COVER SHEET

1 0 2 4 1 5

S.E.C. Registration Number

Z E U S H O L D I N G S , I N C .

(Company's Full Name)

2 0 T H F L O O R , L K G T O W E R , 6 8 0 1

A Y A L A A V E N U E , M A K A T I C I T Y

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

ODETTE A. JAVIER

Contact Person

815-9447

Company Telephone Number

1 2	3 1	S E C 1 7 - A	Any day in June
Month	Day	FORM TYPE	Month Day
Fiscal Year			Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total no. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = please use **black ink** for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended 31 December 2016

2. SEC Identification Number 0102415 3. BIR Tax Identification No. 000-056-514

4. ZEUS HOLDINGS, INC.
Exact name of issuer as specified in its charter

5. Metro Manila, Philippines
Province, Country or other jurisdiction of incorporation or organization

6. [ ] (SEC Use Only)
Industry Classification Code:

7. 21/F, Lepanto Bldg, 8747 Paseo de Roxas, Makati City
Address of principal office

1226
Postal Code

8. (632) 815-9447
Issuer's telephone number, including area code

9. 20/F, LKG Tower, 6801 Ayala Avenue, Makati City
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	2,737,044,807
Outstanding loans	Nil

11. Are any or all of these securities listed on a Stock Exchange.

Yes [x] No [ ]

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

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [x] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [] No [x]

13. Aggregate market value of the voting stock held by non-affiliates of the registrant.

₱681,524,156.94 as of 31 December 2016.

APPLICABLE ONLY TO ISSUERS INVOLVED IN INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

Yes [x] No [ ]

DOCUMENTS INCORPORATED BY REFERENCE

15. If any of the following documents are incorporated by reference, briefly describe them and identify the part of SEC Form 17-A into which the document is incorporated:

Description	Exhibit
N/A	N/A

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

Business Development

Zeus Holdings, Inc. ("Company") was incorporated on 31 December 1981 as JR Garments, Inc. under Securities and Exchange Commission (SEC) registration number 0102415, as a corporation engaged in garments manufacturing, distribution and export.

On 9 September 1996, the SEC approved the change of name of the Company from JR Garments, Inc. to ZEUS HOLDINGS, INC. and the change in its primary purpose to that of an investments holding company. The Company now has the following primary purpose:

"To purchase, subscribe for or otherwise acquire and own, hold, use, manage, develop, sell, assign, transfer, mortgage, pledge exchange or otherwise dispose of real and personal property of every kind and description, including but not limited to shares of

stock, debentures notes, evidence of indebtedness and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic of foreign and to pay therefore in whole or in part, in cash or by exchanging therefore, stocks, bonds and other evidences of indebtedness of securities of this or any other corporation, while the owner or holder of any such real or personal property, stocks, bonds, debentures, notes, evidence of indebtedness or other securities, contracts or obligations, to receive, collect and dispose of the interest, dividends and income arising from such property and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including all voting powers on any stock so owned, without however engaging in dealership in securities or in the stock brokerage business or in the business of an investment company under the Investment Company Act; to do any act designed to protect, preserve, improve or enhance the value of, or otherwise develop any real or personal property at any time held or controlled by the Corporation or in which it at that time may be interested."

The Company discontinued its garments operation on 31 August 1996 and consequently, all of its employees were terminated. On 27 December 1996, the Company disposed all its assets and liabilities relating to the garments operation.

The Company also increased its authorized capital stock from P100 million to P3 billion. The increase was approved by the SEC on 6 January 1997. Of the capital increase, 1,538,463,907 shares were subscribed and paid by way of assignment of rights in real property worth P31.423 million and common shares of stock of Mindanao Portland Cement Corporation ("MPCC") at a transfer value of P1.457 billion by the new investors and the conversion of advances to equity of P50 million by existing shareholders. This major transaction marked the entry of the Company in the cement business. The Company became the majority owner (99.63%) of MPCC, a company engaged in the manufacturing and distribution of cement.

On 1 July 1998, the Company's major stockholders, Far East Cement Corporation and Eagle Cement Corporation sold in favor of Blue Circle Philippines, Inc. ("BCPI") and Round Royal, Inc. ("RRI") shares of stock comprising 57% of its outstanding capital stock. As of 31 December 1999, the shareholdings of Round Royal, Inc. comprised 50% while BCPI was at 24%.

Also on 1 July 1998, MPCC issued a One Billion Peso Convertible Note with a maturity date of 1 July 2003 in favor of BCPI. The Convertible Note can be settled either by: (1) payment of the principal amount plus interest, or (2) conversion into such number of common shares of MPCC issued at par value sufficient to cover the Note plus interest.

The Company, for its part, entered into an Option Agreement with BCPI on 1 July 1998. Under the Option Agreement, the holder of the Convertible Note issued by MPCC was given the right to require the Company to purchase from it the whole (and not just a part) of the Convertible Note. The Put Option may be exercised at any time within five (5) years from the execution of the Option Agreement. The holder of the Convertible Note may be paid either: (1) the principal amount plus accrued interest, or (2) such number of new shares of the Company issued at par value as may be sufficient to cover the value of the Convertible Note.

BCPI subsequently assigned its rights under the Option Agreement in favor of RRI. In a letter dated 7 December 1999, RRI served notice upon the Company that it was exercising its option under the Option Agreement to require the Company to issue, in its favor, new shares in the amount of P1,095,000,000.00 (principal amount of the loan plus interest) in exchange for the Convertible Note. As a result thereof, the outstanding capital stock of the Company was increased to P2,733,463,907.00 from P1,638,463,907.00.

On 8 December 1999, the Board of Directors of the Company approved the integration of its operations and activities with the operations and activities of Fortune Cement Corporation ("Fortune") and its subsidiary, Republic Cement Corporation ("Republic") and Iligan Cement Corporation ("Iligan") under the following swap ratios:

1,000 common shares of Republic	= 1,575	Fortune shares
	= 14,411	Company shares
	= 206	Iligan shares

The integration of the four (4) companies was effected on 20 October 2000. As a result thereof, Republic obtained majority control of the Company.

On 15 December 2000, the Company divested its equity interest in MPCC in favor of Republic.

In accordance with the SEC Tender Offer Rules, PICOP Holdings, Inc. (now known as ZHI Holdings, Inc. or "ZHIHI") offered to purchase the 98.18% equity interest of Republic in the Company at a price of P0.04826 per share. ZHIHI likewise offered to buy the remaining 1.82% equity stake of minority shareholders under the same terms. The offer period began on 22 November 2000 and ended on 20 December 2000. Republic accepted the offer of ZHIHI and divested all its equity holdings in the Company in favor of the latter. Minority shareholders owning 290,000 common shares of the Company also accepted the tender offer of ZHIHI. As a result, ZHIHI acquired a 98.533% equity stake in the Company.

In August 2001, ZHIHI sold off 14,864,576 of its shares in the Company or approximately 0.53% of its equity therein. Thus, ZHIHI retained a 98% equity stake in the Company.

In June 2007, ZHIHI further sold off 2,555,788,753 of its shares in the Company, or approximately 93.5% of the outstanding capital stock of Zeus, to F. Yap Securities, Inc.-In Trust For Various Clients, namely Zamcore Realty Corporation ("Zamcore"), Horizon Resources Corporation, Lindsay Resources Corporation, Sharone King, Charles Paw, Grace Cerdenia, and George Ivan Ang, thus further reducing its equity stake in the Company to 4.5%. At present, the largest stockholder of the Company is Zamcore, holding a 26.65% equity stake in the Company.

On 13 July 2009, pursuant to its business plan of going into the mining industry, the Company entered into an Operating Agreement with Olympic International Sales Corporation ("Olympic"), whereby the Company was appointed as operator of Olympic's mining claims situated in the municipalities of Carrascal, Cantillan and Madrid, Province of Surigao del Sur, with an approximate area of 4,656.9165 hectares (the "Mining Claims"). The Mining Claims are currently the subject of Application for Production Sharing Agreement No. 000115-XI ("APSA"), pending with the Mines and Geosciences Bureau ("MGB"), CARAGA Regional Office No. XIII, Surigao City. Under the Operating Agreement, the Company will be responsible for the prosecution of the APSA until the same is approved and a Mineral Production Sharing Agreement issued. The Company will explore, and if warranted, develop and operate the Mining Claims.

Also on 13 July 2009, in consideration for the Company's appointment as operator of the Mining Claims, the Company entered into an Agreement to Subscribe to Shares and to Issue Shares with Olympic, whereby the Company would issue to Olympic 10,000,000 shares out of the Company's unissued capital and granted Olympic the option to subscribe to 110,000,000 shares of the Company as follows:

a) Ten Million (10,000,000) shares from the Company's unissued capital within one (1) year from the issuance of the Mineral Production Sharing Agreement ("MPSA"); and
b) One Hundred Million (100,000,000) shares from the Company's unissued capital within five (5) years from the issuance of the MPSA.

To date, the MGB has yet to issue the MPSA.

Notwithstanding the foregoing, the Company currently has minimal operations and, thus, has no full-time employees.

On 5 July 2013, the Company approved the conversion of the existing Deposits for Future Subscription ("DFS") of ZHIHI and F. Yap Securities, Inc.-In Trust For Various Clients, in the total amount of P3,580,900, to common shares of stock the Company. On 6 August 2013, the SEC approved the valuation of the DFS as full payment for 3,580,900 common shares of stock of the Company, at P1.00 per share.

Business of Issuer

Competition

The Company is engaged in business as an investment holding company. As an investment holding enterprise, the Company competes with other investment holding companies in the Philippines in terms of investment prospects. Its previous lone subsidiary, MPCC, was engaged in the manufacture and distribution of cement but, as heretofore stated, the Company divested its equity interest therein in December 2000.

However, with the execution of the Operating Agreement with Olympic for the Company's operation of Olympic's mining claims in Surigao Del Sur, the Company has begun its entry into the mining industry and could possibly compete with other mining companies in the Philippines in terms of generation of mineral products should its planned exploration of Olympic's mining claims be successful.

At this time, the Company is not in a position to discuss the relative financial and market strengths of its competitors either in the holding or mining sector because it does not have the relevant data.

Major Risks

Given the divestment by the Company of all its interest in its lone subsidiary and its current limited operations, the business risks facing the Company at present are minimal.

Franchises

The Company has no existing or pending patents, trademarks, copyrights, licenses, franchises, concessions or royalty agreements, and these are not expected to play a significant role in the operations of the Company in the immediate and medium term.

Government Approvals for Principal Services

Except as regards the operation of the Olympic mining claims which is the subject of an APSA currently pending with the MGB, if and when such is pursued, the present operations of the Company do not necessitate the obtainment of any special government approvals for its products and services.

The Company does not foresee any major impact of existing or probable government regulations on its business.

Research and Development Activities

Given the minimal operations of the Company, it has not engaged in research and development activities during the preceding year.

Costs and Effects of Compliance with Environmental Laws

Compliance costs are minimal given the present status of operations of the Company.

Item 2. Properties

The Company sold all of its real properties valued at P31,423,000.00 in August 2001 and used the proceeds thereof to settle in part its accumulated advances from its previous stockholders. With the disposition of its equity interest in its sole subsidiary and the sale of all of its real estate assets, the Company does not have any major properties at this time.

Item 3. Legal Proceedings

There is no pending legal proceeding involving the Company.

Item 4. Submission of Matters to a Vote of Security Holders

The Annual Stockholders' Meeting ("ASM") of the Company was held on 21 June 2016. In the course thereof, the following matters were submitted to the vote of the stockholders:

1. Call to Order
2. Proof of due notice of the meeting and determination of quorum
3. Approval of the Minutes of the Annual Meeting on November 17, 2015
4. Approval of the Annual Report
5. Election of Directors
6. Appointment of External Auditor
7. Transaction of such other and further business as may properly come before the meeting.

Items 1 to 4 and 6 above were unanimously approved/ratified. In addition, the following were elected as members of the Company's Board of Directors: Felipe U. Yap, Artemio F. Disini, Jose G. Cervantes, Pablo T. Ayson, Jr., Jose Raulito E. Paras, Odette A. Javier, Stephen Y. Yap, and Manuel Jeffrey N. David (independent director).

Punongbayan & Araullo was re-appointed as the Company's external auditor.

****

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Issuer's Common Equity and Related Stockholder Matters

The Company's common equity is traded at the Philippine Stock Exchange. For the last three years, the highs and lows of stock market prices are as follows:

		HIGH	LOW
2016	January – March	0.32	0.29
	April – June	0.305	0.295
	July – September	0.26	0.26
	October – December	0.2490	0.25
2015	January – March	0.375	P0.310
	April – June	0.330	0.220
	July – September	0.300	0.200
	October – December	0.355	0.226
2014	January – March	0.385	0.300
	April – June	0.440	0.315
	July – September	0.510	0.355
	October – December	0.455	0.320

The Company's stock was last traded at the PSE on 11 April 2017 at the price of P0.240 per share.

Holders

As of 31 March 2017, the Company has a total of eight hundred twenty-two (826) stockholders, the top twenty (20) of which are as follows:

	Name of Stockholder	No. of Shares	Percentage (%) of Shareholding
1.	PCD NOMINEE CORPORATION (FILIPINO)	1,448,464,6130	52.92%
2.	ZAMCORE REALTY AND. DEVELOPMENT CORPORATION	599,377,728	21.90%
3a.	F. YAP SECURITIES IN TRUST FOR LINDSAY RESOURCES CORPORATION	410,019,586	14.98%
3b.	F. YAP SECURITIES IN TRUST FOR HORIZON RESOURCES CORPORATION	120,000,000	4.38%
4.	F. YAP SECURITIES, INC.	65,000,000	2.37%
5.	PCD NOMINEE CORPORATION (NON-FILIPINO)	64,294,101	2.35%
6.	R. COYIUTO SECURITIES, INC.	10,310,000	0.38%
7.	FAR EAST CEMENT CORPORATION	6,283,906	0.23%
8.	LUCIO W. YAN	2,500,000	0.09%
9.	F. YAP SECURITIES IN TRUST FOR	2,405,300	0.09%

	VARIOUS CLIENTS		
10.	LINDA H. BUGARIN	2,325,006	0.08%
11.	ZHI HOLDINGS, INC.	1,175,600	0.04%
12.	LI CHIH-HUI	1,000,000	0.04%
13.	PEREGRINE SECURITIES PHILS., INC.	592,000	0.02%
14a.	JOLLY R. BUGARIN	500,000	0.02%
14b.	TIONG SHOU SY &/OR JUANITA S. TAN	500,000	0.02%
15.	MARTIN P. LORENZO	300,000	0.01%
16.	WANDA MICHELLE BUENCAMINO	232,000	0.01%
17.	VICTORIA Z. EGAN	160,000	0.01%
18.	IMELDA TAN UY	88,000	0.003%
19.	DAVID OSMEÑA	70,000	0.003%
20.	LUZ SIY	65,000	0.002%

Dividends

The Company has not declared any cash dividend for the last two (2) fiscal years.

Aside from the general legal restrictions that dividends may be paid only from surplus profits and in such a manner as will not impair the capital of the corporation, there are no other restrictions on the Company from paying dividends on common equity. It is not likely that any additional restrictions will arise in the foreseeable future.

Recent Sales of Unregistered Securities

The Company has not sold any unregistered securities in the past three (3) years.

Item 6. Management's Discussion and Analysis or Plan of Operation

Plan of Operation for 2017

The Company shall continue, as Operator, to prosecute Application for Production Sharing Agreement No. 000115-XI ("APSA") in the name of Olympic International Sales Corporation ("Olympic") with whom the Company has an Operating Agreement. The APSA covers 4,656.9165 hectares situated in the municipalities of Carrascal, Cantillan and Madrid, Province of Surigao del Sur.

The Company is also evaluating other mining sites located in the Northern and Southern regions.

Since the Company has no operations/source of revenues, the major stockholders will continue to provide the cash requirements of the Company. Until the APSA is approved, no major changes in the Company's activities and expenses are expected.

Management's Discussion and Analysis of Financial Condition and Results of Operations for 2016, 2015 & 2014

YEAR 2016

As of December 31, 2016, total assets of the company amounted to P759,599 compared against last year's P753,305.

Decrease in cash is mainly due to payments of rental of the company's annual stockholders' meeting and various administration costs.

Increase in other current assets is attributable to input value added tax on listing and audit fees. Increase in accounts payable and accrued expenses is due to accrual of expenses.

The Company posted a net loss of P685,638 during the year, lower by 7% from last year's P738,056 which is attributable to the decrease in contracted services from outside suppliers during board of directors meetings.

The top 5 performance indicators of the Company are as follows:

Ratios	Formula	31-Dec-16	31-Dec-15	31-Dec-14
Current Ratio	Current assets / Current liabilities	0.98 :1 759,599 / 771,629	1.03 :1 753,305 / 729,697	2.04 :1 1,490,322 / 728,658
Debt to Equity Ratio	Total liabilities / Equity	-64.14 :1 771,629 / -12,030	30.91 :1 729,697 / 23,608	0.96 :1 728,658 / 761,664
Capital Adequacy Ratio	Equity / Total assets	-0.02 :1 -12,030 / 759,599	0.03 :1 23,608 / 753,305	0.51 :1 761,664 / 1,490,322
Book value per share	Equity / Total # of shares	-0.000004 -12,030 / 2,737,044,807	0.00001 23,608 / 2,737,044,807	0.00028 761,664 / 2,737,044,807
Loss per Share	Net loss / Total # of shares	-0.00025 -685,638 / 2,737,044,807	-0.00027 -738,056 / 2,737,044,807	-0.00028 -765,746 / 2,737,044,807

Current ratio shows the Company's ability to meet its short term financial obligation. As of December 31, 2016, the Company has P0.98 cents worth of current assets for every peso of liabilities as compared to last year's P1.03.

Debt to Equity ratio indicates the extent of the Company to which debt is covered by shareholder's fund. It reflects the relative position of the equity holders and the lenders. As of December 31, 2016, the Company's debt to equity is -64.14 compared to last year's 30.91. The major shareholder is willing to support the Company as the need arises.

Capital Adequacy Ratio is computed by dividing the Total Equity over Total Assets. It measures the financial strength of the Company. As of December 31, 2016, the Company's Adequacy Ratio is -0.02 compared to last year's 0.03.

Book value per share measures the recoverable amount in the event of liquidation if assets are realized at book value. The Company has book value per share of -P0.000004 as of December 31, 2016.

Loss per share is calculated by dividing net loss by the weighted average number of shares issued and outstanding. As of December 31, 2016, the Company's loss per share posted at P0.00025 per share.

(a) Full Fiscal Years

Discussion and analysis of material event/s and uncertainties known to management that would address the past and would have an impact on future operations of the following:

(i) *Any known trends, demands, commitments, events or uncertainties that will have a material impact on issuer's liability.*

There are no known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company and its subsidiaries liquidity increasing or decreasing in any material way.

(ii) *Events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation*

There are no known events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

(iii) *Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.*

There are no known off-balance sheet transactions, arrangements, obligations (including contingent obligations), during the period.

(iv) *Material Commitment for Capital Expenditure*

The Company has not entered into any material commitment for capital expenditure.

(v) *Others*

There are no known trends, events or uncertainties that have material impact on net sales/revenues/income from continuing operations.

The Company did not recognize income or loss during the quarter that did not arise from continuing operations.

There are no known causes for material change (of material item) from period to period.

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

YEAR 2015

As of December 31, 2015, total assets of the company amounted to P753,305 compared with last year's P1,490,322.

Decrease in cash was mainly due to payments of the company's annual listing fee to the Philippine Stock Exchange, (P253,000), professional fees of external auditors (P234,000) in connection with the audit of financial statements, and various administration costs (P304,873).

Increase in other current assets is attributable to input value added tax on listing and audit fees. Increase in accounts payable and accrued expenses is due to accrual of expenses.

The Company posted a net loss of P738,056 during the year, lower by 4% from last year's P765,746 which is attributable mainly to lower cost of training/seminar of officers and directors.

The top 5 performance indicators of the Company are as follows:

Ratios	Formula	31-Dec-15	31-Dec-14	31-Dec-13
Current Ratio	Current assets / Current liabilities	1.03 :1 753,305 / 729,697	2.04 :1 1,490,322 / 728,658	1.74:1 1,235,378 / 707,968
Debt to Equity Ratio	Total liabilities / Equity	30.91 :1 729,697 / 23,608	0.96 :1 728,658 / 761,664	1.34:1 707,968 / 527,410
Capital Adequacy Ratio	Equity / Total assets	0.03 :1 23,608 / 753,305	0.51 :1 761,664 / 1,490,322	0.43 :1 527,410/ 1,235,378
Book value per share	Equity / Total # of shares	0.00001 23,608 / 2,737,044,807	0.00028 761,664 / 2,737,044,807	0.00019 527,410 / 2,733,463,907
Loss per Share	Net loss / Total # of shares	-0.00027 -738,056 / 2,737,044,807	-0.00028 -765,746 / 2,737,044,807	-0.00025 -721,417 / 2,733,463,907

Current ratio shows the Company's ability to meet its short term financial obligation. As of December 31, 2015, the Company has P1.03 cents worth of current assets for every peso of liabilities as compared to last year's P2.04.

Debt to Equity ratio indicates the extent of the Company to which debt is covered by shareholder's fund. It reflects the relative position of the equity holders and the lenders. As of December 31, 2015, the Company's debt to equity is 30.91 compared to last year's 0.96. The major shareholder is willing to support the Company as the need arises.

Capital Adequacy Ratio is computed by dividing the Total Equity over Total Assets. It measures the financial strength of the Company. As of December 31, 2015, the Company's Adequacy Ratio is 0.03 compared to last year's 0.51.

Book value per share measures the recoverable amount in the event of liquidation if assets are realized at book value. The Company has book value per share of P0.00001 as of December 31, 2015.

Loss per share is calculated by dividing net loss by the weighted average number of shares issued and outstanding. As of December 31, 2015, the Company's loss per share posted at P0.00027 per share.

There are no known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company and its subsidiaries liquidity increasing or decreasing in any material way. Neither are there *known events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation; or* Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.

The Company has not entered into any material commitment for capital expenditure.

YEAR 2014

As of 31 December 2014, total assets stood at P1,490,322 compared to the previous year's P1,235,378. The increase in cash is mainly due to cash infusion by the major shareholder during the year. Increase in other current assets is attributable to input value added tax on listing and audit fee. Increase in accounts payable and accrued expenses is due to accrual expenses. Cash infusion by the major shareholder was recorded as "Additional paid in capital" or APIC, resulting in the increase of APIC by 3%.

During the year, the Company posted a net loss of P765,746, higher by 6% from the previous year's P721,417. The increase is attributable to the increase in training and seminar of the directors. "Meetings and conferences" represents meal expenses incurred during board of directors meetings during the year.

The top 5 performance indicators of the Company are as follows:

Ratios	Formula	31-Dec-14	31-Dec-13	31-Dec-12
Current Ratio	Current Assets/Current Liabilities	2.04 :1 1,490,322 / 728,658	1.74 :1 1,235,378 / 707,968	0.25 :1 1,050,319 / 4,282,392
Debt to Equity Ratio	Total Liabilities/Stockholders' Equity	0.96 :1 728,658/ 761,664	1.34 :1 707,968/ 527,410	-1.32 :1 4,282,392 / -3,232,073
Capital Adequacy Ratio	Stockholders' Equity/Total Assets	1.96 :1 761,664 / 1,490,322	0.43 :1 527,410 / 1,235,378	-3.08 :1 -3,232,073 / 1,050,319
Book Value Per Share	Stockholders' Equity/Total # of shares	0.00028 761,664 / 2,737,044,807	0.00019 527,410 / 2,737,044,807	-0.00118 -3,232,073 / 2,733,463,907
Loss Per Share	Net Loss/Total # of Shares	-0.00028 -765,746 / 2,737,044,807	-0.00025 -721,417 / 2,737,044,807	-0.00025 -673,747 / 2,733,463,907

Current Ratio shows the Company's ability to meet its short term financial obligation. As of 31 December 2014, the Company has P2.04 cents worth of current assets for every peso of liabilities as compared to the previous year's P1.74. The increase is attributable to advances made from shareholders.

Debt to Equity Ratio indicates the extent of the Company to which debt is covered by shareholder's fund. It reflects the relative position of the equity holders and the lenders. As of 31 December 2014, the Company's debt to equity is 0.96 compared to the previous year's 1.34. The major shareholder is willing to support the Company as the need arises.

Capital Adequacy Ratio is computed by dividing the Total Equity over Total Assets. It measures the financial strength of the Company. As of 31 December 2014, the Company's Adequacy Ratio is 1.96 compared to the previous year's 0.43.

Book Value Per Share measures the recoverable amount in the event of liquidation if assets are realized at book value. The Company has book value per share of P0.00028 as of 31 December 2014.

Loss Per Share is calculated by dividing net loss by the weighted average number of shares issued and outstanding. As of 31 December 2014, the Company's loss per share posted at P0.00028 per share.

There are no known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company and its subsidiaries liquidity increasing or decreasing in any material way. Neither are there *known events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation; or* Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.

The Company has not entered into any material commitment for capital expenditure.

Item 7. Financial Statements

The Audited Consolidated Financial Statements of the Company for the years ended 31 December 2016 and 2015 is attached hereto.

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There are no known disagreements with the external auditors on accounting principles or practices, financial disclosures, or on the scope or procedure of the audit.

Audit and Audit-Related Fees - UPDATED

The total fees for services rendered by the external auditor are as follows:

	2016	2015	2014
Professional Fees	172,500	150,000	140,000
Value Added Tax	0.00	18,000	16,800
TOTAL Audit Fees	172,500	168,000	156,800

The services rendered by the external auditor includes the audit of the Company's annual financial statements, review of interim financial statements and services that are normally provided by the external auditors in connection with statutory and regulatory filings or engagements for the years ended 31 December 201 6 and 2015. This category also includes advice on audit and accounting matters that arose during, or as a result of, the audit or the review of interim financial statements.

Other than the audit fees, we did not have any other audit-related fees for the years ended December 31, 2016 and 2015.

As a matter of policy, the Audit Committee pre-approves all audit and non-audit services as these are proposed or endorsed before these services are performed by the external auditors, with the objective, among others, of ensuring that non-audit fees do not outweigh the fees earned from the external audit.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

The Company's Board of Directors is composed of nine (9) members of proven competence and integrity, led by a Chairman who is tasked to ensure that the Board functions in an effective and collegial manner. Two of the Company's nine (9) directors are independent directors.

The following are the members of the Board of Directors and the Senior Officers of the Corporation, each of whom was elected as such for a period of one (1) year at the ASM held on 21 June 2016, with their respective age, nationality period of service, and directorships/officerships in other companies indicated:

a. **FELIPE U. YAP** – Director/Chairman (4 November 1998 to present)

- *Chairman and Chief Executive Officer of* Lepanto Consolidated Mining Company* (1988 to present), Lepanto Investment & Development Corporation, Diamant Manufacturing and Trading Corporation, Diamond Drilling Corporation of the Philippines, Far Southeast Gold Resources, Inc., Manila Mining Corporation* (1998 to present), and Shipside, Inc.
- *Director and Chairman of* Prime Orion Philippines, Inc. from 2000-2016; Vice-Chairman effective February 24, 2016.
- *Director/Chairman* of FLT Prime Insurance Corporation, Orion Land Inc., Tutuban Properties, Inc., Orion I Holdings Philippines, Inc., and Kalayaan Copper-Gold Resources, Inc.
- *Director of* Manila Peninsula Hotel, Inc., Philippine Associated Smelting & Refining Corporation, Orion Property Development, Inc., and BA-Lepanto Condominium Corporation

b. **JOSE G. CERVANTES** – Director (28 November 2007 to present)

- *Director of* Lepanto Consolidated Mining Company* (2006 to present)

c. **ARTEMIO F. DISINI** – Director (14 November 2014 to present) and President (25 April 2016)

- *Chairman of the* Chamber of Mines of the Philippines
- *President of* Sulu Sea Mineral Management Corporation

- *Trustee of the* Philippine-Australian Business Council
- *Trustee of* JVO Foundation, Inc.

d. **STEPHEN Y. YAP** – Director (28 November 2007 to present)

- *President of* Starman Sales, Inc.
- *Vice-President for Group Property Investments of* Tutuban Properties, Inc.
- *Director of* Manila Mining Corporation* (April 2013 to present)

e. **ATTY. MANUEL JEFFREY N. DAVID**, has likewise been nominated as independent director for the first time. The following are Atty. David's current directorships and significant positions held:

- Associate at Aranas Law Offices
- *Director*, Fastmedia Solutions, Inc.
- *Director*, Softmedia Marketing and Services, Inc.
- *Director*, Aroma Asia Food Trading Enterprises, Inc.

f. **ATTY. JOSE RAULITO E. PARAS** - Director

- *Managing Partner of* Andres Padernal and Paras Law Offices
- *Director of* Philippine Fire and Marine Insurance Corporation from 15 April 2008; *Chairman and Chief Executive Officer* effective 12 May 2016.

g. **ATTY. PABLO T. AYSON, JR.** - Director

- *Vice President-Mining Claims of* Lepanto Consolidated Mining Company.
- *Vice President of* Manila Mining Corporation and Far Southeast Gold Resources, Inc. and *a Director of* Kalayaan Copper-Gold Resources, Inc.

h. **ATTY. ODETTE A. JAVIER** – Director and Corporate Secretary

- *Vice President-Assistant Corporate Secretary of* Lepanto Consolidated Mining Company.
- *Assistant Corporate Secretary of* Manila Mining Corporation and Far Southeast Gold Resources, Inc.
- *Director and Corporate Secretary of* Lepanto Investment & Development Corporation and Diamant Manufacturing and Trading Corporation.

The Nomination and Election Committee of the Company is composed of Atty. Jesus Clint O. Aranas (Resigned), with Mr. Felipe U. Yap as member. The Compensation and Remuneration Committee is chaired by Mr. Felipe U. Yap, with Mr. Jesus Clint O. Aranas as member. The Audit Committee is chaired by Atty. Jesus Clint O. Aranas, with Ms. Ma. Lourdes B. Tuason and Mr. Stephen Y. Yap as members.

Other than the aforementioned executive officers, there are no employees at present who are expected to make a significant contribution to the Company's business.

Terms of Office

The directors of the Company are elected each year to serve until the next annual meeting of stockholders and until their successors are elected and qualified, except in case of death, resignation, disqualification or removal from office. The term of office of all officers is coterminous with that of the board of directors that elected or appointed them.

Family Relationships

The Chairman, Mr. Felipe U. Yap, is the uncle (third civil degree) of Director Stephen Y. Yap.

Involvement in Certain Legal Proceedings

There has been no occurrence of any of the following events during the past five (5) years that are material to any evaluation of the ability of any director or executive officer of the Company:

a. 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;

b. 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;

c. 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

d. Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization, to have violated a securities or commodities law, and the judgment has not been reversed, suspended or vacated.

Development Program for Directors and Senior Management

As part of the Company's continuing education program, the Company's directors and officers attend at least one corporate governance seminar per year. They also attend external courses relevant to their role in the Company.

The following are the seminars attended by the Company's directors and officers for the past three (3) years:

Name of Director/Officer	Date of Training	Corporate Governance Seminar	Name of Training Institution
Felipe U. Yap	29 November 2016	Corporate Governance	Center for Global Best Practices
Jose G. Cervantes	29 November 2016	Corporate Governance	Center for Global Best Practices
Pablo T. Ayson, Jr.	29 November 2016	Corporate Governance	Center for Global Best Practices
Manuel Jeffrey N. David	29 November 2016	Corporate Governance	Center for Global Best Practices
Odette A. Javier	29 November 2016	Corporate Governance	Center for Global Best Practices
Jose Raulito E. Paras	29 November 2016	Corporate Governance	Center for Global Best Practices
Stephen Y. Yap	29 November 2016	Corporate Governance	Center for Global Best Practices

Attendance of Directors in Meetings

The following is the record of the directors' attendance in board meetings held for the year 2016:

Board	Name	Date of Election	No. of Meetings Held During the Year 2016	No. of Meetings Attended	%
Chairman	Felipe U. Yap	21 June 2016	4	4	100%
Member	Jose G. Cervantes	21 June 2016	4	4	100%
Member	Artemio F. Disini	21 June 2016	4	4	100%
Member	Pablo T. Ayson. Jr.	21 June 2016	2	2	100%
Member	Odette A. Javier	21 June 2016	2	2	100%
Member	Jose Raulito E. Paras	21 June 2016	2	2	100%
Member	Stephen Y. Yap	21 June 2016	4	4	100%
Independent	Manuel Jeffrey N. David	21 June 2016	4	4	100%

All directors attended the Annual Stockholders' Meeting held on 21 June 2016, which is the lone stockholders' meeting held in 2016.

Item 10. Executive Compensation

The members of the Board of Directors and the executive officers of the Company have not received any compensation for the last two fiscal years. There are no other arrangements between the Company and any of its directors for any form of compensation for services rendered during the last completed fiscal year and the ensuing year. There are likewise no arrangements for employment contracts, termination of employment and change in control arrangements between the Company and any of its executive officers.

Item 11. Security Ownership of Certain Beneficial Owners and Management

A. *Ownership of Certain Record and Beneficial Owners (more than 5%)* (as of 31 March 2017)

Title of Class	Name and Address of Record and Relationship With Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	Amount and Nature of Record/Beneficial Ownership (indicate by "r" or "b")	Percent of Class
Common	PCD Nominee Corporation** / G/F Makati Stock Exchange, Ayala Ave., Makati City / Stockholder	PCD Participants (Brokers) / Various Individuals and Corporations / Clients	Filipino	1,449,684,614 (r)	52.96%
Common	Zamcore Realty and Development Corporation* / 5/F Lepanto Bldg., Paseo De Roxas, Makati City / Stockholder	Zamcore Realty and Development Corporation	Filipino	599,377,728 (r)	21.90%
Common	F. Yap Securities, Inc.*** / 23/F East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City / Broker	Lindsay Resources Corporation / Client	Filipino	410,019,586 (r)	14.98%
Common	F. Yap Securities, Inc.**** / 23/F East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City / Broker	Horizon Resources Corporation / Client	Filipino	120,000,000 (r)	4.38%

* PCD Nominee Corporation, a private company and wholly-owned subsidiary of the Philippine Central Depository, Inc. (PCDI), is the registered owner of the Zeus shares. However, beneficial ownership of such shares pertains to the PCD participants (brokers) and/or their clients (corporations or individuals), in whose names these shares are recorded in their respective books. The Company has no knowledge as to whether a single individual or entity holds beneficial ownership of at least 5% or more of Zeus shares registered in the name of PCD Nominee Corporation.
**Zamcore Realty and Development Corporation acquired all of its shares in Zeus through its broker F. Yap Securities, Inc. (FYSI). These shares were part of the 2,555,788,753 shares of stock in the Company sold by ZHI Holdings, Inc. to FYSI In Trust For Various Clients on 20 June 2007.
***FYSI holds the 410,019,586 Zeus shares in trust for Lindsay Resources Corporation.
****FYSI holds the 120,000,000 Zeus shares in trust for Horizon Resources Corporation.

B. *Security Ownership of Management (other than as Nominees) (as of 31 March 2017)*

NONE

Title of class of the shares owned and percentage of ownership of all directors and executive officers as a group:

Title of Class	Name of beneficial owner	Amount and nature of beneficial ownership	Citizenship	Percent of class
Common	Felipe U. Yap	1 *(d)	Filipino	0%
	Jose G. Cervantes	1 *(d)	Filipino	0%
	Artemio F. Disini	1 *(d)	Filipino	0%
	Pablo T. Ayson. Jr.	1 *(d)	Filipino	0%
	Odette A. Javier	1 *(d)	Filipino	0%
	Jose Raulito E. Paras	1 *(d)	Filipino	0%
	Stephen Y. Yap	1 *(d)	Filipino	0%
	Manuel Jeffrey N. David	1 *(d)	Filipino	0%
		Total 8		

Natural persons owning more than 5% of the registrant's voting shares and who have the power to vote the same: NONE.

C. *Voting Trust Holders of 5% or More*

There are no voting trust holders of 5% or more of the common shares.

D. *Changes in Control*

There has been no change in the control of the Company since the beginning of the last fiscal year.

Item 12. Certain Relationships and Related Transactions

Related party transactions are transfers of resources, services or obligations between the Company and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Company; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance Program - Per SEC Circular Memorandum No. 20 paragraph 3 – publicly-listed companies shall not be required to post on their websites the Consolidated Changes in the ACGR for 2016 on or before January 10, 2017. Likewise, they shall not be required to attach the same to their 2016 Annual Report (SEC Form 17-A).

To date, the Company has not yet fully complied with the provisions of its Manual on Corporate Governance with respect to the following:

Provisions of the Manual	Explanation
Board of Directors; Duties and Functions. – • Establishment and maintenance of an investor relations program that will keep the stockholders informed of important developments in the Corporation. • Identification of the sectors in the community in which the Corporation operates or which are directly affected by its operations and formulate a clear policy of accurate, timely and effective communications with them. • Establishment and maintenance of an alternative dispute resolution system in the Corporation that can amicably settle conflicts or differences between the Corporation and its stockholders, and the Corporation and third parties, including regulatory authorities.	 • Due to limited operations, the Corporation has yet to establish an investor relations program. In any case, all important developments are posted in the Corporation's website (www.zeusholdingsinc.com), which is easily accessible and regularly updated. • Due to limited operations, the Corporation does not perceive a need at this time to formulate a communications policy with regard to relevant sectors of the community. • Due to limited operations, the Corporation has yet to establish an alternative dispute resolution system for settlement of conflicts.
Compensation and Remuneration Committee; Duties and Responsibilities. – • Establishment of a formal and transparent procedure for developing a policy on executive remuneration packages of corporate officers and directors, and provide oversight over remuneration of senior management and other key personnel. • Designation of amount of remuneration sufficient to attract and retain directors and officers who are needed to run the Corporation successfully.	Due to limited operations, the Company has no compensation scheme for its directors and officers at this time.
Audit Committee; Duties and	Due to limited operations, the Company does not

Responsibilities.– • Organization of an internal audit department.	perceive a need at this time for the organization of an internal audit department.

PART V – EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

(a) Exhibits

Descriptions	Exhibit
1. Audited Financial Statements	1

(b) Reports on SEC Form 17-C

During the period covered by this report, the reports on 17-C (Current Report) filed with the Commission cover the following:

Date of Report	Subject
February 16, 2016	Approved Amendment of Article III of its Articles of Incorporation.
March 21, 2016	Resignation of Director and President
March 28, 2016	Resignation of Dirs. Sugapong and Parker
April 25, 2016	Appointment of President and Setting of Annual Stockholders' Meeting
June 21, 2016	Results of Organizational Meeting
June 21, 2016	Results of Annual Stockholders' Meeting
July 13, 2016	Resignation of Dir. Jesus Clint O. Aranas

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Makati on April 17, 2017.

By:

FELIPE U. YAP
Chairman
SSS No. 06-0091101-0

ARTEMIO F. DISINI
President
TIN 117-434-713

MA. LOURDES B. TUASON
Treasurer
SSS No. 03-2082979-6

ODETTE A. JAVIER
Corporate Secretary
SSS No. 03-7641344-4

SUBSCRIBED AND SWORN TO before me this 17th day of April 2017 at Makati City, affiant exhibiting to me their SSS ID nos. indicated above.

Doc. No. 185 ;
Page No. 37 ;
Book No. I ;
Series of 2017.

MARVIN LESTER N. DE PAZ
Notarial Appointment No. M-459
Notary Public for Makati City
Until 31 December 2017
21st Floor Lepanto Building
8747 Paseo de Roxas, 1226 Makati City
Roll No. 63424
IBP No. 1055074; 12-28-16; PPLM
PTR No. 5918342; 01-11-17 Makati City
MCLE Compliance No. V-0021547; 05-13-16

ZEUS HOLDINGS, INC.
21/F Lepanto Building, 8747 Paseo de Roxas, Makati City
Tel No. 815-9447 / Fax No. 810-5583

SECURITIES AND EXCHANGE COMMISSION
Secretariat Building, PICC Complex
Roxas Boulevard, Metro Manila

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Zeus Holdings, Inc.** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended **December 31, 2016 and 2015**, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidated the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

P & A Grant Thornton., the independent auditor appointed by the stockholders, has audited financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Signature:
FELIPE U. YAP
Chairman of the Board
SSS#06-0091101-0

Signature:
ARTEMIO F. DISINI
President
SSS#01-0067137-1

Signature:
MA. LOURDES B. TUASON
Treasurer
SSS#03-2082979-6

Signed this 27th day of March 2017

SUBSCRIBED AND SWORN TO before me this 27th day of March 2017 at Makati City, affiant exhibiting to me their Senior and SSS ID nos. indicated above.

Doc. No. 151;

Page No. 31;

Book No. I;

Series of 2017.

MARVIN LESTER N. DE PAZ
Notarial Appointment No. M-459
Notary Public for Makati City
Until 31 December 2017
21st Floor Lepanto Building
8747 Paseo de Roxas, 1226 Makati City
Roll No. 63424
IBP No. 1055074; 12-28-16, PPLM
PTR No 5918342; 01-11-17 Makati City
MCLE Compliance No V-0021547; 05-13-16

P&A
Grant Thornton
An instinct for growth™

Financial Statements and Independent Auditors' Report

Zeus Holdings, Inc.

December 31 2016, 2015 and 2014

P&A
Grant Thornton
An instinct for growth™

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 988 2288
F +63 2 886 5506
grantthornton.com.ph

Report of Independent Auditors

The Board of Directors and Stockholders
Zeus Holdings, Inc.
21/F, Lepanto Building
8747 Paseo de Roxas
Barangay Bel-Air, Makati City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Zeus Holdings, Inc. (the Company), which comprise the statements of financial position as at December 31, 2016 and 2015, and the statements of comprehensive income, statements of changes in equity (capital deficiency) and statements of cash flows for each of the three years in the period ended December 31, 2016, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2016 and 2015, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2016, in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that the Company incurred net losses of P685,638 and P738,056 for the years ended December 31, 2016 and 2015, respectively, which resulted into deficit amounting to P2,775,000,778 and P2,774,315,140 as of December 31, 2016 and 2015, respectively, and a capital deficiency of P12,030 as of December 31, 2016. For the current and past few years, the Company has not undertaken any investing or operating activity. The recurring net losses resulting to deficit and capital deficiency, and the inability of the Company to undertake any investing or operating activity in the current and previous years indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The Company, however, continuously evaluates possible business opportunities, particularly, in engaging in mining activities in the foreseeable future to revitalize its operations. In connection with our audit, we have performed audit procedures to evaluate management's plans and actions as to likelihood of improving the situation and as to feasibility under the circumstances. Accordingly, the Company's financial statements have been prepared assuming that the Company will continue as a going concern entity which contemplates the realization of assets and the settlement of liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2016, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2016 are expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information for the year ended December 31, 2016 required by the Bureau of Internal Revenue as disclosed in Note 13 to the financial statements is presented for purposes of additional analysis and is not a required part of the basic financial statements prepared in accordance with PFRS. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner on the audits resulting in this independent auditors' report is Sheryl G. Llovido.

PUNONGBAYAN & ARAULLO

By: Sheryl G. Llovido
Partner

CPA Reg. No. 0108392
TIN 221-750-103
PTR No. 5908632, January 3, 2017, Makati City
SEC Group A Accreditation
Partner - No. 1554-A (until April 14, 2019)
Firm - No. 0002-FR-4 (until Apr. 30, 2018)
BIR AN 08-002511-36-2015 (until Nov. 1, 2018)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Dec. 31, 2018)

March 14, 2017

ZEUS HOLDINGS, INC.
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2016 AND 2015
(Amounts in Philippine Pesos)

	Notes	2016	2015
A S S E T S			
CURRENT ASSETS			
Cash	2, 11	P **52,386**	P 83,869
Input value-added tax	13	**707,213**	669,436
TOTAL ASSETS		P **759,599**	P 753,305
LIABILITIES AND EQUITY (CAPITAL DEFICIENCY)			
CURRENT LIABILITIES			
Accounts payable and accrued expenses	4	P **771,629**	P 729,697
EQUITY (CAPITAL DEFICIENCY)			
Capital stock	7	**2,737,044,807**	2,737,044,807
Additional paid-in capital	7	**37,943,941**	37,293,941
Deficit	1	(**2,775,000,778**)	(2,774,315,140)
Total Equity (Capital Deficiency)		(**12,030**)	23,608
TOTAL LIABILITIES AND EQUITY		P **759,599**	P 753,305

See Notes to Financial Statements.

ZEUS HOLDINGS, INC.
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2016, 2015, AND 2014*
(Amounts in Philippine Pesos)

	Notes	2016	2015	2014
EXPENSES				
Professional fees		P 299,700	P 234,000	P 224,000
Taxes and licenses	13	274,724	272,510	278,010
Meetings and conferences		36,471	16,690	19,386
Rental		31,500	31,500	15,789
Transportation and travel		8,109	1,542	1,507
Photocopying and reproduction		6,840	10,678	29,002
Communication		1,774	16,587	8,716
Insurance		900	1,014	-
Contracted services		-	107,669	107,669
Trainings and seminars		-	22,900	57,346
Representation and entertainment		-	697	3,952
Advertising and promotions		-	-	-
Other operating expenses		25,620	22,269	20,369
NET LOSS		685,638	738,056	765,746
OTHER COMPREHENSIVE INCOME		-	-	-
TOTAL COMPREHENSIVE LOSS		P 685,638	P 738,056	P 765,746
Loss Per Share	8	P 0.00025	P 0.00027	P 0.00028

See Notes to Financial Statements.

* The Company was incorporated on December 17, 1981. For the current and past few years, the Company has not undertaken any investing or operating activity.

ZEUS HOLDINGS, INC.
STATEMENTS OF CHANGES IN EQUITY (CAPITAL DEFICIENCY)
FOR THE YEARS ENDED DECEMBER 31, 2016, 2015, AND 2014*
(Amounts in Philippine Pesos)

	Notes	2016	2015	2014
CAPITAL STOCK - P1 par value	7			
Authorized - 3,000,000,000 shares				
Subscribed, issued and				
outstanding - 2,737,044,807 shares		P 2,737,044,807	P 2,737,044,807	P 2,737,044,807
ADDITIONAL PAID-IN CAPITAL				
Balance at beginning of year		37,293,941	37,293,941	36,293,941
Cash infusion during the year	5, 7	650,000	-	1,000,000
Balance at end of year		37,943,941	37,293,941	37,293,941
DEFICIT	1			
Balance at beginning of year		(2,774,315,140)	(2,773,577,084)	(2,772,811,338)
Net loss for the year		(685,638)	(738,056)	(765,746)
Balance at end of year		(2,775,000,778)	(2,774,315,140)	(2,773,577,084)
TOTAL EQUITY (CAPITAL DEFICIENCY)		(P 12,030)	P 23,608	P 761,664

See Notes to Financial Statements.

* The Company was incorporated on December 17, 1981. For the current and past few years, the Company has not undertaken any investing or operating activity.

ZEUS HOLDINGS, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2016, 2015, AND 2014*
(Amounts in Philippine Pesos)

	Notes	2016	2015	2014
CASH FLOWS FROM PRE-OPERATING ACTIVITIES				
Net loss representing pre-operating loss before working capital changes		(P 685,638)	(P 738,056)	(P 765,746)
Increase in input value-added tax	13	(37,777)	(54,856)	(74,143)
Increase in accounts payable and accrued expenses	4	41,932	1,039	20,690
Net Cash Used in Pre-operating Activities		(681,483)	(791,873)	(819,199)
CASH FLOWS FROM A FINANCING ACTIVITY				
Cash infusion received from stockholders	5 , 7	650,000	-	1,000,000
NET INCREASE (DECREASE) IN CASH		(31,483)	(791,873)	180,801
CASH AT BEGINNING OF YEAR		83,869	875,742	694,941
CASH AT END OF YEAR		P 52,386	P 83,869	P 875,742

See Notes to Financial Statements.

* The Company was incorporated on December 17, 1981. For the current and past few years, the Company has not undertaken any investing or operating activity.

ZEUS HOLDINGS, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2016, 2015, AND 2014
(Amounts in Philippine Pesos)

1. GENERAL INFORMATION

1.1 Corporate Information

Zeus Holdings, Inc. (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on December 17, 1981 to engage in the purchase and sale of investments. The Company has no commercial operations as of December 31, 2016.

The shares of the Company are listed and traded at the Philippine Stock Exchange (PSE).

In their respective meetings dated November 17, 2015 and November 20, 2015, the Board of Directors (BOD) and the stockholders approved the change in the Company's registered office address, which is also its principal place of business, from 20th Floor, LKG Tower, 6801 Ayala Avenue, Makati City to 21/F, Lepanto Building, 8747 Paseo de Roxas, Barangay Bel-Air, Makati City. The change in the Company's registered address was approved by the SEC on February 4, 2016 and the Bureau of Internal Revenue (BIR) on July 28, 2016.

The finance and administrative functions of the Company are being handled by a third party (see Note 5.3).

1.2 Status of Operations

The Company incurred net losses of P685,638 and P738,056 for the years ended December 31, 2016 and 2015, respectively, which resulted into deficit amounting to P2,775,000,778 and P2,774,315,140 as of December 31, 2016 and 2015, respectively, and capital deficiency of P12,030 as of December 31, 2016. For the current and past few years, the Company has not undertaken any investing or operating activity.

The recurring net losses resulting to deficit and capital deficiency, and the inability of the Company to undertake any investing or operating activity in the current and previous years indicate that a material uncertainty exists that may cast significant doubt in the Company's ability to continue as a going concern. The Company, however, continuously evaluates possible business opportunities, particularly, in engaging in mining activities in the foreseeable future to revitalize its operations. On September 28 and November 28, 2007, the BOD and the stockholders, respectively, approved a proposed business plan involving the contemplated shift in the Company's primary purpose from an investment holding company to a mining entity.

On July 13, 2009, the Company entered into an operating agreement with Olympic International Sales Corporation (Olympic) which allows the Company to explore and, if warranted, develop Olympic's mining claims in the province of Surigao del Sur. The mining claims are the subject of an Application for Production Sharing Agreement (APSA) filed by Olympic with the Mines and Geosciences Bureau (MGB). The Company can only operate the mining claims upon the approval of the APSA and issuance of the Mineral Production Sharing Agreement (MPSA) by the Department of Environment and Natural Resources (DENR). The operating agreement shall take effect for a period of 25 years from the date of issuance of MPSA (see also Note 10). As at December 31, 2016, the MPSA has not yet been issued by the DENR while the approval of the APSA is still pending with the MGB.

The financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the recoverability of its assets and settlement of its liabilities in the normal course of business. Accordingly, these financial statements do not include any adjustments on the recoverability and reclassifications of the remaining assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

1.3 Approval of Financial Statements

The financial statements of the Company as of and for the year ended December 31, 2016 (including the comparative financial statements as of December 31, 2015 and for the years ended December 31, 2015 and 2014) were authorized for issue by the Company's BOD on March 14, 2017.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these financial statements are summarized below and in the succeeding pages. The policies have been consistently applied to all years presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy.

The financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Company presents all items of income, expense and other comprehensive income in a single statement of comprehensive income.

The Company presents a third statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position as at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

(c) Functional and Presentation Currency

These financial statements are presented in Philippine pesos, the Company's functional [see Note 3.1(a)] and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2016 that is Relevant to the Company

The Company adopted for the first time PAS 1(Amendments), *Presentation of Financial Statements –Disclosure Initiative* which is mandatorily effective for annual periods beginning on or after January 1, 2016. These amendments encourage entities to apply professional judgment in presenting and disclosing information in the financial statements. Accordingly, they clarify that materiality applies to the whole financial statements and an entity shall not reduce the understandability of the financial statements by obscuring material information with immaterial information or by aggregating material items that have different natures or functions. Moreover, the amendments clarify that an entity's share in other comprehensive income of associates and joint ventures accounted for using equity method should be presented based on whether or not such other comprehensive income item will subsequently be reclassified to profit or loss. They further clarify that in determining the order of presenting the notes and disclosures, an entity shall consider the understandability and comparability of the financial statements.

(b) Effective in 2016 that are not Relevant to the Company

The following new PFRS, amendments and annual improvements to existing standards are mandatorily effective for annual periods beginning on or after January 1, 2016 but are not relevant to the Company's financial statements:

PAS 16 and 38 (Amendments)	:	Property, Plant and Equipment, and Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortization
PAS 16 and 41 (Amendments)	:	Property, Plant and Equipment, and Agriculture – Bearer Plants
PAS 27 (Amendments)	:	Separate Financial Statements – Equity Method in Separate Financial Statements

PFRS 10, PFRS 12 and PAS 28 (Amendments)	:	Consolidated Financial Statements, Disclosure of Interests in Other Entities, and Investments in Associates and Joint Ventures – Investment Entities – Applying the Consolidation Exception
PFRS 11 (Amendments)	:	Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations
PFRS 14	:	Regulatory Deferral Accounts
Annual Improvements to PFRS (2012-2014 cycle)		
PAS 19 (Amendments)	:	Employee Benefits – Discount Rate: Regional Market Issue
PAS 34 (Amendments)	:	Interim Financial Reporting – Disclosure of Information "Elsewhere in the Interim Financial Report"
PFRS 5 (Amendments)	:	Non-current Assets Held for Sale and Discontinued Operations – Changes in Methods of Disposal
PFRS 7 (Amendments)	:	Financial Instruments: Disclosures – Servicing Contracts and Applicability of the Amendments to PFRS 7 to Condensed Interim Financial Statements

(c) Effective Subsequent to 2016 but not Adopted Early

There are new PFRS and amendments to existing standards effective for annual periods subsequent to 2016, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Company's financial statements:

(i) PAS 7 (Amendments), *Statement of Cash Flows – Disclosure Initiative* (effective from January 1, 2017). The amendments are designed to improve the quality of information provided to users of financial statements about changes in an entity's debt and related cash flows (and non-cash changes). It requires an entity to provide disclosures that enable users to evaluate changes in liabilities arising from financing activities. An entity applies its judgment when determining the exact form and content of the disclosures needed to satisfy this requirement. Moreover, it suggests a number of specific disclosures that may be necessary in order to satisfy the above requirement, including: (a) changes in liabilities arising from financing activities caused by changes in financing cash flows, foreign exchange rates or fair values, or obtaining or losing control of subsidiaries or other businesses; and, (b) a reconciliation of the opening and closing balances of liabilities arising from financing activities in the statement of financial position including those changes identified immediately above.

(ii) PAS 12 (Amendments), *Income Taxes – Recognition of Deferred Tax Assets for Unrealized Losses* (effective from January 1, 2017). The focus of the amendments is to clarify how to account for deferred tax assets related to debt instruments measured at fair value, particularly where changes in the market interest rate decrease the fair value of a debt instrument below cost. The amendments provide guidance in the following areas where diversity in practice previously existed: (a) existence of a deductible temporary difference; (b) recovering an asset for more than its carrying amount; (c) probable future taxable profit against which deductible temporary differences are assessed for utilization; and, (d) combined versus separate assessment of deferred tax asset recognition for each deductible temporary difference.

(iii) PFRS 9 (2014), *Financial Instruments* (effective from January 1, 2018). This new standard on financial instruments will replace PAS 39 and PFRS 9 (2009, 2010 and 2013 versions). This standard contains, among others, the following:

- three principal classification categories for financial assets based on the business model on how an entity is managing its financial instruments;

- an expected loss model in determining impairment of all financial assets that are not measured at fair value through profit or loss (FVTPL), which generally depends on whether there has been a significant increase in credit risk since initial recognition of a financial asset; and,

- a new model on hedge accounting that provides significant improvements principally by aligning hedge accounting more closely with the risk management activities undertaken by entities when hedging their financial and non-financial risk exposures.

In accordance with the financial asset classification principle of PFRS 9 (2014), a financial asset is classified and measured at amortized cost if the asset is held within a business model whose objective is to hold financial assets in order to collect the contractual cash flows that represent solely payments of principal and interest (SPPI) on the principal outstanding. Moreover, a financial asset is classified and subsequently measured at fair value through other comprehensive income if it meets the SPPI criterion and is held in a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets. All other financial assets are measured at FVTPL.

In addition, PFRS 9 (2014) allows entities to make an irrevocable election to present subsequent changes in the fair value of an equity instrument that is not held for trading in other comprehensive income.

The accounting for embedded derivatives in host contracts that are financial assets is simplified by removing the requirement to consider whether or not they are closely related, and, in most arrangements, does not require separation from the host contract.

For liabilities, the standard retains most of the PAS 39 requirements which include amortized cost accounting for most financial liabilities, with bifurcation of embedded derivatives. The amendment also requires changes in the fair value of an entity's own debt instruments caused by changes in its own credit quality to be recognized in other comprehensive income rather than in profit or loss.

Management is currently assessing the impact of PFRS 9 (2014) on the financial statements of the Company and it will conduct a comprehensive study of the potential impact of this standard prior to its mandatory adoption date to assess the impact of all changes.

(iv) PFRS 16, *Leases* (effective from January 1, 2019). The new standard will eventually replace PAS 17, *Leases*.

For lessees, it requires to account for leases "on-balance sheet" by recognizing a "right of use" asset and a lease liability. The lease liability is initially measured as the present value of future lease payments. For this purpose, lease payments include fixed, non-cancellable payments for lease elements, amounts due under residual value guarantees, certain types of contingent payments and amounts due during optional periods to the extent that extension is reasonably certain. In subsequent periods, the "right-of-use" asset is accounted for similarly to a purchased asset and depreciated or amortized. The lease liability is accounted for similarly to a financial liability using the effective interest method. However, the new standard provides important reliefs or exemptions for short-term leases and leases of low value assets. If these exemptions are used, the accounting is similar to operating lease accounting under PAS 17 where lease payments are recognized as expenses on a straight-line basis over the lease term or another systematic basis (if more representative of the pattern of the lessee's benefit).

For lessors, lease accounting is similar to PAS 17's. In particular, the distinction between finance and operating leases is retained. The definitions of each type of lease, and the supporting indicators of a finance lease, are substantially the same as PAS 17's. The basic accounting mechanics are also similar, but with some different or more explicit guidance in few areas. These include variable payments, sub-leases, lease modifications, the treatment of initial direct costs and lessor disclosures.

Management is currently assessing the impact of this new standard in its financial statements.

2.3 Financial Assets

Financial assets are recognized when the Company becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation.* All other non-derivative financial instruments are treated as debt instruments.

Financial assets other than those designated and effective as hedging instruments are classified into the following categories: financial assets at FVTPL, loans and receivables, held-to-maturity investments and available-for-sale financial assets. Financial assets are assigned to the different categories by management on initial recognition, depending on the purpose for which the investments were acquired.

Regular purchases and sales of financial assets are recognized on their trade date. All financial assets that are not classified as at FVTPL are initially recognized at fair value plus any directly attributable transaction costs. Financial assets carried at FVTPL are initially recorded at fair value and transaction costs related to it are recognized in profit or loss.

The financial asset category that is currently relevant to the Company is Loans and Receivables (presented as Cash in the statements of financial position). Cash is defined as demand deposits maintained in a local bank. These deposits do not earn interest and are subject to insignificant risk of changes in value. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivables. They are included in current assets, except for those with maturities greater than 12 months after the end of each reporting period, which are classified as non-current assets.

Loans and receivables are subsequently measured at amortized cost using the effective interest method, less impairment losses, except when they are due within one year in which case, they are measured at their nominal values. Impairment loss is provided when there is an objective evidence that the Company will not be able to collect all amounts due to it in accordance with the original terms of the receivables. The amount of the impairment loss is determined as the difference between the asset's carrying amount and the present value of estimated cash flows (excluding future credit losses that have not been incurred), discounted at the financial asset's original effective interest rate or current effective interest rate determined under the contract if the loan has a variable interest rate. The carrying amount of the asset shall be reduced either directly or through the use of an allowance account. The amount of the loss shall be recognized in profit or loss.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the previously recognized impairment loss is reversed by adjusting the allowance account. The reversal shall not result in a carrying amount of the financial asset that exceeds what the amortized cost would have been had the impairment not been recognized at the date of the impairment is reversed. The amount of the reversal is recognized in profit or loss.

All income and expenses, including impairment losses, relating to financial assets that are recognized in profit or loss are presented in the statement of comprehensive income.

Non-compounding interest and other cash flows resulting from holding financial assets are recognized in profit or loss when earned regardless of how the related carrying amount of financial assets is measured.

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.4 Other Assets

Other current assets pertain to other resources controlled by the Company as a result of past events. They are recognized in the financial statements when it is probable that the future economic benefits will flow to the Company and the asset has a cost or value that can be measured reliably.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Company beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets.

The Company's input value-added tax (VAT) is tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amounts, which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.5 Financial Liabilities

Financial liabilities, which pertains to Accounts Payable and Accrued Expenses, except tax related liabilities, are recognized when the Company becomes a party to the contractual terms of the instrument. All interest-related charges, if any, incurred on a financial liability are recognized as an expense in the statement of comprehensive income.

Accounts payable and accrued expenses are recognized initially at their fair values and subsequently measured at amortized cost, using the effective interest method for maturities beyond one year, less settlement payments.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of the reporting period, or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the statement of financial position only when the obligations are extinguished either through discharge, cancellation, or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.6 Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the statement of financial position when the Company currently has legally enforceable right to set-off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.7 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those case where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the financial statements. Similarly, possible inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets; hence, are not recognized in the financial statements. On the other hand, any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.8 Expense Recognition

Expenses are recognized in profit or loss upon utilization of goods or services or at the date they are incurred.

2.9 Income Taxes

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting date. They are calculated using to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax is accounted for, using the liability method, on temporary differences at the end of the reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deferred tax asset can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Company has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same entity and the same taxation authority.

2.10 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Company and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Company; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

2.11 Equity (Capital Deficiency)

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital (APIC) includes any premiums received on the initial issuance of capital stock and subsequent cash infusion from stockholders approved by the BOD to be presented as APIC. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related income tax benefits.

Deficit represents all current and prior period results as reported in the profit or loss section of the statement of comprehensive income.

2.12 Loss Per Share

Loss per share is determined by dividing net loss by the weighted average number of issued and outstanding shares during the year.

The Company has no potentially dilutive shares; hence, no information on dilutive loss per share is presented.

2.13 Events After the End of the Reporting Period

Any post-year-end event that provides additional information about the Company's financial position at the end of the reporting period (adjusting event) is reflected in the financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The presentation of the Company's financial statements in accordance with PFRS requires management to make judgments and estimates that affect amounts reported in the financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Company's accounting policies, management has made the following judgments, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Determination of Functional Currency

The Company has determined that its functional currency is the Philippine pesos, which is the currency of the primary economic environment in which the entity operates.

(b) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition and disclosure of provisions and contingencies are discussed in Note 2.7 and relevant disclosures are presented in Note 9.

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) Determination of Realizable Amount of Deferred Tax Assets

The Company reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized. Based on management's assessment as of December 31, 2016 and 2015, the Company may not have sufficient future taxable profits against which its deferred tax assets can be utilized within the prescribed period. Accordingly, the Company did not recognize the deferred tax assets (see Note 6).

(b) Impairment of Non-financial Assets

PFRS requires that an impairment review be performed when certain impairment indicators are present. The Company's policy on estimating the impairment of non-financial assets, specifically its input VAT, is discussed in detail in Note 2.4.

Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

Based on management's assessment, input VAT is fully recoverable; hence, no impairment loss was recognized in 2016, 2015 and 2014.

4. ACCOUNTS PAYABLE AND ACCRUED EXPENSES

The composition of this account as of December 31 is shown below.

		2016		2015
Accounts payable	P	598,079	P	578,647
Accrued expenses		172,500		150,000
Withholding tax payable		1,050		1,050
	P	771,629	P	729,697

Accrued expenses represent unpaid professional fees. Due to their short duration, management considers the carrying amounts of Accounts Payable and Accrued Expenses recognized in the statements of financial position to be reasonable approximation of their fair values.

5. RELATED PARTY TRANSACTIONS

The Company's related parties include its stockholders. The summary of the Company's transactions with its related parties for the years ended December 31, 2016, 2015 and 2014, and the related outstanding balances as of December 31, 2016 and 2015 follow:

Related Party Category	Notes	Amount of Transactions 2016	Amount of Transactions 2015	Amount of Transactions 2014	Outstanding Balances 2016	Outstanding Balances 2015
Stockholders:						
Cash infusions						
(presented as part of APIC)	5.1	P 650,000	P -	P 1,000,000	P -	P -

5.1 Cash Infusions from Stockholders

On the following dates, the BOD authorized the acceptance of additional cash infusions from F. Yap Securities, Inc. – In Trust for Various Clients (FYSI), a stockholder, as follows:

Date Authorized	Amount	Month Received
January 11, 2016	P 250,000	June 2016
January 11, 2016	100,000	April 2016
January 11, 2016	300,000	January 2016
September 24, 2014	1,000,000	September 2014
September 4, 2013	900,000	September 2013
October 24, 2012	750,000	October 2012
December 29, 2011	550,000	December 2011
March 16, 2011	420,000	March 2011
January 10, 2011	280,000	January 2011
May 18, 2010	300,000	May 2010
December 18, 2009	350,000	December 2009
November 26, 2008	690,300	December 2008
	P 5,890,300	

Of the total cash infusion received, P1,340,300 was recognized as Deposits for Future Stock Subscriptions (see note 5.2) and the remaining amount of P4,550,000 was reflected as part of APIC, P650,000 in 2016, P1,000,000 in 2014, P900,000 in 2013, P750,000 in 2012 and P1,250,000 in 2011 (see Note 7.2). There was no similar transaction in 2015.

5.2 Conversion of Advances from Stockholders and Application of Deposits for Future Stock Subscriptions

On September 30, 2008, the Company's BOD approved the conversion of all of its outstanding advances from stockholders, FYSI and ZHI Holdings, Inc. (ZHIHI), as of that date totaling P2,240,600 (previously presented under Due to Related Parties account) to Deposits for Future Stock Subscriptions.

The amount of the converted advances from FYSI and ZHIHI and portion of the cash infusions made by FYSI (see Note 5.1) totaling P3,580,900 are presented as Deposits for Future Stock Subscriptions as of December 31, 2012.

On April 4, 2013, the Company's BOD approved the application of the outstanding Deposits for Future Stock Subscriptions to 3,580,900 shares subscriptions (see Note 7.1). The valuation of the deposits of P3,580,900 as full payment for the 3,580,900 shares of stock with a par value of P1.00 per share was approved by the SEC on August 6, 2013.

5.3 Key Management Personnel Compensation

In 2016, 2015 and 2014, there were no expenses recognized that are related to employee benefits since the Company's finance and administrative activities are being handled by a third party (see Note 1.1).

6. INCOME TAXES

The Company is in tax loss position in 2016 and previous years. Accordingly, the Company has accumulated net operating loss carryover (NOLCO) which can be claimed as deduction against future taxable income within three years from the year the NOLCO was incurred.

The details of the Company's NOLCO as of December 31, 2016 and their respective availment periods are presented below.

Year	Original Balance	Expired Balance	Remaining Balance	Valid Until
2016	P 685,638	P -	P 685,638	2019
2015	738,056	-	738,056	2018
2014	765,746	-	765,746	2017
2013	721,417	721,417	-	2016
	P 2,910,857	P 721,417	P 2,189,440	

Management has assessed that the Company may have no sufficient future taxable profits to enable it to utilize the benefits of the NOLCO within their prescribed periods; hence, the related deferred tax assets amounting to P656,832 and P667,566 as of December 31, 2016 and 2015, respectively, have not been recognized in the financial statements.

For the years ended December 31, 2016, 2015, and 2014, the Company did not have minimum corporate income tax (equivalent to 2% of gross income, net of allowable deductions, as defined in the tax regulations) since the Company has no gross income in those years.

In 2016, 2015 and 2014, the Company claimed itemized deductions for income tax purposes.

7. EQUITY

7.1 Capital Stock

The Company has 3,000,000,000 shares of authorized capital with par value of P1.00 per share.

On May 29, 1991, the SEC issued an Order approving the Registration Statement covering the securities which comprised the Company's entire authorized capital stock.

On July 15, 1991, the PSE approved the listing of the Company's shares. The Company offered to the public 25,000,000 shares at an offer price of P2.20 per share. On January 6, 1997, the SEC approved the increase of the Company's authorized capital stock from P100,000,000 to P3,000,000,000.

On August 6, 2013, 3,580,900 shares were issued at an issue price of P1.00 per share as a result of the application of Deposits for Future Stocks Subscriptions (see Note 5.2).

As of December 31, 2016 and 2015, the Company has an outstanding capital stock of P2,737,044,807 covering 2,737,044,807 shares, of which 2,733,463,907 are listed in the PSE. The number of holders and the closing price of the said shares is 826 and P0.249 per share in 2016, and 822 and P0.255 per share in 2015, respectively.

7.2 Additional Paid-in Capital

In their meeting held on January 11, 2016 and September 24, 2014, the Company's BOD authorized the acceptance of additional cash infusion from a stockholder amounting to P650,000 and P1,000,000, respectively, which was reflected as part of APIC (see Note 5.1). There was no similar transaction in 2015.

8. LOSS PER SHARE

The basic loss per share is computed as follows:

	2016	2015	2014
Net loss for the year	P **685,638**	P 738,056	P 765,746
Divided by the weighted average number of issued and outstanding shares	**2,737,044,807**	2,737,044,807	2,737,044,807
Loss per share	**P 0.00025**	P 0.00027	P 0.00028

Diluted earnings per share was not determined because the Company does not have potentially dilutive common shares in 2016, 2015 and 2014.

9. COMMITMENTS AND CONTINGENCIES

There are commitments and contingencies that arise in the normal course of the Company's operations which are not reflected in the financial statements. As of December 31, 2016, management is of the opinion that losses, if any, that may arise from these commitments and contingencies will not have a material effect on the Company's financial statements.

10. OPERATING AGREEMENT WITH OLYMPIC

Pursuant to the operating agreement with Olympic as mentioned in Note 1, which shall take effect for a period of 25 years from the date of issuance of MPSA, the Company, in consideration of the agreement, shall pay Olympic in the form of royalties in an amount equivalent to 3% of the Net Smelter Return on metal sales. Moreover, as additional consideration for Olympic's appointment of the Company as operator of the mining claims, the Company has entered into an additional agreement with Olympic for the issuance of the Company's shares of stock from its unissued capital in favor of Olympic in accordance with the following provisions:

(a) 10,000,000 common shares shall be issued to Olympic within one month from the issuance of the MPSA;

(b) Olympic shall have the option to subscribe at par, subject to applicable laws, to additional 10,000,000 common shares within one year from the issuance of the MPSA; and,

(c) Olympic shall have option to subscribe at par, subject to applicable laws, to additional 100,000,000 common shares within five years from the issuance of the MPSA.

The aforementioned agreements were unanimously passed and approved by the Company's BOD during a special meeting held on July 13, 2009 and ratified by the Company's stockholders representing 83.27% of the outstanding capital stock of the Company during the annual meeting of the stockholders held on November 5, 2009.

The Company can only operate the mining claims upon the approval of the APSA by the MGB and issuance of the MPSA by the DENR. As of December 31, 2016, the MPSA has not yet been issued by the DENR while the approval of the APSA is still pending with the MGB.

11. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company has not yet started commercial operations as at December 31, 2016 and is not exposed to significant financial risk, except for credit risk of its cash in bank, and liquidity risk related to its accounts payable and accrued expenses.

11.1 Credit Risk

Management believes that the credit risk is considered negligible for cash since the counterparty is a reputable bank with high quality external credit ratings. Cash in bank is insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P500,000 for every depositor per banking institution. The maximum credit risk exposure of the Company as of December 31, 2016 and 2015 amounted to P52,386 and P83,869 respectively.

11.2 Liquidity Risk

Liquidity risk arises from the possibility that the Company may encounter difficulties in raising funds to meet commitments from financial instruments.

The Company's objectives to manage its liquidity profile are: (a) to ensure that adequate funding is available at all times; (b) to meet commitments as they arise without incurring unnecessary costs; and, (c) to be able to access funding when needed at the least possible cost. Funding for expenditures are advanced by the stockholders of the Company.

As of December 31, 2016 and 2015, the Company's financial liabilities amounting to P770,579 and P728,647, respectively, have contractual maturities of 6 to 12 months from the end of the reporting period.

12. CAPITAL MANAGEMENT OBJECTIVE, POLICIES AND PROCEDURES

The Company's capital management objective is to ensure the Company's ability to continue as a going concern entity. As indicated in Note 1, the Company's management continues to assess possible investment opportunities and various options regarding operations that it may take in the future. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statements of financial position.

To support its business plan, the Company has applied the deposits for future stock subscription into capital stock, and has received additional cash infusions, from certain stockholders. As of December 31, 2016, the Company has a capital deficiency amounting to P12,030. As of December 31, 2015, the Company's equity amounted to P23,608.

13. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE

Presented below and in the succeeding page is the supplementary information which is required by the BIR under its existing revenue regulations (RR) to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS.

13.1 Requirements Under RR 15-2010

The information on taxes, duties and license fees paid or accrued during the taxable year required under RR 15-2010 are as follows:

(a) Output VAT

The Company has no output VAT in 2016 as the Company has no commercial operations as of December 31, 2016.

(b) Input VAT

The movements in input VAT, which is presented under the current assets section of the statements of financial position, are summarized below.

Balance at beginning of year	P	669,436
Services lodged under other accounts		37,777
Balance at end of year	**P**	**707,213**

(c) Taxes on Importation

The Company did not have pay any customs duties and tariff fees in 2016 since it did not engage in any importation activities during the year.

(d) Excise Taxes

The Company did not have any transactions in 2016 which are subject to excise tax.

(e) Documentary Stamp Tax

The Company did not have any transactions in 2016 which are subject to documentary stamp tax.

(f) Taxes and Licenses

The details of Taxes and Licenses account are shown below [see Note 13.2(d)].

PSE listing fee	P	253,000
Business tax		21,224
Annual registration		500
	P	**274,724**

(g) Withholding Taxes

The taxes withheld for the year ended December 31, 2016 amounted to P1,050, which only pertains to expanded creditable withholding tax. The Company did not have any transactions in 2016 which are subject to final and compensation withholding tax.

(h) Deficiency Tax Assessments and Tax Cases

As of December 31, 2016, the Company does not have any final deficiency tax assessments with the BIR or tax cases outstanding or pending in courts or bodies outside of the BIR in any of the open taxable years.

13.2 Requirements Under RR 19-2011

RR 19-2011 requires schedules of taxable revenues and other non-operating income, costs of sales and services, and itemized deductions and other significant tax information to be disclosed in the notes to financial statements.

The amounts of taxable revenues and income, and deductible costs and expenses presented below are based on relevant tax regulations issued by the BIR; hence, may not be the same as the amounts reflected in the 2016 statement of comprehensive income.

(a) Taxable Revenues

The Company does not have taxable revenues in 2016.

(b) Deductible Cost of Sales and Services

The Company does not have deductible cost of sales and services in 2016.

(c) Taxable Non-Operating and Other Income

The Company does not have taxable non-operating and other income in 2016.

(d) Itemized Deductions

The amounts of itemized deductions for the year ended December 31, 2016 are as follows:

	Note		
Professional fees		P	299,700
Taxes and licenses	13.1(f)		274,724
Meetings and conferences			36,471
Rental			31,500
Transportation and travel			8,109
Photocopying and reproduction			6,840
Communication			1,774
Insurance			900
Miscellaneous			25,620
		P	685,638

P&A Grant Thornton

An instinct for growth™

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 988 2288
F +63 2 886 5506
grantthornton.com.ph

The Board of Directors and Stockholders
Zeus Holdings, Inc.
21/F, Lepanto Building
8747 Paseo de Roxas
Barangay Bel-Air, Makati City

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of Zeus Holdings, Inc. (the Company) for the year ended December 31, 2016, on which we have rendered our report dated March 14, 2017. Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Securities Regulation Code Rule 68, and is not a required part of the basic financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of the Company's management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: Sheryl G. Llovido
Partner

CPA Reg. No. 0108392
TIN 221-750-103
PTR No. 5908632, January 3, 2017, Makati City
SEC Group A Accreditation
Partner - No. 1554-A (until April 14, 2019)
Firm - No. 0002-FR-4 (until Apr. 30, 2018)
BIR AN 08-002511-36-2015 (until Nov. 1, 2018)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Dec. 31, 2018)

March 14, 2017

Zeus Holdings, Inc.
List of Supplementary Information
December 31, 2016

Schedule	Content	Page No.
Schedules Required under Annex 68-E of the Securities Regulation Code Rule 68		
A	Financial Assets	
	Financial Assets at Fair Value Through Profit or Loss	*
	Held-to-maturity Investments	*
	Available-for-sale Financial Assets	*
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)	*
C	Amounts Receivable from/Payables to Related Parties which are Eliminated during the Consolidation of Financial Statements	*
D	Intangible Assets - Other Assets	*
E	Long-term Debt	*
F	Indebtedness to Related Parties	*
G	Guarantees of Securities of Other Issuers	*
H	Capital Stock	1
Other Required Informations		
	Schedule of Philippine Financial Reporting Standards and Interpretations Adopted by the Securities and Exchange Commission and the Financial Reporting Standards Council as of December 31, 2016	2
	Schedule of Financial Indicators	3
	Map Showing the Relationship Between the Company and its Related Entities	**
	Reconciliation of Retained Earnings Available for Dividend Declaration	***

* These schedules and supplementary information are not included as these are not applicable to the Company.
**The Company is not part of a group of companies.
***The Company does not have any retained earnings because it is in a deficit as of December 31, 2016.

ZEUS HOLDINGS, INC.
Schedule of Philippine Financial Reporting Standards and Interpretations
Adopted by the Securities and Exchange Commission and the
Financial Reporting Standards Council as of December 31, 2016

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements		✓		
Conceptual Framework Phase A: Objectives and Qualitative Characteristics		✓		
Practice Statement Management Commentary			✓	
Philippine Financial Reporting Standards (PFRS)				
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards	✓		
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters	✓		
	Amendments to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters	✓		
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters	✓		
	Amendments to PFRS 1: Government Loans	✓		
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
	Amendments to PFRS 2: Classification and Measurement of Share-based Payment Transactions* *(effective January 1, 2018)*			✓
PFRS 3 (Revised)	Business Combinations			✓
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PFRS 4: Applying PFRS 9, *Financial Instruments*, with PFRS 4, *Insurance Contracts** *(effective January 1, 2018)*			✓
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			✓
PFRS 6	Exploration for and Evaluation of Mineral Resources			✓
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PFRS 7: Transition	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures – Transfers of Financial Assets	✓		
	Amendments to PFRS 7: Disclosures – Offsetting Financial Assets and Financial Liabilities	✓		
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures* *(effective when PFRS 9 is first applied)*			✓
PFRS 8	Operating Segments			✓
PFRS 9	Financial Instruments (2014)* *(effective January 1, 2018)*			✓
PFRS 10	Consolidated Financial Statements			✓
	Amendments to PFRS 10: Transition Guidance			✓
	Amendments to PFRS 10: Investment Entities			✓
	Amendments to PFRS 10: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* *(effective date deferred indefinitely)*			✓
	Amendments to PFRS 10: Investment Entities – Applying the Consolidation Exception			✓
PFRS 11	Joint Arrangements			✓
	Amendments to PFRS 11: Transition Guidance			✓
	Amendments to PFRS 11: Accounting for Acquisitions of Interests in Joint Operations			✓
PFRS 12	Disclosure of Interests in Other Entities			✓
	Amendments to PFRS 12: Transition Guidance			✓
	Amendments to PFRS 12: Investment Entities			✓
	Amendments to PFRS 10: Investment Entities – Applying the Consolidation Exception			✓
PFRS 13	Fair Value Measurement	✓		
PFRS 14	Regulatory Deferral Accounts			✓
PFRS 15	Revenue from Contracts with Customers* *(effective January 1, 2018)*			✓
PFRS 16	Leases* *(effective January 1, 2019)*			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
Philippine Accounting Standards (PAS)				
PAS 1 (Revised)	Presentation of Financial Statements	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation	✓		
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	✓		
	Amendments to PAS 1: Disclosure Initiative	✓		
PAS 2	Inventories			✓
PAS 7	Statement of Cash Flows	✓		
	Amendments to PAS 7: Disclosure Initiative* *(effective January 1, 2017)*	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events After the Reporting Period	✓		
PAS 11	Construction Contracts			✓
PAS 12	Income Taxes	✓		
	Amendments to PAS 12 - Deferred Tax: Recovery of Underlying Assets	✓		
	Amendments to PAS 12 - Recognition of Deferred Tax Assets for Unrealized Losses* *(effective January 1, 2017)*			✓
PAS 16	Property, Plant and Equipment			✓
	Amendments to PAS 16: Bearer Plants			✓
	Amendments to PAS 16: Clarification of Acceptable Methods of Depreciation and Amortization			✓
PAS 17	Leases	✓		
PAS 18	Revenue			✓
PAS 19 (Revised)	Employee Benefits			✓
	Amendments to PAS 19: Defined Benefit Plans - Employee Contributions			✓
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓
PAS 21	The Effects of Changes in Foreign Exchange Rates			✓
	Amendments: Net Investment in a Foreign Operation			✓
PAS 23 (Revised)	Borrowing Costs			✓
PAS 24 (Revised)	Related Party Disclosures	✓		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27 (Revised)	Separate Financial Statements			✓
	Amendments to PAS 27: Investment Entities			✓
	Amendments to PAS 27: Equity Method in Separate Financial Statements			✓
PAS 28 (Revised)	Investments in Associates and Joint Ventures			✓
	Amendments to PFRS 10: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* *(effective date deferred indefinitely)*			✓
	Amendments to PAS 28: Investment Entities - Applying the Consolidation Exception			✓
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 32	Financial Instruments: Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation	✓		
	Amendments to PAS 32: Classification of Rights Issues	✓		
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	✓		
PAS 33	Earnings Per Share	✓		
PAS 34	Interim Financial Reporting			✓
PAS 36	Impairment of Assets	✓		
	Amendment to PAS 36: Recoverable Amount Disclosures for Non-financial Assets	✓		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		
PAS 38	Intangible Assets			✓
	Amendments to PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities	✓		
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions	✓		
	Amendments to PAS 39: The Fair Value Option	✓		
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets – Effective Date and Transition	✓		
	Amendments to Philippine Interpretation IFRIC 9 and PAS 39: Embedded Derivatives	✓		
	Amendments to PAS 39: Eligible Hedged Items	✓		
	Amendments to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting	✓		
PAS 40	Investment Property			✓
PAS 41	Agriculture			✓
	Amendments to PAS 41: Bearer Plants			✓
Philippine Interpretations - International Financial Reporting Interpretations Committee (IFRIC)				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities			✓
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	Determining Whether an Arrangement Contains a Lease	✓		
IFRIC 5	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			✓
IFRIC 6	Liabilities Arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment			✓
IFRIC 7	Applying the Restatement Approach under PAS 29, Financial Reporting in Hyperinflationary Economies			✓
IFRIC 9	Reassessment of Embedded Derivatives**	✓		
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives**	✓		
IFRIC 10	Interim Financial Reporting and Impairment			✓
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	PAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction			✓
	Amendments to Philippine Interpretations IFRIC - 14, Prepayments of a Minimum Funding Requirement and their Interaction			✓
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
IFRIC 17	Distributions of Non-cash Assets to Owners			✓
IFRIC 18	Transfers of Assets from Customers			✓
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments**	✓		
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine			✓
IFRIC 21	Levies			✓
Philippine Interpretations - Standing Interpretations Committee (SIC)				
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-13	Jointly Controlled Entities - Non-Monetary Contributions by Venturers			✓
SIC-15	Operating Leases - Incentives			✓
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders**	✓		
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease			✓
SIC-29	Service Concession Arrangements: Disclosures			✓
SIC-31	Revenue - Barter Transactions Involving Advertising Services			✓
SIC-32	Intangible Assets - Web Site Costs			✓

* These standards will be effective for periods subsequent to 2016 and are not early adopted by the Company.

** These standards have been adopted in the preparation of financial statements but the Company has no significant transactions covered in both years presented.

Zeus Holdings, Inc.
SEC Released Amended SRC Rule 68
Annex 68-E
Schedule H
Capital Stock

Title of Issue	Number of shares authorized	Number of shares issued and outstanding as shown under related balance sheet caption	Number of shares reserved for options, warrants, converstion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common shares - P1 par value	3,000,000,000	2,737,044,807	-	1,200,456,900	8	1,536,587,899

ZEUS HOLDINGS, INC.
Schedule of Financial Indicators for December 31, 2016, 2015 and 2014

	2016	2015	2014
Liquidity Ratio [1]	**98.4%**	103.2%	204.5%
Debt to Equity Ratio [2]	**-6414.2%**	3090.9%	95.7%
Asset to Equity Ratio [3]	**-6314.2%**	3190.9%	195.7%
Return on Assets [4]	**-90.6%**	-65.8%	-56.2%
Return on Equity [5]	**-11843.8%**	-188.0%	-118.8%
Cost to Income Ratio [6]	**na**	na	na

1/ *Current Assets over Current Liabilities*
2/ *Total Liabilities over Equity*
3/ *Total Assets over Equity*
4/ *Net Income over Average Assets*
5/ *Net Income over Average Equity*
6/ *Cost and Expenses over Revenues*