

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

1 2 3 1

Month Day
Fiscal Year

SEC FORM 17-C

FORM TYPE

0 8 1 3

Month 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

Remarks: Please use BLACK ink for scanning purposes

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. **June 27, 2025**
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**
Province, country or other jurisdiction
of incorporation
6. **68 DATA ST. BRGY. DON MANUEL QUEZON CITY**
Address of principal office
6. **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
<u>Common</u>	<u>1,495,005,000</u>

11. Indicate the item numbers reported herein:

Item 9- Other Events

2025 Balai Ni Fruitas, Inc. Annual Stockholders' Meeting

In the meeting of the Board of Directors of Balai Ni Fruitas, Inc. (the "Corporation") on 30 May 2025, the Board approved the setting of the 2025 Annual Stockholders' Meeting ("2025 ASM") to August 12, 2025 at 2:00 in the afternoon. The Board of Directors likewise approved the setting of the Record Date to July 15, 2025. The 2025 ASM will be conducted via remote communication using the Zoom platform (with the presiding officer and executive directors physically present in the principal office) in accordance with the relevant PSE and SEC rules.

The Agenda for the ASM shall be as follows:

1. Call to order
2. Certification of service of notice and presence of quorum
3. Reading and approval of the minutes of the last Annual Meeting of Stockholders held on 13 August 2024
4. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting
5. Presentation of the President's Report
6. Management Report and Approval of Audited Financial Statements for the year 2024
7. Election of the members of the Board of Directors, including the Independent Directors, for the year 2025
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

Attached is the copy of Notice of Annual Stockholders' Meeting and Proxy Form.


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

June 27, 2025

**NOTICE OF ANNUAL STOCKHOLDERS' MEETING
OF
BALAI NI FRUITAS INC.**

Please take notice that the 2025 Annual Stockholders' Meeting ("ASM") of Balai Ni Fruitas Inc. (the "Company") will be held on 12 August 2025 (Tuesday) at 2:00 pm via remote communication.

The Agenda for the ASM shall be as follows:

1. Call to order
2. Certification of service of notice and presence of quorum
3. Reading and approval of the minutes of the last Annual Meeting of Stockholders held on 13 August 2024
4. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting
5. Presentation of the President's Report
6. Management Report and Approval of Audited Financial Statements for the year 2024
7. Election of the members of the Board of Directors, including the Independent Directors, for the year 2025
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

The Minutes of the 2024 ASM is available for examination on the website of the Company at www.Balainifruitas.com.

The record date is **15 July 2025** to determine stockholders eligible to vote in the 2025 ASM. Stockholders can attend remotely and vote in absentia, subject to validation, though the directors will be at 3961 Ramon Magsaysay Boulevard, Sta. Mesa, Metro Manila for the conduct of the meeting.

Stockholders intending to participate in the 2025 ASM remotely should email their intent to IPO.Compliance@balainifruitas.com. They will receive a link to a registration form requiring specific information and documents to be uploaded.

Individual Stockholders	Multiple stockholders/ Joint owners	Corporate stockholders	Stockholders with shares under broker account
1. Copy of valid government ID of stockholder/proxy 2. If appointing a proxy, copy of proxy form duly signed by stockholder	1. Copy of valid government ID of stockholder/proxy 2. Proof of authority of stockholder voting the shares signed by the other registered stockholders, for shares registered in the name of multiple stockholders.	1. Valid government ID of the authorized representative 2. Proxy Form for authorized representative 3. Secretary's Certificate or Board Resolution appointing and authorizing a representative.	1. Valid government ID of stockholder 2. Certification from broker as to the number of shares owned by stockholder 3. If appointing a proxy, copy of proxy form duly signed by stockholder.

Note: Proxy form need not be notarized

After completing the registration form, they will receive an email invitation with instructions on joining the ASM and voting in absentia. Proxies, using the company's form must be scanned and emailed to the Corporate Secretary at IPO.Compliance@balainifruitas.com by **August 4, 2025**. The proxies will be validated on the same date, and the Corporate Secretary's decision will be final. Registration and voting must be completed by **August 7, 2025**. Unresolved issues during validation will be considered waived. **WE ARE NOT, HOWEVER, SOLICITING PROXIES.**

For registration concerns and questions about the ASM, stockholders may send an email to IPO.Compliance@balainifruitas.com. Refer to the Definitive Information Statement (DIS) on remote attendance and voting in absentia, available at <https://www.balainifruitas.com/>. Only stockholders who register within the prescribed period, along with those voting in absentia and by proxy, will be included in the determination of quorum.

Pursuant to the SEC Notice dated March 12, 2025, stockholders can review the Definitive Information Statement, Management Report, and SEC Form 17A on the Company's website and the PSE Edge Portal.

There will be an audio and video recording of the ASM. All votes cast shall be validated by the Stock and Transfer Agent, The Philippine National Bank Trust Banking Group.

Quezon City, Philippines, June 27, 2025.

For the Board of Directors,
(originally signed)
MARVIN C. YU
Corporate Secretary



2025 Annual Stockholders' Meeting

PROXY FORM

BALAI NI FRUITAS, INC.
2025 Annual Stockholders' Meeting

I/We hereby name and appoint _____ or in his /her absence, the CHAIRMAN of the meeting, as my/our proxy at the Annual Stockholders' Meeting of Balai Ni Fruitas, Inc. ("BALAI") to be held via remote communication using the Zoom Video Communications platform on 12 August 2025 at 2:00pm.

Place: _____

Date: _____

Witness: _____

Number of shares held: _____

In particular, I hereby direct my said proxy to vote all my shares on the agenda items set forth below as I have expressly indicated by marking the same with an "X".

Please scan the completed and signed proxy form and e-mail the scanned copy to the Corporate Secretary at IPO.Compliance@balainifruitas.com **not later than 04 August 2025.**

This proxy, when properly executed, will be voted in the manner as directed by the stockholder(s). If no direction is given, this proxy will be voted for the election of all nominees and for the approval of the matters stated above and for such other matters as may properly come before the meeting in the manner described in the Information Statement and/or as recommended by management or the Board of Directors.

A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised.

Notarization of this proxy is not required.

Items Nos.	Subject	Action		
		For	Against	Abstain
1.	Approval of the Minutes of the Previous Annual Meeting			
2.	Ratifications of All Acts and Resolutions of the Board of Directors and Management			
3.	Approval of Management Report and Audited Financial Statements			
4.	Appointment of External Auditors			
	For the election of directors, you can vote up to seven (7) names to fill the (7) seats of the Board of Directors. If you vote for fewer than seven (7) nominees, your votes shall be divided among the nominees you voted for. Please mark abstain if you are not voting for any of the nominees.	No. of Shares Voted		
5.	Election of Directors	Yes	Abstain	
	a. Rogelio M. Guadalquiver			
	b. Lester C. Yu			
	c. Calvin F. Chua			
	d. Madelene T. Sayson			
	e. Lee Ceasar S. Junia			
	f. Bernardino M. Ramos			
	g. Tommanny Tan			

Signature of Stockholder/s over Printed Name/s