

**COVER SHEET**

C S 2 0 0 5 0 8 3 8 6  
SEC Registration Number

B A L A I N I F R U I T A S , I N C .

(Company's Full Name)

6 8 D A T A S T . B R G Y . D O N M A N U E L ,

Q U E Z O N C I T Y

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

RALPH HECTOR ADRICULA

Contact Person

+(632) 8731-8886

Company Telephone Number

**SEC FORM 17-C**

1 2

Month

3 1

Day

Fiscal Year

FORM TYPE

0 8

Month

1 5

Day

Annual Meeting

Secondary License Type, If Applicable

Dept Requiring this Doc  
Section

Amended Articles Number /

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_

LCU

Document ID

\_\_\_\_\_

Cashier

STAMPS

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SECURITIES AND EXCHANGE COMMISSION  
 SEC FORM 17-C  
 CURRENT REPORT UNDER SECTION 17  
 OF THE SECURITIES REGULATION CODE  
 AND SRC RULE 17.2(c) THEREUNDER

1. April 18, 2024

Date of Report (Date of earliest event reported)

2. SEC Identification Number- CS200508386

3. BIR Tax Identification No.- 237-383-045-000

4. BALAI NI FRUITAS INC.

Exact name of issuer as specified in its charter

5. PHILIPPINES

Only)

Province, country or other jurisdiction

Code

of incorporation

6.  (SEC Use

Industry Classification

6. 68 DATA ST. BRGY. DON MANUEL QUEZON CITY

Address of principal office

1113  
Postal Code:

7. (02)8243-1741

Issuer's telephone number, including area code

9. N/A

Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class

Number of Shares of Common Stock  
Outstanding and Amount of Debt

Outstanding

Common Shares

1,495,005,000

11. Indicate the item numbers reported herein:

**Item 2. Acquisition or Disposition of Assets**

**Balai ni Fruitas enters agreement to acquire  
 40-year old legacy brand Sugarhouse**

On April 18, 2024, Balai ni Fruitas Inc. signed a Memorandum of Agreement to acquire the 40-year old legacy brand and various assets related to the Sugarhouse business.

Sugarhouse started in 1983, offering delectable baked goods and pastries to its customers. Sugarhouse is known for its cake offerings, including its iconic Chocolate Truffle and French Apple Pie. It has also expanded its menu to include a wide array of breads, pastries, and meals.

The acquisition of Sugarhouse will allow BALAI to expand its product offerings, particularly in the cake category and tap a broader customer base. BALAI will also gain additional production capacity to fuel its growth. BALAI also anticipates significant synergies with its existing brands.

The acquisition includes assets such as intellectual property, technical know-how, delivery, commissary and store equipment. BALAI will also take over the catering business of Sugarhouse. Completion is expected to take place on or before May 1, 2024.

The purchase price, which is below 10% of Balai's Total Assets as of December 31, 2023, shall be paid in cash and is funded by the IPO proceeds.

Attached is the PSE Disclosure Form 4-1 Acquisition or Disposition of Assets for the complete details.


### Signatures

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

**BALAI NI FRUITAS INC.**

Issuer

Date



**RALPH HECTOR P. ADRICULA**  
Compliance Officer

**April 18, 2024**

**Balai Ni Fruitas Inc.**  
**BALAI**

*PSE Disclosure Form 4-1 - Acquisition or Disposition of Assets*  
References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules

<b>Subject of the Disclosure</b>	
<b>Balai ni Fruitas enters agreement to acquire 40-year old legacy brand Sugarhouse</b>	
<b>Background/Description of the Disclosure</b>	
<p>On April 18, 2024, Balai ni Fruitas Inc. signed a Memorandum of Agreement to acquire the 40-year old legacy brand and various assets related to the Sugarhouse business.</p> <p>Sugarhouse started in 1983, offering delectable baked goods and pastries to its customers. Sugarhouse is known for its cake offerings, including its iconic Chocolate Truffle and French Apple Pie. It has also expanded its menu to include a wide array of breads, pastries, and meals.</p>	
<b>Date of Approval by Board of Directors</b>	April 18, 2024
<b>Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction</b>	
<p>The acquisition of Sugarhouse will allow BALAI to expand its product offerings, particularly in the cake category and tap a broader customer base. BALAI will also gain additional production capacity to fuel its growth. BALAI also anticipates significant synergies with its existing brands.</p>	
<b>Details of the acquisition or disposition</b>	
<b>Date</b>	April 18, 2024
<b>Description of the Transaction</b>	
<p>The acquisition includes the transfer of registered intellectual property, manuals, recipes, and technical know-how, Sugarhouse delivery, commissary and store equipment. BALAI will also take over the catering business of Sugarhouse.</p>	
<b>Manner</b>	
Acquisition of assets	
<b>Description of the assets involved</b>	
Registered intellectual property, technical know-how, delivery, commissary and store equipment.	
<b>Terms and conditions of the transaction</b>	
<b>Nature and amount of consideration given or received</b>	
The purchase price shall be paid in cash and is below 10% of the Total Assets of Balai Ni Fruitas Inc. as of December 31, 2023	
<b>Principle followed in determining the amount of consideration</b>	
Agreed price between seller and buyer.	
<b>Terms of payment</b>	

The purchase price shall be paid in installments until December 31, 2024

**Conditions precedent to closing of the transaction, if any**

Execution of implementing agreements for the acquisition, such as Deed of Sale of Assets, Deed of Sale of Motor Vehicle, Deed of Assignment of Trademark Registration, closing expected to take place on or before May 1, 2024

**Any other salient terms**

**Identity of the person(s) from whom the assets were acquired or to whom they were sold**

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Golden Spatula Corporation	N/A

**Effect(s) on the business, financial condition and operations of the Issuer, if any**

The company will expand its product offerings to customers and will seek synergies with its existing brands, which will drive higher revenue.

**Other Relevant Information**

N/A

**If the transaction being reported is an acquisition, kindly submit the following additional information:**

**Source(s) of funds**

Initial Public Offering Proceeds

**If any asset so acquired by the issuer or its subsidiaries constituted plant, equipment or other physical property, state the nature of the business in which the assets were used by the persons from whom acquired and whether the issuer intends to continue such use or intends to devote the assets to other purposes, indicating such other purposes**