held only in virtual format, the stockholders may only vote through proxies or by remote communication (in absentia). The stockholders are encouraged to participate in the meeting by either of the following:

a. By submitting duly accomplished proxies to the Office of the Corporate Secretary at 2704 East Tower, Philippine Stock Exchange Centre, Ortigas Center, Pasig City or via electronic copy by emailing corporatesecretary@crownpvc.com.ph on or before 5:00 pm on 29 April 2024.

For corporate stockholders, the proxies should be accompanied by a Secretary's Certificate on the appointment of the corporation's authorized signatory.

b. By registering your votes on the matters to be taken up during the meeting through the e-voting platform set-up for the purpose which can be accessed at www.crownpvc.com.ph. The e-voting platform will be open until 10:00 am of 09 May 2024.

3. For purposes of the 2024 Annual Stockholders Meeting, votes may only be sent via hardcopy proxies or electronically through the online voting platform or electronic sending of proxies via email.

4. With respect to the election of nine directors, each stockholder may vote such number of shares for as many as nine persons he may choose to be elected from the list of nominees, or he may cumulate said shares and give one candidate as many votes as the number of his shares multiplied by nine shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by nine.


Omitted Items

Items 8, 9, 10, 11, 12, 16, and 17 are not responded to in this report, the Company having no intention to take any action with respect to the information required therein.

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we hereby certify that the information set forth in this report are true, complete, and correct.

This report is signed in Pasig City, on 25 March 2024.



JASON C. NALUPTA
Corporate Secretary

CROWN ASIA CHEMICALS CORPORATION BUSINESS AND GENERAL INFORMATION

BACKGROUND

The Company was incorporated and registered with the SEC on February 10, 1989 as Crown Asia Compounders Corporation. On September 29, 2014, the SEC approved the change of the Company's name to "Crown Asia Chemicals Corporation". Its primary purpose is to engage in, operate, conduct and maintain the business of manufacturing, importing, exporting, buying, selling or otherwise dealing in, at wholesale and retail such goods as; plastic and/or synthetic resins and compounds and other allied or related products/goods of same/similar nature, and any and all equipment, materials supplies used or employed in or related to the manufacture of such products. Its registered address and principal place of business is at Km. 33 MacArthur Highway, Bo. Tuktukan, Guiguinto, Bulacan, Philippines.

The Company started commercial operations in 1990 with the trading of imported PE compounds and paraffin waxes. In the same year, the Company started the production and sales of PVC compounds at its plant in Guiguinto, Bulacan.

Capitalizing on its expertise in PVC formulation, CROWN expanded downstream into the manufacture of industrial plastic pipes under the CROWN® pipes brand for electrical, sanitary, potable water, and telecommunications applications.

In 1998, the Company began the production of unplasticized PVC flexible electrical pipes. Soon after, the Company's range of product lines expanded further with the introduction of PVC electrical conduit pipes and potable water pipes in 2000, and sanitary pipes and fittings in 2002.

In 2003, CROWN saw the opportunity to expand the application of its PVC compounds beyond wires and cables. It started to develop and market PVC compounds for use in packaging, IC tubes, films and bottles, as well as door and window profiles.

The Company also has expanded its lines to include pressure main distribution pipes and telecommunication conduit pipes in 2006.

On April 27, 2015, Crown Asia Chemicals Corporation was listed at the Philippine Stock Exchange (PSE).

In August 2015, the Company started testing the manufacture of PPR and HDPE pipe products.

In February 2016, the Company started manufacturing its Enduro pipes.

Production of the company's PVC roofing commenced on October 2017 and started supplying projects in December 2017.

In 2018, the Company acquired ISO 9001-2015 for its Compounds and Pipes Divisions. It was also the year the company was listed by PSE as Shariah-compliant company.

In December 2018, the Board approved a P100million shares buy-back program for a period of up two (2) years, whichever comes first.

Moreover, the company was cited by Financial Times as Top 1,000 High-Growth companies in the Asia-Pacific Region in 2018 and 2019.

In 2020, the Company was also recognized by Forbes as one of the "200 Best Under a Billion" in Asia Pacific Region.

In December 2020, the Board concluded the Shares Buy-back program. Total of 20,161,000 shares were repurchased by the company.

In 2021, the CAC brand was introduced to the market for clean and comfort essentials which includes water closets, lavatories, bathroom faucets, and other accessories such as shower sets, bidets, towel racks and paper holders.

In the same year, the Company was cited as one of the Philippine's Growth Champions by The Philippine Daily Inquirer and Statista.

PRODUCT LINES

1. PVC Compounds

a. Wires and Cables

CROWN's Wire and Cable PVC compounds are developed to comply with PNS and International Standards like Restriction of Hazardous Substances ("RoHS"). CROWN has been able to provide high standard PVC compounds for specific applications including flame retardant compounds, high insulation resistance compounds, CT-rated and low smoke emitting compounds and sunlight/UV resistant compounds.

b. IC Tubes

CROWN's IC Tube PVC compounds are specially designed to protect IC chips.

c. Films

CROWN's Film PVC compounds are developed for cap seals, shrink films, labels, and other packaging applications.

2. PVC Pipes and Fittings

a. Crown Blue

Crown Blue is the Company's PVC potable pipes and fittings. The Company's potable pipes and fittings are assured to be extra strong and safe, high pressure resistant, non-corrosive, has smooth internal and external surfaces, and made from 100.00% virgin materials.

b. Crown Electrical

Crown Electrical is the Company's line for PVC electrical conduit pipes. The Company's electrical conduit pipes are assured to be self-extinguishing, highly flame-retardant, has excellent insulation resistance properties, uniform wall thickness, diameter, and color, smooth interior and exterior surfaces, and made from 100.00% virgin materials.

The Company offers two (2) types of electrical pipes, namely the Crown Supreme, which is the high impact thick wall electrical pipe, and Crown Hi-Tech, which is the thin wall electrical pipe.

c. Crownflex

Crownflex is the Company's line for PVC flexible electrical pipes. The Company's flexible pipes are UV protected, characterized by its strength, convenience, flexibility, and high safety standard, especially against weather elements. It has uniform wall thickness and diameter and is impact and crash-resistant. It is made with high grade PVC material, self-extinguishing, highly resistant to flame, and has uniform material distribution to avoid breakage.

d. Crown Sanitary

Crown Sanitary is the Company's line for Drain-Waste-Vent ("DWV") PVC sanitary pipe. The Company's DWV sanitary pipes are UV protected, characterized by its durability and quality, especially against weather elements. These pipes are available in three (3) categories, namely Series 500, which is thin wall, Series 600, which follows ASTM, and Series 1000, which also follows ASTM.

e. Crown Pressure Main Blue and Wide-diameter Pipes

The Company's PVC pipe product used for high pressure waterworks, irrigation, and infrastructures. In buildings, it is the conduit by which water source from the government passes into the building reservoir or pipelines.

f. Crown Telecom

The Company's PVC pipe product used as conduit by which telecommunications wiring passes through to reach the telecom outlet site.

g. Crown Universal

Crown Universal is the Company's multi-purpose PVC pipe with thin wall. These pipes do not conform to BPS standards and are intended for temporary usage during the early stages of construction. These pipes are lower priced but are yet characterized by its strength and durability.

h. Enduro Pipes

Durable pipes for the economically sensitive consumers for affordable housing projects.

3. HDPE Pipes and Fittings

CROWN HDPE is characterized by its toughness and flexibility, chemical resistance with thermal properties, weather and environmental stress resistance, non-corrosive properties, and high flow capacities.

The Company's brands under its HDPE pipe products are CROWN Fuerza with a PE 100 designation and CROWN Sigma with PE 80. These designations are based on the long-term strength of its materials, known as the minimum strength requirement (MSR).

4. PP-R Pipes and Fittings

PP-Rs or Polypropylene random copolymers are thermoplastic resins produced through the polymerization of propylene, with ethylene links introduced in the polymer chain. Because of its chemical features and fusion welding, PP-Rs are most reliable in plumbing and water supply plants, and ensures a substantially better seal tight system. They are also eco-friendly with no heavy metal content such as lead.

Crown Asia Chemicals Corporation is the first in the Pipe Industry to produce full range of PPR fittings.

5. PVC ROOF MATERIALS

The Crown Roofing is high impact-resistant and has the strength and durability that can withstand tough loads, will not easily flatten, get distorted, crack or break. It successfully passed both the impact resistance and flattening tests performed by QA engineering in line with accepted industry standards.

It is built with UV Protection, an important component that prevents premature aging, weakens the roofing material and cause brittleness. Climate variability exacerbate material degradation by increased dosage of harmful ultra-violet rays. Moreover, it is highly resistant to extreme weather conditions and will not crack or disintegrate when exposed to chemical compounds like acetone.

This contemporary roofing material is non-corrosive and do not rust, making them ideal for structures in areas near or by the sea. Their versatile applications cover commercial, industrial and manufacturing structures such as factories, warehouses, wharfs and seaports.

Crown responds to the country's housing needs and infrastructure development by providing an all-weather, cool roofing solution. The brand produces three roofing profiles, namely, corrugated, rib and tile types, in commercial lengths of 8, 10 and 12 feet. Volume requirements for long span cool roof in transportable length are accepted by special order.

Management of Key Risks related to the Company

Risks relating to the Company and its Business

1. Raw Material Cost and Availability

The Company's margins depend on the selling prices that the Company is able to charge for its products and the costs of the raw materials and other inputs that it requires to produce these products. The primary raw materials that the Company utilizes in the manufacture of its products include PVC resins, polymers, stabilizers, and plasticizers. The prices of these primary raw materials represent a substantial portion of the Company's manufacturing costs. The prices of these raw materials are influenced by factors that the Company cannot control, such as market conditions, general global economic conditions, production capacity in the markets, production constraints on the part of the Company's suppliers, fluctuations in oil or other commodity prices, infrastructure failures, political conditions, weather conditions, regulations and other factors.

To protect itself against adverse movements in the prices of raw materials, the Company maintains a raw materials inventory equivalent to around 45-60 days of production. In the event that any of the Company's suppliers is subject to a major production disruption or is unable to meet its obligations under existing supply arrangements, the Company can purchase such inputs from any of its other accredited local and foreign suppliers that the Company had already dealt with in the past. The Company also has a list of approved alternative materials that can substitute the raw materials it currently uses.

2. Operating or Process Failures and Quality Assurance

PVC pipes dominate the plastic pipes market with significant application in the construction and building industry. Given the increasing competition in plastic pipes market, the quality of the products will need to adhere to certain standards to ensure its reliability and effectiveness, such as ISO and BPS.

Any problems that the Company may incur in relation to the quality of its products can affect how the Company's customers perceive its products. This situation could have a material adverse effect on the Company's business, operations, and financial condition.

The Company has established quality assurance and control procedures for both its Compounds and Pipes Groups. It has dedicated quality assurance laboratories and competent and professional staff for each of its quality assurance departments in the Compounds and Pipes Group. In addition, for its Pipes Group, CROWN pipes undergo additional testing externally through the project-clients' technical consultants and/or accredited independent laboratories.

In the Company's continuing commitment to maintain the highest level of quality in its operations and products, the Company owns and continues to update its ISO certifications, certifying that CROWN operates a quality management system that has been assessed as conforming to ISO 9001:2008 for the manufacture and distribution of both compounds and PVC products. The company's Compounds Division and Pipe Group are already assessed as conforming to ISO 9001:2015.

3. Power Shortages

The Company has been relying primarily on mainstream power for the production of compounds, PVC pipes, PPR/HDPE pipes and PVC roof materials that requires a significant amount of stable power load for its operations.

Any downtime of the Company's operations over an extended period, due to power interruptions, would have adverse effect on the Company's business, operations, and financial condition.

At present, the Company has a standby generator set to partially address the prospective power shortage that will affect the country.

4. Imitation or Infringement of the Company's Intellectual Property Rights

In the event that the Company's trademarks under license are imitated or otherwise infringed, the Company's reputation and business may be adversely affected.

The Company has its legal team that can handle any infringement and take legal action should a litigation matter arise. Furthermore, the Intellectual Property Office closely coordinates with the National Bureau of Investigation (NBI), which apprehends infringement violators, thus the Company believes that infringement cases, if any, can be easily resolved.

Risks relating to the Philippines

5. Change in Political or Social Instability in the Philippines

The Philippines has from time to time experienced political and social instability. The Philippine Constitution provides that, in times of national emergency, when the public interest so requires, the Government may take over and direct the operation of any privately-owned public utility or business.

The Philippines has a presidential system that changes the country's chief executive every six (6) years which may cause changes in the political, economic and social policies.

a. Occurrence of Natural Calamities

The Philippines has experienced a significant number of major natural calamities over the years, including typhoons, volcanic eruptions and earthquakes.

The Company completed its flood control system in the Bulacan plant to ensure that production will not be disrupted and assets and inventories will be protected.

Properties

The Company owns the following properties in Bulacan and Valenzuela covered by individual tax declarations.

Lands

Tax Declaration Number	Location	Area	Classification
2018-09014-01623	Bulacan	5,462.00 sq.m	Industrial
2018-09014-01624	Bulacan	892.00 sq.m.	Industrial
2018-09014-01626	Bulacan	3,214.00 sq.m.	Industrial
2018-09014-01628	Bulacan	6,415.00 sq.m.	Industrial
2018-09014-01634	Bulacan	2,888.00 sq.m.	Industrial
2018-09014-01704	Bulacan	11,935.00 sq.m.	Industrial
E-027-00381	Valenzuela	5,052 sq.m.	Industrial

Buildings and Improvements

Tax Declaration Number	Location	Area	Classification
2018-09014-01625	Bulacan	140.00 sq.m.	Industrial
2018-09014-01627	Bulacan	2,184.00 sq.m.	Industrial
2018-09014-01629	Bulacan	1,150.50 sq.m.	Industrial
2018-09014-01635	Bulacan	1,980.00 sq.m.	Industrial
2018-09014-01636	Bulacan	500.00 sq.m.	Industrial/Residential
2018-09014-01705	Bulacan	2,835.00 sq.m.	Industrial
2018-09014-01706	Bulacan	468.00 sq.m.	Industrial
2018-09014-01707	Bulacan	3,276.00 sq.m.	Industrial
E-027-00344	Valenzuela	3,505.80 sq.m.	Industrial

The properties (lands, buildings and improvements) are neither subject of any mortgage, lien, or encumbrance nor limitations on its ownership or usage.

Trademarks and Copyrights

The Company has various trademarks registered with the Intellectual Property Office, as follows:

CROWN's Trademarks Under License			
Registered Trademark	Registration Number	Date Registration	of Valid Until
TECHNOVINYL & CROWN DEVICE WITHIN THE CIRCLE	4-1997-123430	February 10, 2003	February 10, 2023
HI TECH WITH CROWN LOGO	4-2005-006473	October 23, 2006	October 23, 2026
PETROVIN & CROWN DEVICE	4-2006-010314	July 30, 2007	July 30, 2027
CROWN UNIVERSAL	4-2006-013658	August 13, 2007	August 13, 2027
ENDURO WITH CROWN DEVICE	4-2006-012499	August 20, 2007	August 20, 2027
CROWN	4-2006-013655	August 11, 2008	August 11, 2028
CROWN BLUE	4-2006-013656	August 11, 2008	August 11, 2028
CROWN FLEX	4-2006-013657	August 11, 2008	August 11, 2028
CROWN SUPREME	4-2006-013659	October 13, 2008	October 13, 2028
CROWN EXTREME	4-2010-011168	February 24, 2011	February 24, 2031
CROWN HYDRO-PLUS	4-2014-00003801	August 7, 2014	August 7, 2024
CROWN HYDRO-FLEX	4-2014-00003802	August 7, 2014	August 7, 2024
CROWN HYDRO-TECH	4-2014-00003804	September 18, 2014	September 18, 2024
CROWN RED AND GREEN	4-2014-00004482	December 11, 2014	December 11, 2024
CROWN FUERZA	4-2014-00007463	February 12, 2015	February 12, 2025
CROWN SIGMA	4-2014-00007464	February 12, 2015	February 12, 2025
CROWN CorrWave	4-2017-011461	November 23, 2017	November 23, 2027
CROWN ClearBright	4-2017-011460	December 17, 2017	December 17, 2027
CROWN StrongRib	4-2017-011462	December 17, 2017	December 17, 2027
CROWN SmartRoof	4-2017-011464	December 17, 2017	December 17, 2027
CROWN TileTech	4-2017-011465	December 17, 2017	December 17, 2027
CROWN HeatProtect	4-2017-011463	April 26, 2018	April 26, 2028

The Company has a team that handles renewal of trade registrations.

DISAGREEMENT WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURES

P&A audited the Company's financial statements for the year ended 31 December 2023. Their responsibility is to express an opinion on these financial statements based on their audit. The audits were conducted in accordance with Philippine Standards on Auditing. The partner who handled the Company's external audit was Mr. John Endel Mata. Since the appointment of P&A in 2012, there has been no change in auditor and there was no event where P&A and the Company had any disagreement with regard to any matter relating to accounting principles or practices, disclosure of financial statements, or auditing scope or procedure.

MANAGEMENT DISCUSSION AND ANALYSIS OF OPERATION PERFORMANCE AND FINANCIAL CONDITION

FY 2023 versus 2022

1. Results of Operations

Material Changes to the Statement of Comprehensive Income for the period ended December 31, 2023 compared to the Statement of Comprehensive Income for the period ended December 31, 2022 (increase/ decrease of 5.00% or more)

Revenues

Revenues decreased by 14% or by ₱254.12M from ₱1,706.82M in 2022 to ₱1,506.70M in 2023. During the first quarter of the year, the Company's revenue was falling behind when compared to same period last year. 51% of the decline in the said quarter came from export sales of the Compounds Division. The situation for the said segment reversed as it slowly increased its sales. However, the increase in these periods were not enough to cover the sales loss in the first quarter. On the other hand, Pipes Division, had a slow turnout of sales as there was slowdown in the infrastructure project which is brought about by high interest rates.

Cost of Sales

Total Cost of Sales for the year was at ₱956.68M. Comparing this with 2022 cost of sales, it declined by ₱262.1M or by 22%. This is mainly driven by the decline in sales during the year. It can be noted that the decline in

Other Income (Charges)

Total Other Income (Charges) comprising of foreign currency gains (loss), financial cost, finance income and other income increased by ₱5.2M or by 98% from ₱5.33M in 2022 to ₱10.53M in 2023. This is due to the amount of interest income earned from peso and dollar time deposits placed towards the end of 2022.

Tax Expense

There was an increase in tax expense of ₱4.95M or 6% from ₱77.42M in 2022 to 82.37M in 2023. Despite the decline in sales, taxable income still increased due to reduction in production and operating costs.

2. Financial Condition

Material Changes to the Statement of Financial Position as at December 31, 2023 compared to the Statement of Financial Position as at December 31, 2022 (increase/ decrease of 5.00% or more)

Cash and Cash Equivalents

Cash and cash equivalents increased by 46.75% or by ₱119.44M from ₱255.03M in 2022 to ₱374.24M in 2023. This is driven by collections from customers, increased advance payments made by clients, and lesser payments to raw material suppliers as purchases for the year dropped by 24%.

Trade and Other Receivables

Trade and Other Receivables increased by 16.81% or by ₱49.50M from ₱294.42 in 2022 to ₱343.92M in 2023. This increase is due the generated credit sales during the year and slightly longer collection days as compared to last year.

Prepayments and Other Current Assets

Prepayments and other current assets increased by 29.58% or by ₱34.49M from ₱116.58 in 2022 to ₱151.07M in 2023. This is mainly due to the short-term placements which were mostly placed in 2023.

Property, plant and equipment - net

Property, plant and equipment – net increased by 26.03% or by ₱174.92 from ₱671.96M to ₱846.88M. This is significantly due to the revaluation of land that happens every 2 years, and the recognition of a land being

purchased on installment basis. While no transfer of title yet was made for the land being purchased, the provision in the Contract to Sell which states Crown Asia Chemicals Corporation can pre-use the land warrants the recognition of land in its books.

Right of Use Assets - Net

Right of use asset decreased by 9.08% or ₱1.34M from ₱14.76M in 2022 to ₱13.42M in 2023. This is mainly due to the monthly depreciation of right of use asset.

Post-Employment defined benefit asset

Retirement Asset decreased by 32.80% or ₱1.53M from ₱4.67M in 2022 to ₱3.14M in 2023. Based on the 2022 Actuarial Report for the Company's Employee Retirement Fund, the fair value of plan assets increased by ₱1.43M. However, the present value of the retirement obligation also increased ₱3.37M. This caused the noted decline in the post-employment benefit asset.

Other Non-Current Assets

Other non-current assets increased by 193.34% or ₱24.78M from ₱12.82M in 2022 to ₱37.52M in 2023. This is mainly due to the advanced payments/downpayments made in November and December for the purchase of trucks and machines to be used in operations. The increase is also driven by the recognized deferred input VAT on the land being purchased on installment.

Trade and Other Payables

Trade and other payables increased by 36.53% or ₱78.37M from ₱214.52M in 2022 to ₱292.89M in 2023. This is due the increase in advance payments made by customers and, the recognition of liability from the land being purchased on installment for entire installment period.

Mortgage Payable-Current

Mortgage payable decreased by 83.19% or ₱1.65M from ₱1.99M in 2022 to ₱0.33M in 2023 due to a vehicle mortgage that will be fully settled in 2024.

Lease Liabilities

Lease liabilities decreased by 34.73% or ₱1.50M from ₱4.33M in 2022 to ₱2.83M in 2023. This is due to the non-renewal of a warehouse lease contract in one of the Company's sales depots.

Deferred Tax Liabilities - net

Net Deferred Tax Liabilities increased by 26.47% or ₱19.09M from ₱72.11M in 2022 to ₱91.19M in 2023. The increase is mainly due to the revaluation of land properties of the Company.

Revaluation Reserve

Revaluation Reserve increased by 21.83% or ₱192.89M from ₱883.56M in 2022 to ₱1,076.45M in 2023. This is due to the revaluation of land properties of the Company which happens every 2 years.

Retained Earnings

Retained Earnings increased by 21.83% or ₱192.89M from ₱883.56M in 2022 to ₱1,076.45M in 2023. The increase is due to the generated profit after tax during the year reduced by the ₱54.96M dividends paid in May and July 2023.

3. Key Performance Indicators

LIQUIDITY RATIOS		
Key Indicators	December 31, 2023	December 31, 2022
Current ratio	5.20 : 1.00	5.95 : 1.00
Acid test ratio	2.55 : 1.00	2.41 : 1.00
Book value per share	3.30	2.88
SOLVENCY RATIOS		
Key Indicators	December 31, 2023	December 31, 2022
Debt to equity ratio	0.23 : 1.00	0.18 : 1.00
Asset to equity ratio	1.23 : 1.00	1.18 : 1.00
PROFITABILITY RATIOS		
Key Indicators	December 31, 2023	December 31, 2022
Earnings per share	0.41	0.37
Return on assets	9.97%	11.03%
Return on equity	12.30%	13.00%
Gross profit ratio	36.50%	30.78%
Net profit (after tax) ratio	16.45%	13.00%

Notes:

1. Current Ratio (Current Assets/Current Liabilities)
To test the Company's ability to pay its short-term debts.
2. Acid Test Ratio (Quick Assets/Current Liabilities)
Measures the Company's ability to pay its short-term debts from its most liquid assets without relying on inventory.
3. Book Value per Share (Equity/Shares Outstanding)
Measures the amount of net assets available to stockholders of a given type of stock.
4. Debt to Equity Ratio (Total Liabilities/Total Equity)
Measures the amount of total assets provided by stockholders.
5. Asset to Equity Ratio (Total Assets/Total Equity)
Shows the relationship of the total assets to the portion owned by the stockholders.
Indicates the Company's leverage, the amount of debt used to finance the firm.
6. Earnings per Share (Net Profit/Shares Outstanding)
Reflects the Company's earning capability.
7. Return on Assets (Net Profit/Average Total Assets)
Indicates whether assets are being used efficiently and effectively.
8. Return on Equity (Net Profit/Average Total Equity)
Measures the ability of the company to generate profit from investment of stockholders.
9. Gross Profit Ratio (Gross Profit/Revenues)
Measures the percentage of gross income to sales.
10. Net Profit Ratio (Net Profit/Revenues)
Measures the percentage of net income to sales.

FY 2022 versus 2021

1. Results of Operations

Material Changes to the Statement of Comprehensive Income for the period ended December 31, 2022 compared to the Statement of Comprehensive Income for the period ended December 31, 2021 (increase/ decrease of 5.00% or more)

Gross Profit and Gross Profit Margin

Gross profit margin increased by 13% or by 63.46M from ₱478M in 2021 to ₱542M. This is due to the implemented price increases of Pipes and PPR products as well as decrease in the unit purchase price of major raw materials used in production.

Other Operating Expenses

A significant increase in operating expenses was noted at 27% or ₱50.95M from ₱190.10M in 2021 to ₱241.04M in 2022. Contributing to this material change is the increase in salaries of employees arising from promotion and annual salary adjustments, travel and fuels costs, commission and marketing expenses to boost sales.

Finance Cost

There was a 5% drop in finance cost due to the decrease in interest expense from our mortgage on vehicles and trucks. The mortgages have a 5-year term and were taken in the years 2018 and 2019. Full settlement will be in 2023 and 2024.

Foreign Exchange Gains - net

Foreign exchange gains decreased by 33% due to the decrease in the Company's dollar denominated sales transactions during the year while US Dollar strengthens its value.

Tax Expense

2022 tax expense increased by 8% or by ₱6.14M due to higher taxable income as compared in 2021. There were tax credits arising from the change in the corporate income tax rate in 2020 which was carried over to 2021 resulting to lower 2021 tax expense.

2. Financial Condition

Material Changes to the Statement of Financial Position as at December 31, 2022 compared to the Statement of Financial Position as at December 31, 2021 (increase/ decrease of 5.00% or more)

Cash and Cash Equivalents

Cash and cash equivalents increased by 135% or by ₱146.40M from ₱108.63M in 2021 to ₱255.03M in 2022. The increase is driven by the improvements in collections from customers. Also, the cost of raw materials decreased thereby reducing the amounts paid to suppliers.

Trade and Other Receivables

Due to the improvements in customer collections, trade and other receivable decreased by 13% or ₱43.83M from ₱339.06 to ₱295.23M. Further, the company implemented a stricter credit evaluation for existing and new customers.

Prepayments and Other Current Assets

Prepayments and other current assets decreased by 15% or by ₱21.34M from ₱137.92 in 2021 to ₱116.58M in 2022 due to higher amount of input vat claimed and used against output vat during the year.

Right of Use Assets - Net

Right of use asset decreased by 12% or ₱2.08M from ₱16.84M to ₱14.76M due to the monthly depreciation of right of use asset.

Post-Employment defined benefit asset

Retirement Asset increased by 59% or 1.73M from ₱2.94 to ₱4.67M. Based on the 2022 Actuarial Report for the Company's Employee Retirement Fund, it is overfunded by ₱4.67M. This was computed based on the financial assumption that the discount rate is at 7.22%.

Other Non-Current Assets

Other non-current assets decreased by 31% or ₱5.70M from ₱18.52M to ₱12.82M. This is due to the receipt of goods paid in advance to suppliers.

Trade and Other Payables

Trade and other payables decreased by 31% or ₱97.30M from ₱311.80M to ₱214.50M due to the decrease in raw materials purchased during the year as well as the decline in the cost of raw materials.

Mortgage Payable-Current

Mortgage payable decreased by 12% or ₱0.26M from ₱2.25M to ₱1.99M due to a vehicle mortgage that will be fully settled in 2023.

Lease Liabilities

Lease liabilities increased by 21% or ₱0.76M from ₱3.57M to ₱4.33M. This is due to the renewal of two lease contracts with lease terms of 2 and 3 years in 2022. Under PFRS 16, all leases are considered as finance lease. The lease liability for the entire lease contract duration is immediately recognized and will be reduced by the amount of monthly amortization.

Income Tax Payable

Income Tax Payable increased by 98% due to higher taxable income in 2022 as compared to previous year. There was a tax credit arising from the change in the corporate income tax rate in 2020 which was applied in 2021 resulting to lower tax payable in 2021.

Mortgage Payable

Mortgage Payable decreased by 86% or ₱1.99M from ₱2.32M to ₱0.33M. This is due to the reclassification of mortgage payments to be made in the next 12 months to Mortgage Payable – Current. Also, these mortgages will be fully settled in 2023 and early 2024.

Retained Earnings

Retained Earnings increased by 23% or ₱167.83M from ₱715.73M to ₱883.56M as a result of the generated profit after tax during the year reduced by dividends paid last April 19, 2022 and June 19, 2022 totaling to ₱61.06M.

3. Key Performance Indicators

LIQUIDITY RATIOS		
Key Indicators	December 31, 2022	December 31, 2021
Current ratio	5.95 : 1.00	3.99 : 1.00
Acid test ratio	2.41 : 1.00	1.39 : 1.00
Book value per share	2.88	2.60

	SOLVENCY RATIOS	SOLVENCY RATIOS
Key Indicators	December 31, 2022	December 31, 2021
Debt to equity ratio	0.18 : 1.00	0.26 : 1.00
Asset to equity ratio	1.18 : 1.00	1.26 : 1.00
	PROFITABILITY RATIOS	PROFITABILITY RATIOS
Key Indicators	December 31, 2022	December 31, 2021
Earnings per share	0.37	0.37
Return on assets	11.03%	11.21%
Return on equity	13.00%	14.12%
Gross profit ratio	30.78%	27.49%
Net profit (after tax) ratio	13.00%	12.88%

Notes:

11. Current Ratio (Current Assets/Current Liabilities)
To test the Company's ability to pay its short-term debts
12. Acid Test Ratio (Quick Assets/Current Liabilities)
Measures the Company's ability to pay its short-term debts from its most liquid assets without relying on inventory.
13. Book Value per Share (Equity/Shares Outstanding)
Measures the amount of net assets available to stockholders of a given type of stock.
14. Debt to Equity Ratio (Total Liabilities/Total Equity)
Measures the amount of total assets provided by stockholders
15. Asset to Equity Ratio (Total Assets/Total Equity)
Shows the relationship of the total assets to the portion owned by the stockholders.
Indicates the Company's leverage, the amount of debt used to finance the firm.
16. Earnings per Share (Net Profit/Shares Outstanding)
Reflects the Company's earning capability.
17. Return on Assets (Net Profit/Average Total Assets)
Indicates whether assets are being used efficiently and effectively
18. Return on Equity (Net Profit/Average Total Equity)
Measures the ability of the company to generate profit from investment of stockholders
19. Gross Profit Ratio (Gross Profit/Revenues)
Measures the percentage of gross income to sales
20. Net Profit Ratio (Net Profit/Revenues)
Measures the percentage of net income to sales

FY 2021 versus 2020

1. Results of Operations

Material Changes to the Statement of Comprehensive Income for the period ended December 31, 2021 compared to the Statement of Comprehensive Income for the period ended December 31, 2020 (increase/ decrease of 5.00% or more)

Revenues

The Company ended the year of 2021 with total revenues of ₱1.74B. This is ₱0.62B or 55.75% higher as compared to the ₱1.12B generated revenues in 2020. Contributing 64.18% to this revenue growth is the performance of the Pipes Division wherein it increased its sales by 92.57% from ₱432.02 in 2020 to ₱831.95 in 2021. Furthermore, it surpassed its sale in 2019, the pre-pandemic year, by 73.21%.

Cost of Sales

Cost of sales increased by 63.48% from ₱0.77 billion in 2020 to ₱1.26 billion in 2021. This is due to the increase in sales volume as well as the increase in the price of its raw materials.

Gross Profit and Gross Profit Margin

Gross profit increased by ₱133.03 million or 38.5% from ₱345.54.40 million to ₱478.57 million.

Other Operating Expenses

Other operating expenses increased by ₱18.43 million or 7.87% from ₱171.67 million to ₱190.10 million. It must be noted that between March to May of 2020, the lockdown period, the Company has minimal to zero operations. Thus, there were operating and selling expense not incurred such as salaries, commissions, travel and transportation, and freight costs. In 2021, these costs were now consistently incurred and even increased due to the increase in sales.

Other Income (Charges)

In 2021, the Company reported Other Income amounting to ₱7.11 million. This improved by ₱7.69 million from a loss of ₱0.58 million in 2020. Driving this favorable change is the P5.94 million increase foreign exchange gains from its export sales transactions.

Tax Expense

Tax expense increased by ₱19.24 million or by 36.96% from ₱52.04 million to ₱71.28 million. This is due to the high growth in revenues arising from the increase demands for PVC products resulting to higher net profit before tax.

2. Financial Condition

Material Changes to the Statement of Financial Position as at December 31, 2021 compared to the Statement of Financial Position as at December 31, 2020 (increase/ decrease of 5.00% or more)

Cash and Cash Equivalents

Cash and cash equivalents decreased by ₱79.56 million or 42.28% from ₱188.20 million to ₱108.63 million. This is due to the increased payments to suppliers arising from the increased purchases or raw materials to support the requirements of the Company's customers. This is also coupled with the rise in the cost of major raw materials. The Company also paid higher quarterly taxes this year as a result better performance in 2021.

Trade and Other Receivables

Trade and Other Receivables increased by ₱63.06M or 22.85% from ₱276.01M to ₱339.06M. This is primarily due to the 55.75% increase in sales net of improvements in customer collections.

Inventories

Inventory balances at the end of 2021 grew by ₱231.66 million or 49.37% from ₱469.23 million to ₱700.69 million. Purchases of raw materials increased during the year to beef up the requirements of production that will enable the Company to deliver customer orders. Also, there were price increases in major raw materials used in production.

Prepayments and Other Current Assets

Prepayments and other current assets increased by ₱31.34 million or 29.41% from ₱106.58 million to ₱137.92 million. This is due to the increase in input vat from purchase of raw materials and supplies.

Property, Plant and Equipment, net

The Company purchased machineries amounting to ₱39.95 million during the year to increase production capacity. Some of these assets were originally allocated to the Davao plant which was temporarily deferred due to mobilization limitations brought about by the pandemic. Also, the Company had its land properties revalued in 2021 thereby increasing its value by ₱119.10 million. These two are the reasons for the increase on the Company's Property, Plant and Equipment by ₱110.77 million or 19.57% from ₱566.03 million to ₱676.80 million.

Right of Use Assets - Net

Right of Use Assets - net decreased by ₱4.18 million or 4.18% from ₱21.02 million to ₱16.84 million due to the monthly recognition of depreciation expense.

Post-Employment defined benefit asset

The Company recognized Post-Employment Defined Benefit Asset amounting to ₱2.94 million in 2021 while in 2020, post-employment defined benefit liability was reported amounting to ₱48,856.00. During year, the Company amended its retirement plan which resulted to an overfunding in the Company's Employee Retirement Fund. Thus, the recognition of post-employment defined benefit asset.

Other Non-Current Assets

Other non-current assets increased by ₱8.8 million or 92.23% from ₱9.63M to ₱18.52 million. This is due to the recognition of deferred input vat from its fixed asset purchases during the year.

Trade and Other Payables

Trade and other payables increased by ₱49.46 million or 18.85% from ₱262.34 million to ₱311.80 million. This due to the increased purchases of raw materials.

Mortgage Payable-Current

Loans and Mortgage Payable-Current decreased by ₱0.23 million or 9.45% from ₱2.48 million to ₱2.25 million due to settlement of car loan amortization.

Deferred Tax Liabilities - net

Deferred Tax Liabilities - net increased by ₱22.36 million or 45% from ₱49.69 million to ₱72.05 million primarily due to the revaluation increment on land.

Retained Earnings

Retained Earnings increased by ₱210.57 million or 41.68%. This is due to Net Profit after tax generated during the year amounted to ₱224.31 million, reduced by the amount of cash dividends paid amounting to ₱13.74 million.

3. Key Performance Indicators

LIQUIDITY RATIOS		
Key Indicators	December 31, 2021	December 31, 2020
Current ratio	3.99 : 1.00	3.66 : 1.00
Acid test ratio	1.39 : 1.00	1.63 : 1.00
Book value per share	2.60	2.09
SOLVENCY RATIOS		
Key Indicators	December 31, 2021	December 31, 2020
Debt to equity ratio	0.26 : 1.00	0.28 : 1.00
Asset to equity ratio	1.26 : 1.00	1.28 : 1.00
PROFITABILITY RATIOS		
Key Indicators	December 31, 2021	December 31, 2020
Earnings per share	0.37	0.20
Return on assets	11.21%	7.57%
Return on equity	14.12%	9.87%
Gross profit ratio	27.49%	30.92%
Net profit (after tax) ratio	12.88%	10.85%

Notes:

1. Current Ratio (Current Assets/Current Liabilities)
To test the Company's ability to pay its short-term debts
2. Acid Test Ratio (Quick Assets/Current Liabilities)
Measures the Company's ability to pay its short-term debts from its most liquid assets without relying on inventory.
3. Book Value per Share (Equity/Shares Outstanding)
Measures the amount of net assets available to stockholders of a given type of stock.
4. Debt to Equity Ratio (Total Liabilities/Total Equity)
Measures the amount of total assets provided by stockholders.
5. Asset to Equity Ratio (Total Assets/Total Equity)
Shows the relationship of the total assets to the portion owned by the stockholders.
Indicates the Company's leverage, the amount of debt used to finance the firm.
6. Earnings per Share (Net Profit/Shares Outstanding)
Reflects the Company's earning capability.
7. Return on Assets (Net Profit/Average Total Assets)
Indicates whether assets are being used efficiently and effectively.
8. Return on Equity (Net Profit/Average Total Equity)
Measures the ability of the company to generate profit from investment of stockholders
9. Gross Profit Ratio (Gross Profit/Revenues)
Measures the percentage of gross income to sales
10. Net Profit Ratio (Net Profit/Revenues)
Measures the percentage of net income to sales

2024 Plan of Operations

1. Manufacture new product
2. Continue geographic expansion
3. Broaden market segments
4. Purchase of Property
5. Enhance Data Privacy and Cyber Security
6. Succession Planning
7. Upgrade logistics equipment
8. Purchase additional machineries
9. Upgrade production facilities, tools, equipment and accessories
10. Expand production capacity in Valenzuela plant

FINANCIAL STATEMENTS

The Financial Statements of the Company are incorporated herein by reference and attached as an integral part of this Information Statement.

MARKET FOR REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

Market Information

The Company common shares were listed at the PSE on 27 April 2015 and traded in the First Board.

Full year high and low prices from January 01, 2023 to December 31, 2023 are as follows:

High P 1.62
Low P 1.46

High and Low Sales Prices for the following Quarter end dates are:

Quarter	High	Low
1 st Quarter 2021	P2.51	P1.75
2 nd Quarter 2021	P1.94	P1.45
3 rd Quarter 2021	P1.89	P1.45
4 th Quarter 2021	P1.83	P1.64
1 st Quarter 2022	P1.89	P1.67
2 nd Quarter 2022	P1.84	P1.65
3 rd Quarter 2022	P1.81	P1.23
4 th Quarter 2022	P1.67	P1.33
1 st Quarter 2023	P1.63	P1.47
2 nd Quarter 2023	P1.60	P1.44
3 rd Quarter 2023	P1.59	P1.46
4 th Quarter 2023	P1.60	P1.43

As at **31 December 2023**, based on closing price of **P 1.56** per share, the market capitalization of the common shares of the company was **P925,596,840.00**

Total shares outstanding as of **22 March 2024** was 630,800,000 shares, with a par value of P1.00 per share.

As of **22 March 2024**, the High and Low Prices were at P1.78 and P1.75 with the Last Traded Price at P1.77.

The Top 20 shareholders as of **22 March 2024** are as follows:

	Name	Number of Shares Held	% of Total Outstanding
1.	PCD Nominee Corporation	226,705,798	35.94%
2.	Walter H. Villanueva	70,920,000	11.24%
3.	Christie T. Perez	47,280,000	7.50%
4.	Nicasio T. Perez	47,280,000	7.50%
5.	Tita P. Villanueva	47,280,000	7.50%
6.	Derrick P. Villanueva	31,239,293	4.95%
7.	Sofia P. Po	25,640,000	4.06%
8.	Meda T. Perez	24,860,000	3.94%
9.	Oscar T. Perez	23,640,000	3.75%
10.	Gloria P. Go	23,640,000	3.75%
11.	Elizabeth P. Lee Villanueva	11,820,000	1.87%
12.	Daphne V. Yu	5,068,188	0.80%
13.	Johanns Plana. Lee Villanueva	3,940,000	0.62%
14.	Natalie Lee Villanueva Penaranda	3,940,000	0.62%
15.	Warren Michael P. Lee Villanueva	3,940,000	0.62%
16.	Derrick P. Villanueva	3,689,000	0.58%

17.	Mark Peter T. Perez	3,564,422	0.57%
18.	Derrick P. Villanueva	3,183,000	0.50%
19.	Mariane Lourdes T. Perez	2,600,000	0.41%
20.	Marilene Angelina T. Perez	2,600,000	0.41%

Voting Rights

At each meeting of the shareholders, every stockholder entitled to vote on a particular question or matter involved shall be entitled to one vote for each share of stock standing in his name in the books of the Company at the time of closing of the transfer books for such meeting. The Company issued only one type of share, common shares, and all such common shares have equal voting rights.

Dividends and Dividend Policy

The Company is authorized to distribute dividends out of its surplus profit, in cash, properties of the Company, shares of stock, and/or securities of other companies belonging to the Company. Dividends paid in the form of cash or property is subject to approval of the Company's Board of Directors. Dividends paid in the form of additional shares are subject to the approval of the Company's Board of Directors and stockholders that own at least two-thirds ($\frac{2}{3}$) of the outstanding capital stock of the Company. Holders of outstanding Common Shares as of a dividend record date will be entitled to full dividends declared without regard to any subsequent transfer of such shares.

On March 4, 2014, the Board of Directors of the Company approved its dividend policy wherein it shall distribute to its stockholders as dividends, whether cash, property or stock, at least ten percent (10.00%) of the Company's net income after tax for the previous fiscal year, subject to the provision of sufficient funds for the implementation of the Company's business plan, operating expenses and budget, appropriation for expansion projects (as applicable), lenders' requirements, appropriate reserves and applicable laws.

From 2020 to 2023, the Company declared cash dividends as follows:

Cash Dividend Payout: 2020 – 2022						
Year	Declaration Date	Record Date	Payment Date	Amount	Cash Dividends per Share	Dividend Payout Ratio
2020	May 29, 2020	June 26, 2020	July 22, 2020	24,443,640	₱0.04	17.92%
2021	May 7, 2021	May 25, 2021	June 15, 2021	13,739,378	₱0.0225	11.32%
2022	March 9, 2022	March 25, 2022	April 19, 2022	30,531,950	₱0.05	27.22%
		June 28, 2022	July 19, 2022	30,531,950		
2023	March 9, 2023	April 5, 2023	May 3, 2023	30,531,950	₱0.05	24.01%
		August 31, 2023	September 25, 2023	24,425,560	₱0.04	

DIRECTORS AND EXECUTIVE OFFICERS

Please refer to the portion of this Information Statement on “Directors and Executive Officers.”

COMPLIANCE WITH THE MANUAL OF CORPORATE GOVERNANCE

The Company was listed at the PSE on 27 April 2015. The Company’s Integrated Annual Corporate Governance Report (I-ACGR) shall be submitted on or before 30 May 2024, in compliance with SEC Memorandum Circular No. 15 Series of 2017.

UNDERTAKING TO PROVIDE PRINTED COPIES OF THE INFORMATION STATEMENT AND ANNUAL REPORT

UPON WRITTEN REQUEST OF ANY SHAREHOLDER OF RECORD ENTITLED TO NOTICE OF AND VOTE AT THE MEETING, THE COMPANY SHALL FURNISH SUCH SHAREHOLDER WITH A COPY OF THE COMPANY’S INFORMATION STATEMENT (ON SEC FORM 20-IS) AND ANNUAL REPORT (ON SEC FORM 17-A) WITHOUT CHARGE. ANY SUCH WRITTEN REQUEST SHALL BE ADDRESSED TO:

ATTY. JASON C. NALUPTA

Corporate Secretary

CROWN ASIA CHEMICALS CORPORATION RM 508 PRESIDENT TOWER,
81 TIMOG AVENUE, QUEZON CITY

Email: jcn@tvvlaw.com Tel No.: 632-413-8032 to 36

Fax No.: 632-413-8032 Loc. 111

DIRECTORS' ATTENDANCE REPORT (2023)

BOARD

Board	Name	No. of Meetings Held during the Year	No. of Meetings Attended	%
Chairman	Walter H. Villanueva	8	8	100.00%
Member	Tita P. Villanueva (deceased)	7	7	100.00%
Member	Nicasio T. Perez	8	8	100.00%
Member	Derrick P. Villanueva	8	8	100.00%
Member	Eugene H. Villanueva	8	8	100.00%
Member	Hans T. Perez	8	8	100.00%
Member	Marie Therese G. Santos	8	8	100.00%
Member	Ernesto R. Alberto	8	7	87.50%
Member	Fernando S. Lopez	8	8	100.00%
Member	Daphne V. Yu	1	1	100.00%

Daphne V. Yu assumed the position of director held by Tita P. Villanueva following the latter's passing.

AUDIT COMMITTEE

Members	No. of Meetings Held during the Year	No. of Meetings Attended	%
Marie Therese G. Santos	4	4	100.00%
Ernesto Maria R. Alberto	4	3	75.00%
Fernando S. Lopez	4	4	100.00%
Nicasio T. Perez	4	4	100.00%
Eugene H. Lee Villanueva	4	4	100.00%

CORPORATE GOVERNANCE COMMITTEE

Members	No. of Meetings Held during the Year	No. of Meetings Attended	%
Fernando S. Lopez	3	3	100.00%
Ernesto Maria R. Alberto	3	3	100.00%
Marie Therese G. Santos	3	3	100.00%
Derrick P. Villanueva	3	3	100.00%
Hans Joseph T. Perez	3	3	100.00%

RISK OVERSIGHT COMMITTEE

Members	No. of Meetings Held during the Year	No. of Meetings Attended	%
Ernesto Maria R. Alberto	4	3	75.00%
Marie Therese G. Santos	4	4	100.00%
Hans Joseph T. Perez	4	4	100.00%
Derrick P. Villanueva	4	4	100.00%
Fernando S. Lopez	4	4	100.00%

Guidelines for Participating via Remote Communication and Voting in Absentia

The 2024 Annual Stockholders' Meeting (ASM) of Crown Asia Chemical Corporation (the "Company") will be held on 09 May 2024 at 3:00 P.M. and the Board of Directors of the Corporation has fixed the end of trading hours of the Philippine Stock Exchange, Inc. on 22 March 2024 ("Record Date") as the record date for the determination of stockholders entitled to notice of, to attend, and to vote at such meeting and any adjournment thereof. The Board of Directors of the Company has approved and authorized stockholders to participate in the ASM via remote communication and to exercise their right to vote in absentia or by proxy.

REGISTRATION

The conduct of the meeting will be streamed live, and stockholders may attend the meeting by registering until 29 April 2024, 5:00 p.m. via <https://www.crownpvc.com.ph/investors> and by submitting the following requirements and documents to corporatesecretary@crownpvc.com.ph, subject to verification and validation:

Individual Stockholders

- Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others in order to validate the registration of the shareholder
- Stock certificate number
- Active e-mail address/es
- Active contact number/s, with area and country codes

Multiple Stockholders or with joint accounts

- Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others in order to validate the registration of the shareholders
- Stock certificate number/s
- Active e-mail addresses of the stockholders
- Active contact numbers, with area and country codes
- Digital copy of an authorization letter executed by all named holders, authorizing a holder to vote for and on behalf of the account

Corporate Stockholders

- Digital copy of the Secretary's Certificate (or equivalent for non-resident) attesting to the authority of the representative to vote for and on behalf of the corporation
- Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others to validate the registration of the authorized representative
- Active e-mail address/es of the authorized representative
- Active contact number of an authorized representative, with area and country codes

- PCD Participants/Brokers
- Digital copy of the Secretary's Certificate (or equivalent for non-resident) attesting to the authority of the representative to vote for and on behalf of the PCD participant/broker
- Digital copy of the certificate of shareholdings issued by the PCD/broker
- Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others to validate the registration of the authorized representative
- Active e-mail address/es of the authorized representative
- Active contact number of the authorized representative, with area and country codes

ONLINE VOTING

Log-in to the voting portal by clicking the link, and using the log-in credentials, sent to the email address of the shareholder to the Company.

Upon accessing the portal, the stockholder can vote on each agenda item. A brief description of each item for stockholders' approval are appended to the Notice of Meeting.

A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval.

For the election of directors, the stockholder has the option to vote for all nominees, withhold vote for any of the nominees, or vote for certain nominees only.

Once the stockholder has finalized his vote, he can proceed to submit his vote by clicking the "Submit" button.

The stockholder can vote only once, after successful registration. Once submitted, the votes cast shall be considered final.

ASM LIVESTREAM

The ASM will be broadcasted live and stockholders who have successfully registered will be provided access to participate via remote communication. Instructions on how to access the livestream will be sent to their emails upon registration.

OPEN FORUM

During the virtual meeting, after all items in the agenda have been discussed, the Company will have the Question and Answer Portion, during which, the meeting's moderator will read and where representatives of the Company shall answer questions and comments received from stockholders, as time will allow. Stockholders may send their questions in advance by sending an email bearing the subject "Questions for ASM 2024" to corporatesecretary@crownpvc.com.ph on or before 10:00 am on 09 May 2024. Questions/comments received but not entertained during the Open Forum due to time constraints will be addressed separately by the Company via email.