

COVER SHEET

C S 2 0 0 4 0 9 4 6 2

S.E.C. Registration Number

H A U S T A L K , I N C .

(Company's Full Name)

U N I T 7 0 1 O R I E N T S Q U A R E

B L D G . , F . O R T I G A S J R . R D .

O R T I G A S C E N T E R

P A S I G C I T Y

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

Maria Agnes M. Siapno
Contact Person

(632) 8634 8712
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

SEC Form 17-C
FORM TYPE

May
Month

24
Day
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/ Section

Total No. of stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. **July 13, 2022**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200409462** 3. BIR Tax Identification No. **233-687-508**
4. **HAUS TALK, INC.** Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. **Unit 701 Orient Square Bldg., F. Ortigas Jr. Rd., Ortigas Center, Pasig City 1605**
Address of principal office Postal Code
8. **(02) 8636-6929**
Issuer's telephone number, including area code
9. **N/A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 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 Shares	2,500,000,000

11. Indicate the item numbers reported herein: Item 9

Please find attached the progress report of **HAUS TALK, INC.** on the application of proceeds from its Primary Offer of 500,000,000 Common Shares.

Thank you.

SIGNATURES

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

HAUS TALK, INC.
Issuer

July 13, 2022
Date


LYRA GRACIA Y. LIPAE - FABELLA
Corporate Secretary

Haus Talk, Inc.

July 12, 2022

PHILIPPINE STOCK EXCHANGE COMMISSION

6th Floor, PSE Tower, 5th Avenue corner 28th Street

Bonifacio Global City, Taguig City

Attention: **Alexandra D. Tom Wong**
Head, Disclosure Department

SECURITIES AND EXCHANGE COMMISSION

G/F Secretariat Building

PICC Complex, Roxas Boulevard, Pasay City 1307

Attention: **Vicente Graciano P. Felizmenio, Jr.**
Director, Markets and Securities Regulation Department

Re: **Quarterly Report on the Use of Proceeds from**
Initial Public Offering of Common Shares

Gentlemen:

In connection with the Primary Offer of 500,000,000 Common Shares of HAUS TALK, INC. (the "Company") that were listed on January 17, 2022, we submit herewith the Company's quarterly progress report on the application of the proceeds from the said offering. The details of the disbursements made as of and for the quarter ended June 30, 2022 are as follows:

Use of Proceeds	As of June 30, 2022
Net proceeds from the sale of Common Shares	750,000,000.00
Less: Offer Related Expenses	
Documentary Stamp Tax	5,000,000.00
Underwriting Fees (inclusive of Taxes)	8,421,052.63
Selling Commission Fees	7,500,000.00
Stock Transfer Agent (inclusive of Taxes)	56,000.00
Receiving Agent (inclusive of Taxes)	760,000.00
Escrow Bank	81,118.68
PSE Filing Fee (inclusive of Taxes)	840,000.00
SEC registration and listing fees (inclusive of Taxes)	1,262,530.00
Auditing Fees (inclusive of Taxes)	1,932,000.00
Legal Fees (inclusive of Taxes)	347,272.73
Costs of Printing (inclusive of Taxes)	350,000.00
Estimated Other Expenses (publication, out-of-pocket expenses, etc.)	4,144,467.64
Subtotal	30,694,441.36
Net proceeds after the Offer	719,305,558.32
Less: Disbursements:	
Cost Incurred related to GCP	22,752,800.00
Cost Incurred Related to Project Development	150,660,000.00
Cost Incurred Related to Land Acquisition	349,537,737.97
Net Proceeds	196,355,020.35

HausTalk, Inc.

No other disbursements were made for the period.

Enclosed herewith is the certification of the external auditor on the application of proceeds from the offering.

We hope you find everything in order. Thank you.

Very truly yours,



Maria Agnes M. Siapno
Chief Financial Officer

Valdes Abad & Company

(Formerly: Valdes Abad & Associates)

certified public accountants

CIV Building 108 Aguirre
Street, Legaspi Village,
Makati City, Philippines

Branches:
Cebu and Davao

Phone: (632) 8892-5931 to 35
(632) 8519-2105

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Website: www.vacoepa.com.ph

BOA PRC Reg. No. 0314

SEC Accreditation No. 0314-SEC

gmni

member

of the Philippine
Institute of Certified
Public Accountants

partnering for success

REPORT OF FACTUAL FINDINGS

The Stockholders and the Board of Directors
HAUS TALK, INC.
Unit 701 Orient Square Bldg. F. Ortigas Jr. Rd.
Ortigas Center, Pasig City

We have performed the procedures agreed with you and enumerated below with respect to the attached Progress Report on Use of Proceeds from Common Shares Offering as of **June 30, 2022** on the use of proceeds from the common shares offering of **HAUS TALK INC.** (the Company). The procedures were performed solely to enable the Company to comply with the Philippine Securities Exchange Commission's (SEC) requirement to submit an external auditor's certification on the accuracy of information being presented by the relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, Engagements to Perform Agreed-Upon Procedures Regarding Financial Information. These agreed-upon procedures are summarized as follows:

1. Obtained the Progress Report on the Application of the Proceeds from the Common Shares Offering as of June 30, 2022;
2. Checked the mathematical accuracy of the Progress Report.
3. Compared the disbursements as indicated in the Progress Report as of June 30, 2022 to the subsidiary list of disbursements during the period.
4. Traced disbursements in the subsidiary list of disbursements to the supporting documents such as cash disbursements journal, billing statements, invoices, check vouchers, official receipts, contract to sell, bank statements, bank debit memos, deposit slips and agreed the amount to the list of disbursements.
5. Traced the remaining balance of the net proceeds as of June 30, 2022 to the bank statement as of June 30, 2022.
6. Compared disbursements as indicated in the Progress Report as of June 20, 2022 with the schedule of planned use of proceeds from the offering and inquired with management the reason for any differences noted.

We report our findings below:

- a. With respect to item 1, we were able to obtain the Progress Report as of June 30, 2022.
- b. With respect to item 2, we found the Progress Report to be mathematically correct.
- c. With respect to item 3, we noted that the disbursements in the Progress Report agree to the total disbursements for the period ended June 30, 2022 per list of disbursements provided.
- d. With respect to item 4, we found the list of disbursements were duly supported by proper documents as mentioned above. No exception noted.
- e. With respect to item 5, we found the remaining balance of the net proceeds as of June 30, 2022 agreed with the bank statement as of June 30, 2022. No exception noted.
- f. With respect to item 6, we noted, based on our inquiries, examination of supporting documents and understanding of the underlying transactions that all the disbursements made for the quarter ended June 30, 2022 as appearing in the Progress Report are consistent with the planned use of the proceeds. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the use of proceeds from the Offering based on the said standards.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the Offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

VALDES ABAD & COMPANY, CPAs

BOA/PRC Reg. No. 0314

Issued on July 29, 2021, Valid until July 14, 2024

SEC Accreditation No. 0314-SEC, Group A

Issued on February 23, 2022

BIR Accreditation No. 08-002126-000-2021

Issued on March 19, 2021, Valid until March 18, 2024

For the firm:


FELICIDAD A. ABAD

Partner

CPA Registration No. 99805, Valid until December 14, 2023

TIN No. 213-410-741-000

PTR No. 8135530, Issued Date: January 8, 2021, Makati City

BOA/PRC Reg. No. 0314

Issued on July 29, 2021, Valid until July 14, 2024

SEC Accreditation No. 25184-SEC, Group A

Issued on February 23, 2022

BIR Accreditation No. 08-002126-001-2021

Issued on March 19, 2021, Valid until March 18, 2024

Makati City, Philippines
July 12, 2022