March 4, 2022

DECLARATION OF AUTHENTICITY

Securities and Exchange Commission
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City

I, **FRANCISCO M. DEL MUNDO**, designated as Chief Financial Officer of **Universal Robina Corporation and Subsidiaries**, with contact number (632) 8516-9822 and office address at 7th Floor, Tera Tower, Bridgetowne, E. Rodriguez Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila, do hereby certify the authenticity of the attached SEC 17-A Annual Report with attached audited consolidated financial statements for the years ended December 31, 2021, 2020 and 2019.

Francisco M. Del Mundo
Chief Financial Officer

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

9	1	7	0							

COMPANY NAME

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES

PRINCIPAL OFFICE *(No. / Street / Barangay / City / Town / Province)*

8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila

Form Type	Department requiring the report	Secondary License Type, If Applicable
17-A	CRMD	

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
N/A	8516-9888	N/A

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
1,002	Last Wednesday of May	12/31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Mr. Francisco Del Mundo	Pancho.DelMundo@urc.net.ph	(02) 8516-9822	+63 998 840 0429

CONTACT PERSON's ADDRESS

7th Floor, Tera Tower, Bridgetowne, E. Rodriguez Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila

NOTE 1 : *In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

2 : *All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.*

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 year ended **December 31, 2021**

2. SEC Identification Number **9170**

3. BIR Tax Identification No. **000-400-016-000**

4. Exact name of issuer as specified in its charter **Universal Robina Corporation**

5. **Quezon City, Philippines**
   Province, Country or other jurisdiction of incorporation or organization

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

7. **8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila** — **1110**
   Address of principal office — Postal Code

8. **(632) 8633-7631 to 40 / (632) 8516-9888**
   Issuer's telephone number, including area code

9. **Not Applicable**
   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 Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt
Common Shares, P1.00 Par value	**2,200,983,378 shares**

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

    Yes [/]   No [ ]

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 [/]   No [ ]

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

       Yes [/]   No [ ]

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

    The aggregate market value of the voting stock held by non-affiliates is ₱125,608,661,504.

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.

    Not Applicable

DOCUMENTS INCORPORATED BY REFERENCE

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:

a) Any annual report to security holders; **None**

b) Any proxy or information statement filed pursuant to SRC Rule 20 and 17.1(b); **None**

c) Any prospectus filed pursuant to SRC Rule 8.1-1 **None**

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PART I – BUSINESS AND GENERAL INFORMATION

Item 1. Business

Universal Robina Corporation (URC or the Company) is one of the largest branded food product companies in the Philippines and has established a strong presence in the ASEAN region. URC has the distinction of being called the country's first "Philippine Multinational". The Company was founded in 1954 when Mr. John Gokongwei, Jr. established Universal Corn Products, Inc., a cornstarch manufacturing plant in Pasig. The Company is involved in a wide range of food-related businesses, including the manufacture and distribution of branded consumer foods, production of hogs and poultry, manufacture of animal feeds and veterinary products, flour milling, and sugar milling and refining. URC has also ventured into renewables business for sustainability through its Distillery and Cogeneration divisions. In the Philippines, URC is a dominant player with leading market shares in Snacks, Candies and Chocolates, and is a significant player in Biscuits. URC is also the largest player in the Ready-to-Drink (RTD) Tea market and Cup Noodles, and is a competitive 3rd player in the Coffee business. With six mills operating as of December 31, 2021, URC Sugar division remains to be the largest producer in the country based on capacity aided by the purchase of Roxas Holdings, Inc.'s sugar mill, ethanol plant and other investment properties in La Carlota City, Negros Occidental. The acquisition also allows for operational synergies between La Carlota and URC's existing operations in Sugar and continue in the efforts to support the development of the sugar industry in the Philippines. The Company's financial condition remained solid in the said period despite the acquisition.

No material reclassifications, merger, consolidation, or purchase or sale of significant amount of assets (not ordinary) were made in the past three years (2019-2021) except those mentioned in the succeeding paragraphs. The Company's financial condition has remained solid in the said period.

The Company operates its food business through operating divisions and wholly-owned or majority-owned subsidiaries that are organized into three business segments: branded consumer foods, agro-industrial products and commodity food products.

Branded consumer foods (BCF) segment, including packaging division, is the Company's largest segment contributing about 71.4% of revenues for the year ended December 31, 2021. Established in the 1960s, the Company's branded consumer foods segment manufactures and distributes a diverse mix of salty snacks, chocolates, candies, biscuits, packaged cakes, beverages and instant noodles. The manufacturing, distribution, sales, and marketing activities of BCF segment are carried out mainly through the Company's branded consumer foods division consisting of snack foods, beverage, and noodles and pasta, although the Company conducts some of its branded consumer foods operations through its majority-owned subsidiaries and joint venture companies. The Company established URC BOPP Packaging and URC Flexible Packaging divisions to engage in the manufacture of bi-axially oriented polypropylene (BOPP) films for packaging companies and flexible packaging materials to cater various URC branded products. Both manufacturing facilities are located in Simlong, Batangas and are ISO 9001:2008 certified for Quality Management Systems.

Majority of URC's consumer foods business are conducted in the Philippines but has expanded more aggressively into other ASEAN markets, primarily through its wholly-owned subsidiary, URC International. In 2021, URC acquired Munchy's, one of the leading players in the Biscuits category in Malaysia, which provides a wide variety of offerings across all key biscuit segments with well-loved brands including Munchy's Cream Crackers, Lexus Cream Sandwich, Oat Krunch, Muzic Wafer and Choc-O Cookies. The international operations contributed about 19.0% of the Company's sale of goods and services for the year ended December 31, 2021.

The Company's agro-industrial products segment operates three divisions: (1) Farms, (2) Animal Nutrition and Health; and (3) Food, Drugs and Disinfectants. This segment contributed approximately 9.8% of sale of goods and services in 2021.

The Company's commodity food products segment operates three divisions: (1) sugar milling and refining through Sugar division, (2) flour milling through Flour division, and (3) renewable energy development through Distillery and Cogeneration divisions. This segment contributed approximately 18.8% of sale of goods and services in 2021.

The Company is a core subsidiary of JG Summit Holdings, Inc. (JGSHI), one of the largest and most diversified conglomerates in the Philippines. JGSHI has substantial business interests in air transportation, property development and hotel management, banking and financial services, and petrochemicals (JG Summit owns the only naphtha cracker complex in the country). It also has non-controlling minority stakes in the country's leading telecommunications, power generation and electricity distribution companies, as well as in a leading Singapore property company.

The percentage contribution to the Company's sale of goods and services from continuing operations for each of the three years ended December 31, 2019, 2020 and 2021, by each of the Company's principal business segments is as follows:

	For the Years Ended December 31		
	2019	2020	2021
Branded Consumer Foods Group	75.7%	73.9%	71.4%
Agro-Industrial and Commodity Foods Group	24.3%	26.1%	28.6%
	100.00%	100.0%	100.0%

The geographic percentage distribution of the Company's sale of goods and services from continuing operations for each of the three years ended December 31, 2019, 2020 and 2021 is as follows:

	For the Years Ended December 31		
	2019	2020	2021
Philippines	79.2%	81.2%	81.0%
International	20.8%	18.8%	19.0%
	100.00%	100.00%	100.00%

Customers

None of the Company's businesses is dependent upon a single customer or a few customers that a loss of anyone of them would have a material adverse effect on the Company. The Company has no single customer that, based upon existing orders, will account for 20.0% or more of the Company's total sale of goods and services.

Distribution, Sales and Marketing

The Company has developed an effective nationwide distribution chain and sales network that it believes provide its competitive advantage. The Company sells its branded food products primarily to supermarkets, as well as directly to top wholesalers, large convenience stores, large scale trading companies and regional distributors, which in turn sell its products to other small retailers and down line markets. The Company's branded consumer food products are distributed directly to approximately 250,000 outlets in the Philippines and sold through various retailers and regional distributors. URC intends to expand its distribution network coverage in the Philippines by increasing the number of retail outlets that its sales force and distributors directly service.

The branded consumer food products are generally sold by the Company from salesmen to wholesalers or supermarkets, and regional distributors to small retail outlets. 15 to 30-day credit terms are extended to wholesalers, supermarkets and regional distributors.

The Company believes that its emphasis on marketing, product innovation and quality, and strong brand equity has played a key role in its success in achieving leading market shares in the different categories where it competes. In particular, URC launched “Jack ‘n Jill” as a master umbrella brand for all its snack food products in order to enhance customer recognition. URC devotes significant expenditures to support advertising and branding to differentiate its products and further expand market share both in the Philippines and in its overseas markets, including funding for advertising campaigns such as television commercials and radio, print and digital advertisements, as well as trade and consumer promotions.

URC Agro-Industrial Group (AIG) constantly provides quality products and services to both Agri trade partners and end consumers alike. Both piggery and poultry farms of URC AIG are GAHP (Good Animal Husbandry Practice) accredited, and 100% compliant to Good Manufacturing Practices (GMP). In addition, the meats and eggs brand, Robina Farms, maintains high quality and safety guarantee with its No Hormone and No Antibiotic residue certification. This has allowed AIG to aggressively capture the quality conscious meat and eggs segment of the country as embodied by the Robina Farms brand with its key positioning of Robina-Raised, Family-Safe products. Similarly, AIG’s Feeds business, championed by Uno+, Supremo Gamefowl, and Top Breed Dog brands have increased its distribution network supported by the Kabalikat Farm Program covering Hog and Gamefowl and Kennel stakeholders.

Competition

The BCF business is highly competitive and competition varies by country and product category. The Company believes that the principal competitive factors include price, taste, quality, convenience, brand recognition and awareness, advertising and marketing, availability of products and ability to get its product widely distributed. Generally, the Company faces competition from both local and multinational companies in all of its markets. In the Philippines, major competitors in the market segments in which it competes include Liwayway Marketing Corporation, Republic Biscuit Corporation, Suncrest Foods Inc., Monde Nissin Corporation, Nestle Philippines, Inc., and Mondelez Philippines, Inc. Internationally, major competitors include Procter & Gamble, Mars Inc., Lotte Group, Perfetti Van Melle Group, PT Mayora Indah Tbk, Tan Hiep Phat Beverage Group, Nestlé S.A., PepsiCo, Inc., and Mondelez International, Inc.

URC AIG has re-oriented its business model under three major business segments: Farms, Animal Nutrition and Health; and Food, Drugs and Disinfectants. This reorientation will allow URC AIG to pivot itself towards capturing the new opportunities brought about by the current changes in the agricultural sector as well as the new normal. The market for AIG is now more diverse, ranging from its original agri-based categories such as feeds to its more consumer-oriented categories such as processed meat under farms, and alcohol under the Drugs and Disinfectants business group. Consistent as before, the market is highly fragmented, competitive, consumer-driven, and principally domestic. The Company is focused and known as a ‘Kabalikat’, sharing best practices with partners and providing total solutions and protection to Filipino consumers nationwide.

The Company’s key competitive factors are brand equity, product quality, affordability, supply availability and reliability. Considering that the three major business segments: Farms, Animal Nutrition and Health; and Food, Drugs and Disinfectants are represented by core products directly and indirectly used by the common household, the said categories are subject to continuous changes particularly customer preferences and lifestyle. Key competitors include San Miguel Corporation, UNAHCO (Unilab Group), Aboitiz Equity Ventures, Inc. (Pilmico), and Bounty Farms.

Enhancement and Development of New Products

The Company intends to continuously introduce innovative new products, product variants and line extensions in the snackfoods (snacks, biscuits, candies, chocolates and bakery), beverage, and grocery (instant noodles) products. This year alone, the Company's Branded Consumer Foods Philippine business has introduced 36 new products, which contributed 2.1% to its total sales.

The Company supports the rapid growth of the business through line expansion, construction and acquisition of plants.

Raw Materials

A wide variety of raw materials are required in the manufacture of the Company's food products, including corn, wheat, flour, sugar, robusta coffee beans, palm oil and cocoa powder. Some of which are purchased domestically and some are imported. The Company also obtains a major portion of its raw materials from its commodity food products segments, such as flour and sugar, and flexible packaging materials from its packaging segment. A portion of flexible packaging material requirements is also purchased both locally and from abroad (Vietnam and Indonesia), while aseptic packaging is purchased entirely from China.

For its Animal Nutrition and Health segment, the Company requires a variety of raw materials, including corn grains, soya beans and meals, feed-wheat grains, wheat bran, wheat pollard, soya seeds, rice bran, copra meal and fish meal. The Company purchases corn locally from corn traders and imports feed wheat from suppliers in North America, Australia, Europe and China. Likewise, soya seeds are imported by the Company from the USA.

For its Drugs and Disinfectants segment, the Company sources its major raw materials locally. The key ingredient in Alcohol is rectified spirit, which is sourced internally from its distillery plants across the country. For its animal health products, the Company requires a variety of antibiotics and vitamins, which it acquires from suppliers in Europe and Asia. The Company maintains approximately two months physical inventory and one month in-transit inventory for its imported raw materials.

For its Farms segment, the Company requires a variety of raw materials, primarily close-herd breeding stocks. For its poultry business, the Company purchases the parent stock for its layer chicks from Dekalb from Europe and Hy-line from the USA. Robina Farms obtains all of the feeds it requires from its Animal Nutrition and Health segment and substantially all of the minerals and antibiotics from its Drugs and Disinfectants segment as part of its vertical integration. The Company purchases vaccines, medications and nutritional products from a variety of suppliers based on the values of their products.

The Company obtains sugar cane from local farmers. Competition for sugar cane supply is very intense and is a critical success factor for its sugar business. Additional material requirements for the sugar cane milling process are either purchased locally or imported.

The Company generally purchases wheat, the principal raw material for its flour milling and pasta business, from suppliers in the United States, Canada and Australia.

The Company's policy is to maintain a number of suppliers for its raw and packaging materials to ensure a steady supply of quality materials at competitive prices. However, the prices paid for raw materials generally reflect external factors such as weather conditions, commodity market fluctuations, currency fluctuations and the effects of government agricultural programs. The Company believes that alternative sources of supply of the raw materials that it uses are readily available. The Company's policy is to maintain approximately 30 to 90 days of inventory.

Patents, Trademarks, Licenses, Franchises, Concessions or Labor Contract

The Company owns a substantial number of trademarks registered with the Bureau of Trademarks subject to the provisions of Republic Act (RA) 8293 also known as the Intellectual Property Code of the Philippines (IP Code) and recorded with the Intellectual Property Office of the Philippines (IPPHL). In addition, certain trademarks have been strategically registered in other countries in which it operates. These trademarks are important in the aggregate because brand name recognition is a key factor in the success of many of the Company's product lines. Trademark registration is a means to protect these brand names from counterfeiting and infringement.

Trademarks registered under RA 166, also known as the Trademark Law, are registered for twenty years. Upon renewal, these trademarks become subject to the IP Code having a registration period of ten years and renewable thereafter. In general, trademarks in other countries have a ten-year registration which are renewable as well, allowing relatively a lifetime of territorial and limited trademark registration.

The Company also uses brand names under licenses from third parties. These licensing arrangements are generally renewable based on mutual agreement. The Company's licensed brands include Nissin Cup Noodles, Nissin Yakisoba Instant Noodles and Nissin Pasta Express, Vitasoy, Calbee and B'lue, among others.

Licensing agreements are voluntarily registered with the Documentation, Information and Technology Transfer Bureau of the IPPHL.

Regulatory Overview

As manufacturer of consumer food and commodity food products, the Company is required to guarantee that the products are pure and safe for human consumption, and that the Company conforms to standards and quality measures prescribed by the Bureau of Food and Drugs (BFAD).

The Company's sugar mills are licensed to operate by the Sugar Regulatory Administration (SRA) and renew its sugar milling licenses at the start of every crop year. The Company is also registered with the Department of Energy as a manufacturer of bio-ethanol and as a renewable energy developer.

All of the Company's livestock and feed products have been registered with and approved by the Bureau of Animal Industry (BAI), an agency of the Department of Agriculture (DA) which prescribes standards, conducts quality control test of feed samples, and provides technical assistance to farmers and feed millers.

Some of the Company's projects, such as the sugar mill and refinery, bioethanol production, biomass power cogeneration and hog and poultry farm operations, are registered with the Board of Investments (BOI) which allows the Company certain fiscal and non-fiscal incentives.

Effects of Existing or Probable Governmental Regulations on the Business

The Company operates its businesses in a highly regulated environment. These businesses depend upon licenses issued by government authorities or agencies for their operations. The suspension or revocation of such licenses could materially and adversely affect the operation of these businesses.

Research and Development

The Company develops new products and variants of existing product lines, researches new processes and tests new equipment on a regular basis in order to maintain and improve the quality of the Company's food products. In Philippine operations alone, about ₱209 million was spent for research and development activities in 2021 and approximately ₱193 million and ₱144 million in 2020 and 2019, respectively.

The Company has research and development staff for its branded consumer foods and packaging divisions located in its research and development facility in Metro Manila and in each of its manufacturing facilities. In addition, the Company hires experts from all over the world to assist its research and development staff. The Company conducts extensive research and development for new products, line extensions for existing products and for improved production, quality control and packaging as well as customizing products to meet the local needs and tastes in the international markets. The Company's commodity foods segment also utilizes this research and development facility to improve their production and quality control. The Company also strives to capitalize on its existing joint ventures to effect technology transfers.

The Company has a dedicated research and development team for its agro-industrial business that continually explores advancements in feeds, breeding and farming technology. The Company regularly conducts market research and farm-test for all of its products. As a policy, no commercial product is released if it was not tested and used in Robina Farms.

Transactions with Related Parties

The largest shareholder, JG Summit Holdings, Inc. (JG Summit or JGSHI), is one of the largest and most diversified conglomerates listed on the Philippine Stock Exchange. JG Summit provides the Company with certain corporate center services including finance, strategy and development, government affairs, governance and management systems, internal audit, procurement, human resources, general counsel, information technology, digital transformation office, and advertising and public relations. JG Summit also provides the Company with valuable market expertise in the Philippines as well as intra-group synergies. See Note 35 to Consolidated Financial Statements for Related Party Transactions.

Costs and Effects of Compliance with Environmental Laws

The operations of the Company are subject to various laws and regulations enacted for the protection of the environment, including Philippine Clean Water Act (R.A. No. 9275), Clean Air Act (R.A. No. 8749), Ecological Solid Waste Management Act (R.A. No. 9003), Toxic Substances and Hazardous and Nuclear Wastes Control Act (R.A. No. 6969), Pollution Control Law (R.A. No. 3931, as amended by P.D. 984), the Environmental Impact Statement System (P.D. 1586), Laguna Lake Development Authority (LLDA) Act of 1966 (R.A. No. 4850), Renewable Energy Act (R.A. No. 9513), Electric Power Industry Reform Act (R.A. No. 9136) and Environmental Compliance Certificates (ECCs) requirements of P.D. No. 1586, in accordance with DENR Administrative Order No. 2003-30. The Company believes that it has complied with all applicable environmental laws and regulations, an example of which is the installation of wastewater treatment systems in its various facilities. Compliance with such laws does not have, and, in the Company's opinion, is not expected to have, a material effect upon the Company's capital expenditures, earnings or competitive position. As of December 31, 2021, the Company has invested about ₱420 million in wastewater treatment in its facilities in the Philippines.

Employees and Labor

As of December 31, 2021, the number of permanent full-time employees engaged in the Company's respective businesses is 13,894 and are deployed as follows:

Business	Company or Division	Number
Branded consumer foods	BCF, Packaging Division, URCI, URCCCL, NURC, UBVI, and USVI	10,461
Agro-industrial products	Farms, Animal Nutrition and Health; and Food, Drugs and Disinfectants	570
Commodity food products		
Sugar	Sugar	1,161
Flour & pasta	Flour	413
Bio-ethanol & renewable energy	Distillery and Cogeneration	659
Corporate		630
		13,894

For most of the companies and operating divisions, collective bargaining agreements between the relevant representatives of the employees' union and the subsidiary or divisions are in effect. The collective bargaining agreements generally cover a five-year term with a right to renegotiate the economic provisions of the agreement after three years, and contain provisions for annual salary increases, health and insurance benefits, and closed-shop arrangements. The collective bargaining agreements are with 26 different unions. For the year 2021, thirteen (13) collective bargaining agreements were signed and concluded with the labor unions which are as follows: Meat and Canning Division New Employees and Workers United Labor Organization, URC Labor Union Independent, BCFG Rank and File Union (United Labor Union URC El Salvador Plant), Kilusan sa Pakikibaka sa URC, URC Employees Union Farm Division, Continental Milling Company Workers Union, URC SURE - CARSUMCO Rank &File Union (Philippine Agricultural Commercial and Industrial Workers' Union - Trade Union Congress of the Philippines), URC SURE - CARSUMCO Supervisory Union (National Congress of Unions in the Sugar Industry of the Philippines - Trade Union Congress of the Philippines), PASSI Rank & File Union (Federation Free Workers), PASSI Supervisory Independent Union (Federation Free Workers), URSUMCO Supervisory Union (Congress of Independent - National Congress Unions in the Sugar Industry of the Philippines), SONEDCO Supervisory Union (Congress of Independent - National Congress Unions in the Sugar Industry of the Philippines) and Distillery Rank & File Union (Philippine Agricultural Commercial and Industrial Workers' Union - Trade Union Congress of the Philippines). The Company believes that good labor relations generally exist throughout the Company's subsidiaries and operating divisions.

The Company has a funded, noncontributory defined benefit retirement plan covering all of the regular employees of URC. The plan provides retirement, separation, disability and death benefits to its members. The Company, however, reserves the right to change the rate and amounts of its contribution at any time on account of business necessity or adverse economic conditions. The funds of the plan are administered and managed by the trustees. Retirement cost charged to operations, including net interest cost, amounted to ₱350 million, ₱263 million, and ₱351 million in 2021, 2020, and 2019, respectively.

Risks

The major business risks facing the Company and its subsidiaries are as follows:

1) Competition

The Company and its subsidiaries face competition in all segments of its businesses both in the Philippine market and in international markets where it operates. The Philippine food industry in general is highly competitive. Although the degree of competition and principal competitive factors vary among the different food industry segments in which the Company participates, the Company believes that the principal competitive factors include price, product quality, brand awareness and loyalty, distribution network, proximity of distribution outlets to customers, product variations and new product introductions. (See page 3, *Competition*, for more details)

The Company's ability to compete effectively is due to continuous efforts in sales and marketing of its existing products, development of new products and cost rationalization.

2) Financial Market

The Company has foreign exchange exposure primarily associated with fluctuations in the value of the Philippine Peso against the U.S. dollar and other foreign currencies. Majority of the Company's revenues are denominated in Pesos, while certain of its expenses, including debt services and raw material costs, are denominated in U.S. dollars or based on prices determined in U.S. dollars. In addition, portion of the Company's debt are denominated in foreign currencies. Prudent fund management is employed to minimize effects of fluctuations in interest and currency rates.

3) Raw Materials

The Company's production operations depend upon obtaining adequate supplies of raw materials on a timely basis. In addition, its profitability depends in part on the prices of raw materials since a portion of the Company's raw material requirements is imported, including packaging materials. To mitigate these risks, alternative sources of raw materials are used in the Company's operations. (See page 4, *Raw Materials*, for more details)

4) Food Safety Concerns

The Company's business could be adversely affected by the actual or alleged contamination or deterioration of certain of its flagship products, or of similar products produced by third parties. The risk of contamination or deterioration of its food products exists at each stage of the production cycle, including the purchase and delivery of food raw materials, the processing and packaging of food products, the stocking and delivery of the finished products to its customers, and the storage and display of finished products at the points of final sale. The Company conducts extensive research and development for new products, line extensions for existing products and for improved production, quality control and packaging as well as customizing products to meet the local needs and tastes in the international markets for its food business. For its agro-industrial business, its researchers are continually exploring advancements in breeding and farming technology. The Company regularly conducts market research and farm-test for all of its products. Moreover, the Company ensures that the products are safe for human consumption and that the Company conforms to standards and quality measures prescribed by regulatory bodies such as BFAD, SRA, BAI, and DA.

Mortalities

The Company's agro-industrial business is subject to risks of outbreaks of various diseases. The Company faces the risk of outbreaks of foot and mouth disease and African Swine Fever (ASF), which is highly contagious and destructive to susceptible livestock such as hogs, and avian influenza or bird flu for its chicken farming business. These diseases and many other types could result in mortality losses. Disease control measures are adopted by the Company to minimize and manage this risk.

5) Intellectual Property Rights

Approximately 71.4% of the Company's sale of goods and services in 2021 were from its branded consumer foods segment. The Company has put considerable efforts to protect the portfolio of intellectual property rights, including trademark registrations. Security measures are continuously taken to protect its patents, licenses and proprietary formulae against infringement and misappropriation.

6) Weather and Catastrophe

Severe weather conditions may have an impact on some aspects of the Company's business, such as its sugar cane milling operations due to reduced availability of sugar cane. Weather condition may also affect the Company's ability to obtain raw materials and the cost of those raw materials. Moreover, the Philippines has experienced a number of major natural catastrophes over the years including typhoons, droughts, volcanic eruptions, and earthquakes. The Company and its subsidiaries continually maintain sufficient inventory level to neutralize any shortfall of raw materials from major suppliers whether local or imported.

7) Environmental Laws and Other Regulations

The Company is subject to numerous environmental laws and regulations relating to the protection of the environment and human health and safety, among others. The nature of the Company's operations will continue to subject it to increasingly stringent environmental laws and regulations that may increase the costs of operating its facilities above currently projected levels and may require future capital expenditures. The Company is continually complying with environmental laws and regulations, such as the wastewater treatment plants as required by the Department of Environment and Natural Resources, to lessen the effect of these risks.

The Company shall continue to adopt what it considers conservative financial and operational policies and controls to manage the various business risks it faces.

Item 2. Properties

The Company operates the manufacturing/farm facilities located in the following:

Location (Number of facilities)	Type of Facility	Owned/Rented	Condition
Pasig City (4)	Branded consumer food plant, flour mills and feed mill	Owned	Good
Libis, Quezon City (1)	Branded consumer food plant	Owned	Good
Cabuyao, Laguna (1)	Branded consumer food plant	Owned	Good
Luisita, Tarlac (1)	Branded consumer food plant	Rented/Owned	Good
San Fernando, Pampanga (1)	Branded consumer food plant	Rented/Owned	Good
Dasmariñas, Cavite (2)	Branded consumer food plants	Owned	Good
Cagayan de Oro (1)	Branded consumer food plant	Owned	Good
San Pedro, Laguna (2)	Branded consumer food plants	Owned	Good
(Forward)			

Location (Number of facilities)	Type of Facility	Owned/Rented	Condition
Calamba, Laguna (1)	Branded consumer food plant	Rented/Owned	Good
San Pablo, Laguna (1)	Branded consumer food plant	Rented/Owned	Good
Biñan, Laguna (1)	Branded consumer food plant	Owned	Good
Antipolo, Rizal (5)	Poultry and piggery farms, slaughterhouse and meat processing plant	Rented/Owned	Good
Naic, Cavite (1)	Poultry farm	Owned	Good
San Miguel, Bulacan (4)	Feed mill, poultry and piggery farms	Owned	Good
Bustos, Bulacan (1)	Piggery farm	Owned	Good
Novaliches, Quezon City (1)	Piggery farm	Owned	Good
Consolacion, Cebu (1)	Feed mill	Owned	Good
Davao City, Davao (1)	Flour mill	Owned	Good
Tabok City, Cebu (1)	Branded consumer food plant	Owned	Good
San Fernando, Cebu (1)	Branded consumer food plant	Owned	Good
Mandaue City, Cebu (1)	Feed mill	Owned	Good
Bais, Negros Oriental (1)	Distillery plant	Owned	Good
Manjuyod, Negros Oriental (1)	Sugar mill	Owned	Good
Piat, Cagayan (1)	Sugar mill	Owned	Good
Kabankalan, Negros Occidental (2)	Sugar mill and cogeneration plant	Owned	Good
San Enrique, Iloilo City (1)	Sugar mill	Owned	Good
Balayan, Batangas (1)	Sugar mill	Owned	Good
La Carlota City, Negros Occidental (2)	Sugar mill and distillery plant	Owned	Good
Simlong, Batangas (3)	BOPP plant/Flexible packaging	Owned	Good
Samutsakhorn Industrial Estate, Samutsakhorn, Thailand (6)	Branded consumer food plants	Owned	Good
Pasir Gudang, Johor, Malaysia (1)	Branded consumer food plant	Owned	Good
Jiangsu, China (1)	Branded consumer food plant	Owned	Good
Guangdong, China (1)	Branded consumer food plant	Owned	Good
Industrial Town, Bekasi, Indonesia (2)	Branded consumer food plants	Owned	Good
VSIP, Binh Duong Province, Vietnam (3)	Branded consumer food plants	Owned	Good
Thach That District, Ha Noi, Vietnam (1)	Branded consumer food plant	Owned	Good
Mingaladon, Yangon, Myanmar (1)	Branded consumer food plant	Rented/Owned	Good
Batu Pahat, Johor, Malaysia (2)	Branded consumer food plant	Owned	Good

The Company intends to continuously expand the production and distribution of the branded consumer food products internationally through the addition of manufacturing facilities located in geographically desirable areas, especially in the ASEAN countries, the realignment of the production to take advantage of markets that are more efficient for production and sourcing of raw materials, and increased focus and support for exports to other markets from the manufacturing facilities. It also intends to enter into alliances with local raw material suppliers and distributors. Annual lease payments for rented properties amounted to ₱128 million in 2021.

Item 3. Legal Proceedings

The Company is subject to lawsuits and legal actions in the ordinary course of its business. The Company or any of its subsidiaries is not a party to, and its properties are not the subject of, any material pending legal proceedings that could be expected to have a material adverse effect on the Company’s financial position or results of operations.

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

There were no matters submitted to a vote of security holders during the fourth quarter of the year covered by this report.

PART II – OPERATIONAL AND FINANCIAL INFORMATION

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

Market Information

The principal market for URC's common equity is the Philippine Stock Exchange. Sales prices of the common stock follow:

	High	Low
Calendar Year 2021		
January to March 2021	₱160.90	₱118.60
April to June 2021	149.20	125.10
July to September 2021	150.80	126.70
October to December 2021	141.20	125.70
Calendar Year 2020		
January to March 2020	₱163.40	₱82.00
April to June 2020	149.00	99.00
July to September 2020	145.00	118.20
October to December 2020	160.90	131.50
Calendar Year 2019		
January to March 2019	₱152.60	₱125.70
April to June 2019	178.50	141.20
July to September 2019	180.40	154.00
October to December 2019	162.70	136.00

As of March 4, 2022, the latest trading date prior to the completion of this annual report, sales price of the common stock is at ₱119.70.

The number of shareholders of record as of December 31, 2021 was approximately 1,002. Common shares outstanding as of December 31, 2021 were 2,200,983,378.

List of Top 20 Stockholders of Record
December 31, 2021

	Name of Stockholders	Number of Shares Held	Percentage to Total Outstanding
1	JG Summit Holdings, Inc.	1,215,223,061	55.21%
2	PCD Nominee Corporation (Non-Filipino)	574,510,744	26.10%
3	PCD Nominee Corporation (Filipino)	379,695,775	17.25%
4	Toccata Securities Pty. Ltd (Account 1)	5,035,541	0.23%
4	Toccata Securities Pty. Ltd (Account 2)	5,035,541	0.23%
4	Toccata Securities Pty. Ltd (Account 3)	5,035,541	0.23%
5	Litton Mills, Inc.	2,237,434	0.10%
6	Hopkins Securities Pty. Ltd. (Account 1)	1,888,328	0.09%
6	Hopkins Securities Pty. Ltd. (Account 2)	1,888,328	0.09%
6	Hopkins Securities Pty. Ltd. (Account 3)	1,888,328	0.09%
6	Hopkins Securities Pty. Ltd. (Account 4)	1,888,328	0.09%
7	Lisa Gokongwei Cheng	988,234	0.04%
7	Robina Gokongwei Pe	988,234	0.04%
8	RBC-TIG ATF TA#030-172-530121	576,295	0.03%
9	RBC-TIG ATF TA#030-172-530113	575,800	0.03%
9	RBC-TIG ATF TA#030-172-530122	575,800	0.03%
10	Lance Yu Gokongwei	413,234	0.02%
11	Marcia Yu Gokongwei	413,233	0.02%
11	Faith Gokongwei Lim	413,233	0.02%
11	Hope Gokongwei Tang	413,233	0.02%
12	Quality Investments & Sec Corporation	400,143	0.02%
13	JG Summit Capital Services Corporation	380,765	0.02%
14	Flora Ng Siu Kheng	379,500	0.02%
15	Gilbert U. Du and/or Fe Socorro R. Du	188,485	0.01%
16	Pedro Sen	75,900	0.00%
17	Phimco Industries Provident Fund	72,864	0.00%
18	Joseph Estrada	72,105	0.00%
19	Gilbert Du	63,250	0.00%
20	Abacus Securities Corporation	51,100	0.00%

Recent Sales of Unregistered Securities

Not applicable. All shares of the Company are listed on the Philippine Stock Exchange.

Dividends

The Company paid dividends as follows:

In 2021, a regular cash dividend of ₱1.50 per share to all stockholders of record as of May 20, 2021 and paid on June 15, 2021 and a special cash dividend of ₱1.80 per share to all stockholders of record as of August 19, 2021 and paid on September 15, 2021.

In 2020, a regular cash dividend of ₱1.50 per share to all stockholders of record as of March 24, 2020 and paid on April 21, 2020 and a special cash dividend of ₱1.65 per share to all stockholders of record as of June 1, 2020 and paid on June 26, 2020.

In 2019, a regular cash dividend of ₱1.50 per share to all stockholders of record as of March 14, 2019 and paid on March 28, 2019 and a special cash dividend of ₱1.65 per share to all stockholders of record as of July 1, 2019 and paid on July 25, 2019.

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

The following discussion should be read in conjunction with the accompanying consolidated financial statements and notes thereto, which form part of this Report. The consolidated financial statements and notes thereto have been prepared in accordance with the Philippine Financial Reporting Standards (PFRSs).

Results of Operations

Calendar Year 2021 Compared to Calendar Year 2020

URC generated a consolidated sale of goods and services of ₱116.955 billion for the year ended December 31, 2021, ahead by 3.4% against last year. Sale of goods and services performance by business segment follows:

- Sale of goods and services in URC's branded consumer foods group (BCFG), excluding packaging division, decreased by ₱566 million or 0.7% to ₱81.904 billion in 2021 from ₱82.470 billion registered in 2020. BCF domestic operations posted a decrease in net sales from ₱61.240 billion in 2020 to ₱59.734 billion in 2021 coming from high base in 2020 due to pantry-loading in the first half of the year driven by Taal eruption and the start of pandemic shifting household spending to pantry essentials. Economic environment also affected consumer behavior as seen in the category declines.

  BCF international operations reported a 4.4% increase in net sales from ₱21.230 billion in 2020 to ₱22.170 billion in 2021 coming from strong growth momentum in the first half of the year, partially tapered by COVID-19 resurgence in the region. In constant US dollar (US$) terms, sales increased by 5.3% driven by Indochina and Indonesia despite COVID challenges. Vietnam significantly grew by 12.0% driven by recovery in beverage sales particularly C2 while Thailand improved with 5.2% sales growth coming from strong domestic performance.

  Sale of goods and services of BCFG, excluding packaging division, accounted for 70.0% of total URC consolidated sale of goods and services for 2021.

  Sale of goods and services in URC's packaging division increased by 44.8% to ₱1.619 billion in 2021 from ₱1.118 billion recorded in 2020 due to better price and volume.

- Sale of goods and services in URC's agro-industrial group (AIG) amounted to ₱11.483 billion in 2021, a decline of 3.2% from ₱11.858 billion recorded in 2020. Feeds business increased by 5.6% due to double-digit growth in pet food, offsetting the decline in animal feeds. Farms business also decreased by 40.3% due to lower volumes as a result of downsized operations.

- Sale of goods and services in URC's commodity foods group (CFG) amounted to ₱21.949 billion in 2021, a 23.9% increase from ₱17.715 billion reported in 2020. Sugar business grew by 20.7% while renewables business grew by 64.4% driven by the acquisition of La Carlota mill and Roxol distillery in 4th quarter of 2020. Flour business posted a 4.5% increase due to better selling price despite low volume growth.

URC's cost of sales consists primarily of raw and packaging materials costs, manufacturing costs and direct labor costs. Cost of sales increased by ₱4.916 billion or 6.3% to ₱83.490 billion in 2021 from ₱78.573 billion recorded in 2020 due to higher sales and increasing input costs.

URC's gross profit for 2021 amounted to ₱33.465 billion, lower by ₱1.123 billion or 3.2% from ₱34.588 billion reported in 2020. Gross profit margin decreased by 195 basis points from 30.57% in 2020 to 28.61% in 2021.

URC's selling and distribution costs and general and administrative expenses consist primarily of compensation benefits, advertising and promotion costs, freight and other selling expenses, depreciation, repairs and maintenance expenses and other administrative expenses. Selling and distribution costs, and general and administrative expenses increased by ₱57 million or 0.3% to ₱20.749 billion in 2021 from ₱20.692 billion registered in 2020. The increase primarily resulted from increases in repairs and maintenance, professional and legal fees and other administrative expenses, partially offset by decreases in advertising and promotion costs; and taxes, licenses and fees.

As a result of the above factors, operating income decreased by ₱1.180 billion or 8.5% to ₱12.716 billion in 2021 from ₱13.896 billion reported in 2020. URC's operating income by segment was as follows:

- Operating income in URC's branded consumer foods segment, excluding packaging division, decreased by ₱909 million or 8.9% to ₱9.299 billion in 2021 from ₱10.208 billion in 2020. BCFG's domestic operations decline by 8.0% to ₱7.603 billion in 2021 from ₱8.262 billion in 2020 driven by cost headwinds from commodity prices, partially offset by pricing actions, mix improvements and cost savings initiatives. International operations posted a ₱1.696 billion operating income, 12.9% lower than the ₱1.947 billion posted in 2020 driven by increasing input prices and freight costs, and plant shutdowns due to Delta COVID variant surge in 3rd quarter of 2021. In constant US dollar terms, international operations posted an operating income of US$ 34 million, a 12.3% decrease from last year.

  URC's packaging division reported an operating income of ₱99 million in 2021 from an operating income of ₱522 thousand reported in 2020 driven by strong topline.

- Operating income in URC's agro-industrial segment decreased by ₱210 million or 15.3% to ₱1.165 billion in 2021 from ₱1.374 billion in 2020 driven by higher input costs.

- Operating income in URC's commodity foods segment decreased by ₱12 million or 0.3% to ₱4.351 billion in 2021 from ₱4.363 billion in 2020. Flour business decreased by 48.2% due to surging wheat prices. Sugar and renewables businesses grew by 16.4% and 24.9%, respectively, on the back of better volume and average selling price for all categories.

URC reported an EBITDA (operating income plus depreciation and amortization) from continuing operations of ₱18.479 billion in 2021, 7.9% lower than ₱20.054 billion posted in 2020.

URC's finance costs consist mainly of interest expense, which decreased by ₱88 million to ₱573 million in 2021 from ₱662 million recorded in 2020 due to lower interest rates and decline in level of interest-bearing financial liabilities.

URC's finance revenue consists of interest income from investments in financial instruments, money market placements, savings and dollar deposits and dividend income from investment in equity securities. Finance revenue decreased by ₱68 million to ₱255 million in 2021 from ₱324 million in 2020 due to lower interest rates, decline in level of interest-bearing financial assets and lower dividend income.

Equity in net losses of joint ventures increased to ₱91 million in 2021 from ₱62 million in 2020 due to equity take-up in net losses of DURBI.

Net foreign exchange gain amounted to ₱346 million in 2021 from the ₱504 million net foreign exchanges loss reported in 2020 driven by combined effects of local currency devaluations vis-à-vis US dollar this year versus local currency revaluations last year particularly Philippine Peso and Myanmar Kyat.

Market valuation gain on financial instruments at fair value through profit or loss decreased to ₱87 million in 2021 from ₱136 million in 2020 driven by market valuation on derivative liability last year.

Impairment losses increased to ₱572 million in 2021 from ₱33 million in 2020 due to provision for impairment losses on idle fixed assets and slow-moving spare parts .

Other income (losses) - net consists of gain (loss) on sale of fixed assets, rental income, and miscellaneous income and expenses. Other income - net amounted to ₱2.375 billion in 2021 from other losses - net of ₱619 million reported in 2020 mainly coming from gain on sale of fixed assets recognized this year.

URC recognized provision for income tax of ₱1.579 billion in 2021, a 20.0% decrease from ₱1.973 billion in 2020 due to savings from CREATE Act and reversal of deferred tax assets last year.

URC's net income from continuing operations amounted to ₱12.965 billion in 2021, higher by ₱2.461 billion or 23.4%, from ₱10.504 billion in 2020 mainly driven by gain on sale of idle assets, foreign exchange gain, and income tax savings from CREATE Act.

URC's net income from discontinued operations amounted to ₱11.281 billion in 2021, an increase of ₱10.160 billion from ₱1.120 billion recorded in 2020 driven by the gain recognized from the divestment of Oceania businesses this year.

URC reported total net income of ₱24.246 billion in 2021, higher by ₱12.621 billion or 108.6% from ₱11.625 billion in 2020.

URC's core earnings after tax (operating profit after equity earnings, net finance costs, other income - net and provision from income tax) in 2021 amounted to ₱11.582 billion, and decrease of 7.1% from ₱12.463 billion recorded in 2020.

Net income attributable to equity holders of the parent increased by ₱12.577 billion or 117.0% to ₱23.324 billion in 2021 from ₱10.747 billion in 2020 as a result of the factors discussed above.

Non-controlling interest (NCI) represents primarily the share in the net income (loss) attributable to non-controlling interest of Nissin-URC (51.0%-owned). NCI in net income of subsidiaries increased from ₱878 million in 2020 to ₱922 million in 2021.

Calendar Year 2020 Compared to Calendar Year 2019

URC generated a consolidated sale of goods and services of ₱113.162 billion for the year ended December 31, 2020, a slight decline of 1.1% against 2019. Sale of goods and services performance by business segment follows:

- Sale of goods and services in URC's branded consumer foods group (BCFG), excluding packaging division, decreased by ₱2.848 billion or 3.3% to ₱82.470 billion in 2020 from ₱85.318 billion registered in 2019. BCFG domestic operations posted a slight decrease in net sales from

₱61.535 billion in 2019 to ₱61.240 billion in 2020 due to decline in dependent out-of-home consumption categories such as RTD beverages and candies, partially offset by growth in snacks, noodles and other filler type categories.

BCF international operations reported a 10.7% decrease in net sales from ₱23.783 billion in 2019 to ₱21.230 billion in 2020. In constant US dollar (US$) terms, sales decreased by 6.3% mainly driven by challenged sales of Vietnam and Thailand. Vietnam sales declined by 13.4% mainly driven by slowdown in beverages as C2 sales was unable to fully pull through despite recovery in the 2nd half of the year and Rong Do remained challenged due to school closures. Thailand sales decreased by 3.2% due to soft domestic consumption.

Sale of goods and services of BCFG, excluding packaging division, accounted for 70.5% of total URC consolidated sale of goods and services for 2020.

Sale of goods and services in URC's packaging division decreased by 15.5% to ₱1.118 billion in 2020 from ₱1.324 billion recorded in 2019 due to lower selling price and volume.

- Sale of goods and services in URC's agro-industrial group (AIG) amounted to ₱11.858 billion in 2020, a decline of 9.7% from ₱13.138 billion recorded in 2019. Feeds business decreased by 3.5% due to lower volumes while Farms business decreased by 24.2% due to lower volumes as a result of downsized operations.

- Sale of goods and services in URC's commodity foods group (CFG) amounted to ₱17.715 billion in 2020, a 21.1% increase from ₱14.623 billion reported in 2019. Sugar business grew by 33.5% due to higher volumes and renewables business grew by 29.8% driven by higher average selling price. The acquisition of Central Azucarera de La Carlota and Roxol Bioenergy Corporation contributed to the growth of Sugar and Renewables businesses. Flour business posted a 1.8% decrease due to lower volumes, partially offset by better average selling price.

URC's cost of sales consists primarily of raw and packaging materials costs, manufacturing costs and direct labor costs. Cost of sales decreased by ₱2.066 billion or 2.6% to ₱78.573 billion in 2020 from ₱80.639 billion recorded in 2019 due to lower input costs and packaging materials, and forex impact.

URC's gross profit for 2020 amounted to ₱34.588 billion, higher by ₱824 million or 2.4% from ₱33.764 billion reported in 2019. Gross profit margin increased by 105 basis points from 29.51% in 2019 to 30.57% in 2020.

URC's selling and distribution costs and general and administrative expenses consist primarily of compensation benefits, advertising and promotion costs, freight and other selling expenses, depreciation, repairs and maintenance expenses and other administrative expenses. Selling and distribution costs, and general and administrative expenses decreased by ₱329 million or 1.6% to ₱20.692 billion in 2020 from ₱21.021 billion registered in 2019. This decrease resulted primarily from the following factors:

- 2.5% or ₱183 million decrease in advertising and promotions to ₱7.270 billion in 2020 from ₱7.453 billion in 2019 due to controlled spending.

- 1.7% or ₱115 million decrease in freight and other selling expenses to ₱6.642 billion in 2020 from ₱6.757 billion in 2019 due to lower freight cost and logistic efficiencies.

- 46.3% or ₱62 million decrease in travel and transportation to ₱72 million in 2020 from ₱134 million in 2019 due to imposition of strict travel guidelines due to COVID-19.
- 54.9% or ₱190 million increase in repairs and maintenance to ₱536 million in 2020 from ₱346 million in 2019 due to higher software and hardware maintenance costs.

As a result of the above factors, operating income increased by ₱1.153 billion or 9.1% to ₱13.896 billion in 2020 from ₱12.743 billion reported in 2019. URC's operating income by segment was as follows:

- Operating income in URC's branded consumer foods segment, excluding packaging division, increased by ₱363 million or 3.7% to ₱10.208 billion in 2020 from ₱9.846 billion in 2019. BCFG's domestic operations went up by 6.3% to ₱8.262 billion in 2020 from ₱7.775 billion in 2019 driven by better price and cost mix, and tempered input costs. International operations posted a ₱1.947 billion operating income in 2020, 6.0% lower than the ₱2.070 billion posted in 2019 driven by forex devaluations. In constant US dollar terms, international operations posted an operating income of US$39 million, a 1.4% decrease from previous year.

  URC's packaging division reported an operating income of ₱522 thousand in 2020 from an operating loss of ₱42 million reported in 2019 due to better margins.

- Operating income in URC's agro-industrial segment increased by ₱487 million or 54.9% to ₱1.374 billion in 2020 from ₱887 million in 2019 driven by better margins and controlled operating expenses in both feeds and farms businesses.

- Operating income in URC's commodity foods segment increased by ₱439 million or 11.2% to ₱4.363 billion in 2020 from ₱3.924 billion in 2019. Flour business increased by 10.0% due to lower materials costs and operating expenses. Sugar business grew by 0.3% due to higher volume despite lower margins and higher expenses. Renewables business increased by 71.8% due to higher average selling price of distillery segment.

URC reported an EBITDA (operating income plus depreciation and amortization) from continuing operations of ₱20.054 billion in 2020, 6.4% higher than ₱18.851 billion posted in 2019.

URC's finance costs consist mainly of interest expense, which increased by ₱15 million to ₱662 million in 2020 from ₱647 million recorded in 2019 due to increase in interest expense related to additional lease contracts qualifying under PFRS 16 in 2020.

URC's finance revenue consists of interest income from investments in financial instruments, money market placements, savings and dollar deposits and dividend income from investment in equity securities. Finance revenue increased by ₱38 million to ₱324 million in 2020 from ₱286 million in 2019 due to higher dividend income.

Equity in net losses of joint ventures decreased to ₱62 million in 2020 from ₱178 million in 2019 due to lower share in net losses from VURCI and DURBI.

Net foreign exchange loss increased to ₱504 million in 2020 from the ₱487 million reported in 2019 due to appreciation of Philippine peso against US dollar.

Market valuation gain (loss) on financial instruments at fair value through profit or loss increased to ₱136 million gain in 2020 from ₱5 million loss in 2019 due to increase in market values of equity investments and decrease in fair value of derivative liability.

Impairment losses increased to ₱33 million in 2020 from ₱2 million in 2019 due to higher provision for impairment of receivables.

Other losses - net consists of gain (loss) on sale of fixed assets, amortization of bond issue costs, rental income, and miscellaneous income and expenses. Other losses - net amounted to ₱619 million in 2020, higher than the ₱339 million reported in 2019 mainly due to higher restructuring costs recognized in 2020.

URC recognized provision for income tax of ₱1.973 billion in 2020, a 21.8% increase from ₱1.620 billion in 2019 due to reversal of deferred tax assets on realized foreign exchange losses and realized restructuring costs.

URC's net income from continuing operations amounted to ₱10.504 billion in 2020, higher by ₱754 million or 7.7%, from ₱9.750 billion in 2019 mainly driven by higher operating income and lower net finance costs.

URC's net income from discontinued operations amounted to ₱1.120 billion in 2020, an increase of 207.4% from ₱365 million recorded in 2019 due to strong performance of Oceania businesses.

URC reported total net income of ₱11.625 billion in 2020, higher by ₱1.510 billion or 14.9% from ₱10.115 billion in 2019.

URC's core earnings after tax (operating profit after equity earnings, net finance costs, other losses - net and provision for income tax) in 2020 amounted to ₱12.463 billion, an increase of 10.7% from ₱11.261 billion recorded in 2019.

Net income attributable to equity holders of the parent increased by ₱975 million or 10.0% to ₱10.747 billion in 2020 from ₱9.772 billion in 2019 as a result of the factors discussed above.

Non-controlling interest (NCI) represents primarily the share in the net income (loss) attributable to non-controlling interest of Nissin-URC (51.0%-owned) and Unisnack Holding Company Ltd. (60.0%-owned). NCI in net income of subsidiaries increased from ₱343 million in 2019 to ₱878 million in 2020.

Calendar Year 2019 Compared to Calendar Year 2018

URC generated a consolidated sale of goods and services of ₱114.403 billion for the year ended December 31, 2019, a 7.0% sales growth over previous year. Sale of goods and services performance by business segment follows:

- Sale of goods and services in URC's branded consumer foods group (BCFG), excluding packaging division, increased by ₱4.601 billion or 5.7% to ₱84.791 billion in 2019 from ₱80.190 billion registered in 2018. BCFG domestic operations posted a 7.9% increase in net sales from ₱57.811 billion in 2018 to ₱62.405 billion in 2019 due to growth across different key categories supported by strong consumer demand and sales and distribution transformation, which brought a successful coffee turn-around, sustained growth performance in snacks and noodles, and recovery of RTD beverages.

  BCF international operations net sales is flat from ₱22.379 billion in 2018 to ₱22.387 billion in 2019. In constant US dollar (US$) terms, sales grew by 1.0% driven by strong performance in Vietnam, partially offset by challenged sales in Thailand. Vietnam recovered with stronger growth of 8.9% driven by C2 with significant contributions from new product launches, partly offset by decline in Rong Do. Thailand sales decreased by 5.6% driven by decline in biscuits and wafers while exports grew due to strong sales to Cambodia. Thailand's performance remains challenged as the economy continues to affect consumer sentiment.

Sale of goods and services of BCFG, excluding packaging division, accounted for 72.5% of total URC consolidated sale of goods and services for 2019.

Sale of goods and services in URC's packaging division decreased by 13.1% to ₱1.324 billion in 2019 from ₱1.524 billion recorded in 2018 due to lower selling price and volume.

- Sale of goods and services in URC's agro-industrial group (AIG) amounted to ₱13.138 billion in 2019, a 12.4% increase from ₱11.693 billion recorded in 2018. Feeds business grew by 34.6% due to higher sales volume and improved selling prices across all feed categories while Farms business weakened by 18.8% due to lower volume in hogs despite increase in sales volume of poultry.

- Sale of goods and services in URC's commodity foods group (CFG) amounted to ₱15.150 billion in 2019 or up by 11.9% from ₱13.539 billion reported in 2018. Sugar business grew by 8.0% due to higher volumes in raw sugar despite lower volume in refined sugar coupled with lower prices for both raw and refined sugar. Renewables business slightly declined by 1.5% due to lower volume of molasses. Flour business also posted higher sales by 25.5% driven by volume growth.

URC's cost of sales consists primarily of raw and packaging materials costs, manufacturing costs and direct labor costs. Cost of sales increased by ₱3.735 billion, or 4.9%, to ₱80.639 billion in 2019 from ₱76.904 billion recorded in 2018 due to higher sales, partially offset by lower costs of commodities and other raw and packaging materials.

URC's gross profit for 2019 amounted to ₱33.764 billion, higher by ₱3.722 billion or 12.4% from ₱30.042 billion reported in 2018. Gross profit margin increased by 142 basis points from 28.09% in 2018 to 29.51% in 2019.

URC's selling and distribution costs, and general and administrative expenses consist primarily of compensation benefits, advertising and promotion costs, freight and other selling expenses, depreciation, repairs and maintenance expenses and other administrative expenses. Selling and distribution costs, and general and administrative expenses increased by ₱1.761 billion or 9.1% to ₱21.021 billion in 2019 from ₱19.260 billion registered in 2018. This increase resulted primarily from the following factors:

- 16.7% or ₱1.065 billion increase in advertising and promotions to ₱7.453 billion in 2019 from ₱6.388 billion in 2018 due to higher consumer promotions and trade development activities to boost sales.

- 36.9% or ₱236 million increase in depreciation and amortization expense to ₱875 million in 2019 from ₱639 million in 2018 due to capital expenditures and impact of PFRS 16.

- 1.8% or ₱117 million increase in freight and other selling expense to ₱6.757 billion in 2019 from ₱6.641 billion in 2018 due to higher volume.

- 4.1% or ₱155 million increase in personnel expenses to ₱3.946 billion in 2019 from ₱3.790 billion in 2018 due to higher pension cost.

- 35.5% or ₱86 million increase in contracted services to ₱328 million in 2019 from ₱242 million in 2018 due to consolidation of USVI and higher shared service costs.

As a result of the above factors, operating income increased by ₱1.960 billion, or 18.2% to ₱12.743 billion in 2019 from ₱10.783 billion reported in 2018. URC's operating income by segment was as follows:

- Operating income in URC's branded consumer foods segment, excluding packaging division, increased by ₱1.504 billion or 18.1% to ₱9.795 billion in 2019 from ₱8.292 billion in 2018. BCFG's domestic operations went up by 12.4% to ₱8.032 billion in 2019 from ₱7.143 billion in 2018 due to higher volumes and cost improvement. International operations posted a ₱1.764 billion operating income, 53.6% higher than ₱1.149 billion posted in 2018. In constant US dollar terms, international operations posted an operating income of US$34 million, a 48.6% increase from 2018 due to better margins from key markets.

  URC's packaging division reported an operating loss of ₱42 million in 2019 from an operating income of ₱29 million reported in 2018 due to lower margins from lower selling price despite improved cost of production, coupled with higher repairs and maintenance costs.

- Operating income in URC's agro-industrial segment increased by ₱69 million to ₱887 million in 2019 from ₱818 million in 2018 driven by higher volumes and prices in feeds despite lower volumes in farms as a result of the African swine flu scare since August 2019, coupled with higher input costs.

- Operating income in URC's commodity foods segment increased by ₱435 million or 12.3% to ₱3.974 billion in 2019 from ₱3.539 billion in 2018. Flour business increased by 29.6% due to higher volumes, lower wheat costs and savings from operating expenses. Sugar business grew by 31.8% due to improved selling price and higher volume while renewable energy business decreased by 33.3% due to higher repairs and maintenance cost and increase in molasses price.

URC reported an EBITDA (operating income plus depreciation and amortization) from continuing operations of ₱18.851 billion in 2019, 16.7% higher than ₱16.150 billion posted in 2018.

URC's finance costs consist mainly of interest expense which increased by ₱340 million or 110.8% to ₱647 million in 2019 from ₱307 million recorded in 2018 due to higher level of trust receipts payable and recognition of interest expense related to PFRS 16 in 2019.

URC's finance revenue consists of interest income from investments in financial instruments, money market placements, savings and dollar deposits and dividend income from investment in equity securities. Finance revenue increased to ₱286 million in 2019 from ₱279 million in 2018 due to higher level of financial assets during the year.

Equity in net losses of joint ventures increased to ₱178 million in 2019 from ₱147 million in 2018 due to recognition of net losses of DURBI in 2019.

Net foreign exchange loss amounted to ₱487 million in 2019 from ₱196 million reported in 2018 due to the combined effects of appreciation of international subsidiaries' local currencies against US dollar, particularly Indonesian Rupiah, and appreciation of Philippine peso against US dollar.

Market valuation loss on financial instruments at fair value through profit or loss decreased to ₱5 million in 2019 from ₱35 million in 2018 due to lower decrease in market values of equity investments.

Impairment losses decreased to ₱2 million in 2019 from ₱45 million in 2018 due to lower impairment in receivables and impairment of goodwill related to Advanson in 2018.

Other income (expenses) - net consists of gain (loss) on sale of fixed assets, amortization of bond issue costs, rental income, and miscellaneous income and expenses. Other expense - net amounted to ₱339 million in 2019 from ₱80 million other income - net reported in 2018 mainly due to restructuring provisions in 2019.

URC recognized provision for income tax of ₱1.620 billion in 2019, a 4.5% decrease from ₱1.697 billion in 2018 due to recognition of deferred tax asset on unrealized forex loss and restructuring provisions.

URC's net income from continuing operations amounted to ₱9.750 billion, higher by ₱1.035 billion or 11.9%, from ₱8.716 billion for 2018 mainly driven by higher operating income, reduced by higher net foreign exchange losses and recognition of restructuring provisions.

URC's net income from discontinued operations for 2019 amounted to ₱364 million, a decrease of 51.2% from ₱747 million recorded in 2018.

URC reported total net income ₱10.115 billion in 2019, higher by ₱652 million or 6.9% from ₱9.463 billion in 2018.

URC's core earnings after tax (operating profit after equity earnings, net finance costs, other expenses - net and provision for income tax) in 2019 amounted to ₱11.261 billion, an increase of 20.1% from ₱9.375 billion recorded in 2018.

Net income attributable to equity holders of the parent increased by ₱568 million or 6.2% to ₱9.772 billion in 2019 from ₱9.204 billion in 2018 as a result of the factors discussed above.

Non-controlling interest (NCI) represents primarily the share in the net income (loss) attributable to non-controlling interest of Nissin-URC, URC's 51.0%-owned subsidiary. NCI in net income of subsidiaries increased from ₱258 million in 2018 to ₱343 million in 2019.

Financial Condition

URC's financial position remains healthy with strong cash levels. The Company has a current ratio of 1.73:1 as of December 31, 2021, higher than the 1.22:1 as of December 31, 2020. Financial debt to equity ratio of 0.14 as of December 31, 2021 is within comfortable level. The Company is in a net asset position of ₱1.714 billion this year against the net debt position of ₱22.093 billion last year.

Total assets amounted to ₱152.657 billion as of December 31, 2021, lower than ₱176.195 billion as of December 31, 2020. Book value per share increased to ₱49.71 as of December 31, 2021 from ₱41.86 as of December 31, 2020.

The Company's cash requirements have been sourced through cash flow from operations. The net cash flow provided by operating activities in 2021 amounted to ₱13.466 billion. Net cash used in investing activities amounted to ₱11.630 billion, which were substantially used for fixed asset acquisitions. Net cash used in financing activities amounted to ₱3.745 billion due to dividend payment, partly offset by short-term debt availments.

The capital expenditures amounting to ₱13.200 billion include land, site development, warehouse and building constructions and rehabilitation/upgrade of beverage, snacks, candies and chocolate facilities in the Philippines; various capacity upgrades and sustainability projects in Thailand and Vietnam; new production line in Malaysia; new site location for Flour; upgrades and expansion of milling capacity and refinery in Sugar; rehabilitation of boiler in Distillery; expansion of feedmill and farm houses in Agro-Industrial Group; and improvement of information systems in Corporate business.

The Company has budgeted various authorized but not yet disbursed capital expenditures (including maintenance capex) and investments for 2022, which substantially consist of the following:

- Acquisition of new site, capacity expansions and improvement of information systems, handling, distribution, safety, quality control and operational efficiencies throughout the branded consumers foods group;
- Improvement and maintenance capital expenditures for flour mill and sugar and business expansion for renewables;
- Capacity expansion and maintenance expenditures for agro-industrial group and facilities improvement for packaging business; and
- Upgrade of information systems for corporate business

No assurance can be given that the Company's capital expenditure plan will not change or that the amount of capital expenditure for any project or as a whole will not change in future years from current expectations.

As of December 31, 2021, the Company is not aware of any events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

Financial Ratios

The following are the major financial ratios that the Group uses. Analyses are employed by comparisons and measurements based on the financial information of the current year against last year.

	December 31, 2021	December 31, 2020
Liquidity:		
Current ratio	**1.73:1**	1.22:1
Solvency:		
Gearing ratio	**0.14:1**	0.42:1
Debt to equity ratio	**0.39**	0.80
Asset to equity ratio	**1.39**	1.80

	CY 2021	CY 2020
Profitability:		
Operating margin	**10.9%**	12.3%
Earnings per share	**₱10.58**	₱4.88
Core earnings per share	**₱5.26**	₱5.65
Leverage:		
Interest rate coverage ratio	**32.23**	30.30

The Group calculates the ratios as follows:

Financial Ratios	Formula
Current ratio	Current assets / Current liabilities
Gearing ratio	Total financial debt (short-term debt, trust receipts payable and long-term debt including current portion) / Total equity (equity holders + non-controlling interests)
Debt to equity ratio	Total liabilities (current + noncurrent) / Total equity (equity holders + non-controlling interests)
Asset to equity ratio	Total assets (current + noncurrent) / Total equity (equity holders + non-controlling interests)
Operating margin	Operating income / Sale of goods and services
Earnings per share	Net income attributable to equity holders of the parent / Weighted average number of common shares
Core earnings per share	Core earnings after tax / Weighted average number of common shares
Interest rate coverage ratio	Operating income plus depreciation and amortization / Finance costs

Material Changes in the 2021 Financial Statements
(Increase/Decrease of 5% or more versus 2020)

Income statements – Year ended December 31, 2021 versus Year ended December 31, 2020

6.3% increase in cost of sales
Due to higher sales and increasing input costs

13.4% decrease in finance cost
Due to lower interest rates and decline in level of interest-bearing financial liabilities

1,656.2% increase in impairment losses
Due to provision for impairment losses on idle fixed assets and slow-moving spare parts

168.7% decrease in net foreign exchange losses
Due to combined effects of local currency devaluations vis-à-vis US dollar this year versus revaluations last year particularly Philippine Peso and Myanmar Kyat

21.1% decrease in finance revenue
Due to lower interest rates, decline in level of interest-bearing financial assets and lower dividend income

36.0% decrease in market valuation gain on financial instruments at FVPL
Due to market valuation on derivative liability last year

47.0% increase in equity in net losses of joint ventures
Due to equity take-up in net losses of DURBI

484.0% increase in other losses - net
Due to recognition of gain on sale of fixed assets this year

20.0% decrease in provision for income tax
Due to income tax savings from CREATE Act and reversal of deferred tax assets last year

906.8% increase in net income from discontinued operations
Due to recognition of gain on sale of Oceania businesses this year

Statements of Financial Position – December 31, 2021 versus December 31, 2020

10.1% decrease in cash and cash equivalents
Due to business acquisition, capital expenditures and dividend payment; partly offset by proceeds from divestment of Oceania businesses, cash from operations, net availments of short-term debt, and proceeds from disposal of property, plant and equipment

20.4% increase in financial instruments at FVPL
Due to increases in market price of equity securities

8.4% increase in inventories
Due to increases in raw materials inventory and spare parts and supplies

27.3% increase in biological assets
Due to increase in poultry population

36.1% increase in other current assets
Due to increases in advances to supplier and input tax

5.3% decrease in property, plant and equipment
Due to depreciation and divestment of Oceania businesses, partially offset by acquisition of Munchy's and capital expenditures during the year

63.2 % decrease in right-of-use assets
Due to depreciation and divestment of Oceania businesses

31.8 % decrease in goodwill
Due to divestment of Oceania businesses, partly offset by acquisition of Munchy's

84.3% decrease in intangible asset
Due to amortization and divestment of Oceania businesses, partly offset by acquisition of Munchy's

85.7% decrease in investments in joint ventures
Due to reclassification/consolidation of a joint venture due to change in control

97.3% increase in other noncurrent assets
Due to increase in noncurrent receivables

9.1 % decrease in accounts payable and other accrued liabilities
Due to decreases in trade payables and accrued expenses

192.6% increase in short-term debt
Due to loan availments during the year

8.8% increase in trust receipts payable
Due to increased utilization of trust receipt facilities during the year

26.4% decrease in income tax payable
Due to tax payments during the year, net of current tax provision

100.00% decrease long-term debt
Due to divestment of Oceania businesses

75.5 % decrease in deferred tax liabilities
Due to divestment of Oceania businesses

62.9% decrease in lease liabilities
Due to rent payments, amortization and divestment of Oceania businesses

69.3% decrease in other noncurrent liabilities
Due to decrease in net pension liability

26.2% increase in retained earnings
Due to net income during year, partly offset by dividend declaration

88.4% increase in other comprehensive income
Due to increase in cumulative translation adjustments and decrease in remeasurement losses on pension liability

90.4% increase of equity reserve
Due to reclassification to retained earnings resulting from full disposal/divestment of Oceania businesses

61.9% increase in treasury shares
Due to reacquisition of issued shares during the year

93.7% decrease in equity attributable to non-controlling interests
Due to divestment of Oceania businesses, net of equity share in the net income of NURC

The Company's key performance indicators are employed across all businesses. Comparisons are then made against internal target and previous period's performance. The Company and its significant subsidiaries' top five (5) key performance indicators are as follows (in million PhP):

Universal Robina Corporation (Consolidated)			
	CY 2021	**CY 2020**	**Index**
Revenues	116,955	113,162	103
EBIT	12,716	13,896	92
EBITDA	18,479	20,054	92
Net Income	24,246	11,625	209
Total Assets	152,657	176,195	87

URC International Co., Ltd. (Consolidated)			
	CY 2021	**CY 2020**	**Index**
Revenues	22,170	21,230	104
EBIT	1,696	1,947	87
EBITDA	3,380	3,778	89
Net Income	11,469	3,619	317
Total Assets	64,301	98,015	66

Nissin-URC			
	CY 2021	**CY 2020**	**Index**
Revenues	7,968	7,406	108
EBIT	1,283	1,276	101
EBITDA	1,507	1,472	102
Net Income	960	893	107
Total Assets	3,537	3,358	105

Majority of the above key performance indicators were within targeted levels.

Item 7. Financial Statements

The consolidated financial statements and schedules listed in the accompanying Index to Financial Statements and Supplementary Schedules (page 40) are filed as part of this Form 17-A (pages 41 to 173).

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

None.

Item 9. Independent Public Accountants and Audit Related Fees

Independent Public Accountants

The Company's independent public accountant is the accounting firm of SyCip Gorres Velayo & Co. (SGV & Co.). The same accounting firm is tabled for reappointment for the current year at the annual meeting of stockholders. The representatives of the principal accountant have always been present at prior year's meetings and are expected to be present at the current year's annual meeting of stockholders. They may also make a statement and respond to appropriate questions with respect to matters for which their services were engaged.

The current handling partner of SGV & Co. has been engaged by the Company in 2018 and is expected to be rotated every seven (7) years.

Audit-Related Fees

The following table sets out the aggregate fees billed for each of the last three years for professional services rendered by SyCip, Gorres, Velayo & Co.

	CY 2019	CY 2020	CY 2021
Audit and Audit-Related Fees	₱12,077,000	₱12,255,397	₱12,639,000
Fees for services that are normally provided by the external auditor in connection with statutory and regulatory filings or engagements	none	none	none
Professional fees for due diligence review for bond/shares offering	none	none	none
Tax Fees	none	none	none
Other Fees	none	none	none
Total	₱12,077,000	₱12,255,397	₱12,639,000

Audit Committee's Approval Policies and Procedures for the Services Rendered by the External Auditors

The Corporate Governance Manual of the Company provides that the Audit Committee shall, among others:

1. Evaluate all significant issues reported by the external auditors relating to the adequacy, efficiency, and effectiveness of policies, controls, processes and activities of the Company.
2. Ensure that other non-audit work provided by the external auditors is not in conflict with their functions as external auditors.
3. Ensure the compliance of the Company with acceptable auditing and accounting standards and regulations.

PART III – CONTROL AND COMPENSATION INFORMATION

Item 10. Directors and Executive Officers of the Registrant

Name	Age	Position	Citizenship
1. James L. Go	82	Director, Chairman Emeritus	Filipino
2. Lance Y. Gokongwei	55	Director, Chairman	Filipino
3. Irwin C. Lee	57	President and Chief Executive Officer	Filipino
4. Patrick Henry C. Go	51	Director, Executive Vice President	Filipino
5. Johnson Robert G. Go, Jr	56	Director	Filipino
6. Antonio Jose U. Periquet Jr.	60	Director (Independent)	Filipino
7. Cesar V. Purisima	61	Director (Independent)	Filipino
8. Rizalina G. Mantaring	62	Director (Independent)	Filipino
9. Christine Marie B. Angco	53	Director (Independent)	Singaporean
10. David J. Lim, Jr.	58	Chief Supply Chain and Sustainability Officer	Filipino
11. Francisco M. Del Mundo	51	Chief Financial Officer	Filipino
12. Anna Milagros D. David	41	Chief Marketing Officer	Filipino
13. Shanie Anne S. Kawpeng	55	Chief Strategy Officer	Filipino
14. Krishna Mohan Suri	49	Vice President, Global Innovation, Research and Development	Indian
15. Socorro ML. Banting	67	Vice President	Filipino
16. Elisa O. Abalajon	54	Chief Human Resources Officer	Filipino
17. Karen Therese C. Salgado	51	Chief Information Officer	Filipino
18. Rhodora T. Lao	50	Corporate Controller and Chief Compliance and Risk Officer	Filipino
19. Charles Bernard A. Tañega	49	Treasurer	Filipino
20. Maria Celia H. Fernandez-Estavillo	50	Corporate Secretary	Filipino
21. Elvin Michael L. Cruz	43	Corporate Legal Counsel	Filipino
22. Jose Miguel T. Manalang	41	Director, Strategy and Investor Relations	Filipino

All of the above directors and officers have served their respective offices since May 13, 2021. There are no directors who resigned or declined to stand for re-election to the board of directors since the date of the last annual meeting of stockholders for any reason whatsoever.

A brief description of the directors and executive officers' business experience and other directorships held in other reporting companies are provided as follows:

James L. Go is the Chairman Emeritus of URC. He is also the Chairman of JG Summit Holdings, Inc. (JGSHI) and Cebu Air, Inc. He is the Chairman and Chief Executive Officer of Oriental Petroleum and Minerals Corporation. He is the Chairman Emeritus of Robinsons Land Corporation and JG Summit Olefins Corporation. He is the Vice Chairman of Robinsons Retail Holdings, Inc. He is also the President and Trustee of the Gokongwei Brothers Foundation, Inc. He has been a director of PLDT, Inc. (PLDT) since November 3, 2011. He is a member of the Technology Strategy and Risk Committees and Advisor of the Audit Committee of the Board of Directors of PLDT. He was elected a director of Manila Electric Company on December 16, 2013. Mr. James L. Go received his Bachelor of Science Degree and Master of Science Degree in Chemical Engineering from Massachusetts Institute of Technology, USA.

Lance Y. Gokongwei is the Chairman of URC. He is the President and Chief Executive Officer of JGSHI and Cebu Air, Inc. He is also the Chairman of Robinsons Retail Holdings, Inc., Robinsons Land Corporation, Altus Property Ventures, Inc., Robinsons Bank Corporation, and JG Summit Olefins Corporation. He is the Vice Chairman and Director of Manila Electric Company, and a Director of RL Commercial REIT, Inc., Oriental Petroleum and Minerals Corporation, Singapore Land Group Limited, Shakey's Asia Pizza Ventures, Inc., AB Capital and Investment Corporation, and Endeavor Acquisition Corporation. He is a Trustee and the Chairman of the Gokongwei Brothers Foundation, Inc. He received his Bachelor of Science degree in Finance and a Bachelor of Science degree in Applied Science from the University of Pennsylvania.

Irwin C. Lee is the President and Chief Executive Officer of URC effective May 14, 2018. Prior to joining URC, he was the Chief Executive Officer of Rustan Supercenters, Inc. and a director of Rose Pharmacy under Jardine Matheson's Dairy Farm Group. He brings with him more than 35 years of work experience in fast-moving consumer foods and retail across Asia, Europe and the US. He started in Procter & Gamble (P&G) as a Finance Analyst and rose to key executive finance roles in various countries, including Chief Financial Officer roles in Indonesia, Japan/Korea and Greater China. In 2004, he was appointed Vice President for P&G Greater China with dual roles as Chief Marketing Officer and as General Manager for the laundry detergent business, which he drove to market leadership. In 2007, he was appointed Vice President/Managing Director for P&G UK and Ireland, where he delivered profitable growth through two recessions and led P&G's London 2012 Olympics program. In 2014, he rose to become P&G's Regional Head for Northern Europe, leading commercial operations across UK, Ireland, Sweden, Denmark, Norway and Finland, and integrating P&G's second largest international regional cluster. While in the UK, he spearheaded industry initiatives for connecting businesses to communities and enhancing employee engagement and well-being. After P&G, he served as Global Strategic Advisor for McKinsey and Co. to consumer and retail sector partners and engagement managers. He also sat as Board Director and Remuneration Committee Chairman for Wm Morrison Supermarkets Plc (one of UK's top 4 grocery retailers). Mr. Irwin Lee graduated with a Bachelor of Science Degree in Commerce Major in Accounting from the De La Salle University Manila, Summa Cum Laude. He finished third in the CPA Licensure Exams in 1985.

Patrick Henry C. Go is a director and the Executive Vice President of URC. He also heads the URC Packaging (BOPP) Division and Flexible Packaging Division. He is the President and Chief Executive Officer of JG Summit Petrochemical Corporation and JG Summit Olefins Corporation. He is also a director of JGSHI, Robinsons Land Corporation, Robinsons Bank Corporation and Meralco Powergen Corporation. He is a trustee and treasurer of the Gokongwei Brothers Foundation, Inc. He received a Bachelor of Science degree in Management from the Ateneo de Manila University and attended the General Manager Program at Harvard Business School. Mr. Patrick Henry C. Go is a nephew of Mr. John L. Gokongwei, Jr.

Johnson Robert G. Go, Jr. has been a director of URC since May 5, 2005. He is also a director of JGSHI, Robinsons Land Corporation, Robinsons Bank Corporation, and A. Soriano Corporation. He is also a trustee of the Gokongwei Brothers Foundation, Inc. He received his Bachelor of Arts degree in Interdisciplinary Studies (Liberal Arts) from the Ateneo de Manila University. He is a nephew of Mr. John L. Gokongwei, Jr.

Antonio Jose U. Periquet, Jr. has been an independent director of URC since May 13, 2021. He is the Chairman and CEO of AB Capital & Investment Corporation, and Chairman of the Campden Hill Group, Inc. Mr. Periquet is also an independent director of Ayala Corporation, DMCI Holdings Corporation, Max's Group of Companies, Philippine Seven Corporation, Semirara Mining and Power Corporation, Sem-Calaca Power Corporation, and Southwest Luzon Power Generation Corporation. He is a trustee of Lyceum University of the Philippines and a member of the Dean's Global Advisory Council at the University of Virginia's Darden School of Business. Mr. Periquet obtained his Bachelor of Arts in

Economics degree from the Ateneo de Manila University in 1982. He also holds a Master of Science degree in Economics from Oxford University and a Master of Business Administration degree from the University of Virginia.

Cesar V. Purisima has been an independent director of URC effective May 30, 2018. He is an Asia Fellow at the Milken Institute. He is also an independent nonexecutive director of the AIA Group Limited and Ayala Land, Inc., World Wildlife Fund-Philippines and De La Salle University. He is a member of the International Advisory Council (Phils.) of the Singapore Management University and a member of the Global Advisory Council of Sumitomo Mitsui Banking Corporation. He is also an advisor of the Partners Group AG Life Council. He is the founding partner of Ikhlas Capital Singapore Pte. Ltd. He served in the Philippine government as Secretary of the Department of Finance from July 2010 to June 2016 and as Secretary of the Department of Trade and Industry from January 2004 to February 2005. He previously served on the boards of a number of government institutions, including as a member of the Monetary Board of the Bangko Sentral ng Pilipinas, Governor of the World Bank Group for the Philippines, Governor of the Asian Development Bank for the Philippines, Alternate Governor of the International Monetary Fund for the Philippines and Chairman of the Land Bank of the Philippines. He was conferred the Chevalier dans l'Ordre national de la Légion d'Honneur (Knight of the National Order of the Legion of Honour) by the President of the French Republic in 2017, the Order of Lakandula, Rank of Grand Cross (Bayani) by the President of the Philippines in 2016 and the Chevalier de l'Ordre national du Mérite (Knight of the National Order of Merit) by the President of the French Republic in 2001. He is a Certified Public Accountant. He has extensive experience in public accounting both in the Philippines and abroad. He was Chairman and Managing Partner of SyCip Gorres Velayo & Co. (a member firm of Andersen Worldwide until 2002 and became member firm of Ernst & Young Global Limited) from 1999 until 2004. During the period, he was also the Asia-Pacific Area Managing Partner for Assurance and Business Advisory Services of Andersen Worldwide from 2001 to 2002 and Regional Managing Partner for the ASEAN Practice of Andersen Worldwide from 2000 to 2001. He obtained his Bachelor of Science in Commerce (Majors in Accounting & Management of Financial Institutions) degree from De La Salle University (Manila) in 1979, Master of Management degree from J.L. Kellogg Graduate School of Management, Northwestern University in 1983 and Doctor of Humanities honoris causa degree from Angeles University Foundation of the Philippines in 2012.

Rizalina G. Mantaring has been an independent director of URC since August 2020. She was the Chief Executive Officer and Country Head of Sun Life Financial Philippines until her retirement in June 2018. She assumed the chairmanship of Sun Life Financial Philippine Holding Co. until she stepped down in August 2019. She is also an Independent Director of Ayala Corporation Inc., Ayala Land, Inc., First Philippine Holdings Corporation Inc., PHINMA Corporation, East Asia Computer Center Inc. and MicroVentures Foundation. She is also a director of Sun Life Grepa Financial Inc. Among her other affiliations are as Board of Trustees of Makati Business Club, Philippine Business for Education, Parish-Pastoral Council for Responsible Voting (PPCRV), and Operation Smile Philippines. She was also President of the Management Association of the Philippines and the Philippine Life Insurance Association. She is a recipient of the Asia Talent Management Award in the Asia Business Leaders Award 2017 organized by the global business news network CNBC, among other prestigious awards. She was selected as one of the 100 Most Outstanding Alumni of the past century by the University of the Philippines College of Engineering and received the PAX award, the highest award given to outstanding alumnae, in 2019 from St. Scholastica's College Manila. She holds a BS Electrical Engineering degree from the University of the Philippines where she graduated with honors. She obtained her MS degree in Computer Science from the State University of New York at Albany.

Christine Marie B. Angco has been an independent director of URC since August 2020. Prior to joining URC, she has spent 25 years in the multinational FMCG Corporation, Procter & Gamble. She was a Vice President and General Manager for several health and beauty-oriented categories handling businesses across Asia-Pacific countries, with profit & loss responsibility and organizational leadership of large diverse multi-cultural teams across Japan, Korea, Australia, Singapore, India, Philippines, Malaysia, Thailand, Vietnam and Indonesia. She is also a member of the Board of Trustees of PhilDev, a non-governmental organization focused on education and entrepreneurship development in the Philippines. She is also a director of Applied Behavior Consultants (ABC) Center in Asia. She obtained her Bachelors of Science degree in Management Engineering (Magna Cum Laude) from the Ateneo de Manila University.

David J. Lim, Jr. is the Chief Supply Chain and Sustainability Officer of URC. He leads the Corporate Quality, Environment, Health and Safety, Sustainability, Corporate Engineering, Global Procurement, Corporate Planning and Logistics and Global Manufacturing System of URC's Branded Consumer Foods Group Philippines and International. He was the Assistant Technical Director for JG Summit Holdings, Inc. prior to joining URC in December of 2008. He earned his Bachelor of Science degree in Aeronautical Engineering from Imperial College, London, England and obtained his Master of Science degree in Civil Structural Engineering from the University of California at Beverly, USA as well as his Masters in Engineering from the Massachusetts Institute of Technology, USA.

Francisco M. Del Mundo is the Chief Financial Officer of URC. He was the Senior Vice President, Chief Financial Officer of JG Summit Holdings Inc. (JGSHI) until June 30, 2021. He is also concurrently the Chief Financial Officer of Aspen Business Solutions, Inc. (ABSI). He joined the JG Summit Group in 2013 and has previously held positions as Vice President for JG Summit and Affiliates, CFO of URC International, Head of JG Summit Enterprise Risk Management Group, CFO of Aspen Business Solutions Inc. (ABSI), CFO of JGSHI and JGSHI Compliance Officer. He brings with him 28 years of experience in all aspects of the finance career. He has built his career from 17 years of rigorous training in Procter & Gamble (P&G) and three years in Coca-Cola prior to joining the JG Summit Group. He has worked in three different markets: Manila, Thailand and Singapore, and has held numerous CFO and Regional Finance Head positions, namely: CFO for ASEAN, Head of Accounting Shared Services for Central and Eastern Europe, Middle East and Africa, and Asia Hub Manager for Internal Controls for P&G. During his stint with Coca-Cola, he was the CFO for Coca-Cola Bottlers Philippines, Inc. and concurrently the CEO of Coca-Cola Bottlers Business Services, the company's global shared service handling Philippines, Singapore and Malaysia.

Anna Milagros D. David is the Chief Marketing Officer of URC, and concurrently co-managing Director of Branded Consumer Foods Group Philippines. She was previously Vice President and Business Unit Head for URC Beverages, for which she led the turn-around of the business. Prior to joining URC in 2018, she was with Unilever for 17 years, with roles in both Marketing and Sales across markets. This includes Marketing Director (Philippines), CCD Sales Director (Philippines), Global Brand Director (Dove), and Regional Marketing Director (Asean). She is currently a member of the Board of Directors for the Danone-URC and Vitasoy-URC Joint Ventures. She obtained her Bachelor of Arts degree in Economics (Honors) from the Ateneo de Manila University where she graduated Magna Cum Laude.

Shanie Ann S. Kawpeng is the Chief Strategy Officer of URC. She has over 20 years of leadership experience from various industries prior to joining URC. She was the President & CEO of Radiowealth Finance Company; and was also the Country Leader of Global Center for Smarter Analytics in IBM Philippines. She also held leadership positions in Deloitte Consulting, Avis, Veripay Mobile Solutions, etc. She started her career in brand management at Procter & Gamble Philippines. Shanie placed 10th in the Philippine CPA licensure exams in 1988, having graduated from the University of the Philippines with a degree in BS Business Administration & Accountancy (Cum Laude). She completed her Master's in Business Administration from New York University, Stern School of Business in 1992.

Elisa O. Abalajon is the Chief Human Resources Officer of URC. Prior to joining URC in 2016, she was the Southeast Asia HR Director of Mondelez International based in Singapore. She is a lawyer by profession having graduated with honors from the Ateneo de Manila School of Law. She received her Master's Degree in Business Administration from the Singapore Management University in 2013.

Krishna Mohan Suri is the Vice President for Global Innovation, Research & Development of URC. Prior to joining URC in Jan 2017, he has worked with Mondelez and Unilever where he held roles in R&D and Manufacturing across multiple locations in Asia. He obtained his Bachelor's degree in Chemical Engineering from Indian Institute of Technology, Kharagpur (IIT) and received his Master's Degree in Chemical Engineering specializing in Simulation & Controls from IIT.

Socorro ML. Banting is a Vice President of URC. She is also an officer of other related companies of URC. Prior to joining URC in 1986, she worked with State Investment House, Inc. and Manila Midtown Hotel. She obtained her Bachelor of Science degree in Business Administration from the Ateneo de Davao University.

Karen Therese C. Salgado was appointed Chief Information Officer of URC on October 15, 2020. Prior to joining URC, she was the Chief Information Officer of Rustan Supercenters, Inc. for 3 years. She was the Chief Information Officer for both the Philippines and the Asia Pacific region of Avon Cosmetics, Inc. She obtained her Bachelor of Science degree in Commerce from De La Salle University.

Rhodora T. Lao is the Corporate Controller and Chief Compliance and Risk Officer of URC and was the Deputy Chief Finance Officer for Branded Consumer Foods Group of URC. She was formerly the Director for Strategic Initiatives and Group Controller for Coca-Cola Asia Pacific and held various finance roles in Avon APAC, Wyeth Philippines, International Distillers Philippines and Nestle Philippines. She obtained her Bachelor of Science degree in Business and Accountancy from the University of the Philippines where she graduated Cum Laude.

Maria Celia H. Fernandez-Estavillo is the Corporate Secretary of URC. She is also the Senior Vice President, General Counsel and Corporate Secretary of JG Summit Holdings, Inc. She is also the Corporate Secretary of JG Summit Olefins Corporation and the Assistant Corporate Secretary of Gokongwei Brothers Foundation, Inc. She is a member of The British School Manila Board of Governors since 2020. Prior to joining JG Summit Holdings, Inc. in March 2017, Atty. Fernandez-Estavillo was the head of the Legal and Regulatory Affairs Group, the Corporate Secretary, and a member of the Board of Directors of Rizal Commercial Banking Corporation. She was Assistant Vice President of Global Business Development of ABS-CBN. She also held positions in government as Head of the Presidential Management Staff, Assistant Secretary at the Department of Agriculture, and Chief of Staff of Senator Edgardo J. Angara. She began her legal career in ACCRA. She graduated from the University of the Philippines with a Bachelor of Science degree in Business Economics (Summa Cum Laude) and a Bachelor of Laws degree (Cum Laude). She completed her Master of Laws (LLM) in Corporate Law from New York University School of Law. She received the highest score in the Philippine Bar examinations in 1997.

Charles Bernard A. Tañega was appointed Treasurer of URC on May 29, 2019 and has been Deputy Treasurer since December 2016 handling primarily URC International Treasury and Bank Control. Prior to joining URC, he gained 20 years of work experience in sales, finance and treasury and he had a 12-year stint with Citibank N.A. where he was a Vice President working in Global Markets as Treasury Sales handling FX and short-term investment products. Later on, in Treasury and Trade Solutions where he was the product manager for the bank's cash and liquidity products. He obtained his Bachelor's Degree in Commerce majoring in Management of Financial Institutions from De La Salle University and received his Master's Degree in Management from the Asian Institute of Management.

Elvin Michael L. Cruz is the Corporate Legal Counsel of URC. Prior to his appointment, he was a Director in the General Counsel Group of JG Summit Holdings, Inc. Before joining the JG Group, Atty. Cruz was First Vice President and head of the Litigation Department of Rizal Commercial Banking Corporation. He started his legal career in Ponce Enrile Reyes & Manalastas (PECABAR) before joining Andres Marcelo Padernal Guerrero & Paras Law Offices. He graduated from the University of the Philippines College of Law and was admitted to the Philippine Bar in 2002.

Jose Miguel T. Manalang is the Corporate Strategy and Investor Relations Director of URC. He began his career as a management trainee in JG Summit Holdings Inc. and has worked in various roles in URC and JGSHI under corporate planning, finance, strategy, and general management. He received his Bachelor of Arts degree in Economics from the Ateneo de Manila University.

The members of the Company's board of directors and executive officers can be reached at the address of its registered office at 8th Floor, Tera Tower, Bridgetowne, E. Rodriguez Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Philippines.

Involvement in Certain Legal Proceedings of Directors and Executive Officers

None of the members of the Board of Directors and Executive Officers of the Company are involved in any criminal, bankruptcy or insolvency investigations or proceedings.

Family Relationships

- Mr. James L. Go is the brother of Mr. John L. Gokongwei, Jr.
- Mr. Lance Y. Gokongwei is the nephew of Mr. James L. Go.
- Mr. Patrick Henry C. Go is the nephew of Mr. James L. Go.
- Mr. Johnson Robert G. Go is the nephew of Mr. James L. Go.

Item 11. Executive Compensation

The following summarizes certain information regarding compensation paid or accrued during the last two (2) years and to be paid in the ensuing year to the Company's Directors and Executive Officers:

	Estimated – CY2022				Actual	
	Salary	Bonus	Others	Total	CY 2021	CY 2020
CEO and four (4) most highly compensated executive officers	₱109,565,012	₱500,000	₱250,000	₱110,315,012	₱105,559,388	₱98,225,927
All officers and directors as a group unnamed	254,896,587	4,000,000	2,450,000	261,346,587	253,998,095	151,935,819

Standard Arrangements

There are no standard arrangements pursuant to which directors of the Company are compensated, or are to be compensated, directly or indirectly, for any services provided as a director for the last completed year and the ensuing year.

Other Arrangements

There are no other arrangements pursuant to which directors of the Company are compensated, or are to be compensated, directly or indirectly, for any services provided as a director for the last completed year and the ensuing year.

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

There are no special employment contracts between the Company and the named executive officers.

There are no compensatory plans or arrangements with respect to a named executive officer.

Warrants and Options Outstanding

There are no outstanding warrants or options held by the Company's CEO, the named executive officers and all officers and directors as a group.

Item 12. Security Ownership of Certain Beneficial Owners and Management

(1) Security Ownership of Certain Record and Beneficial Owners

As of December 31, 2021, URC knows no one who beneficially owns in excess of 5% of URC's common stock except as set forth in the table below.

Title of Class	Names and addresses of record owners and relationship with the Corporation	Name of beneficial owner and relationship with record owner	Citizenship	No. of Shares Held	% to Total Outstanding
Common	JGSHI 43/F Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City (stockholder)	Same as record owner (See Note 1)	Filipino	1,215,223,061	55.21%
Common	PCD Nominee Corporation (Non-Filipino) G/F Makati Stock Exchange Bldg. 6767 Ayala Ave., Makati City (stockholder)	PCD Participants and their clients (See Note 2)	Non-Filipino	574,510,744 (See Note 3)	26.10%
Common	PCD Nominee Corporation (Filipino) G/F Makati Stock Exchange Bldg. 6767 Ayala Ave., Makati City (stockholder)	PCD Participants and their clients (See Note 2)	Filipino	379,695,775 (See Note 3)	17.25%

1. The Chairman and the President are both empowered under the By-Laws of JGSHI to vote any and all shares owned by JGSHI, except as otherwise directed by the Board of Directors. The incumbent Chairman and Chief Executive Officer JGSHI are Mr. James L. Go and Mr. Lance Y. Gokongwei, respectively.

2. PCD Nominee Corporation is the registered owner of the shares in the books of the Corporation's transfer agent. PCD Nominee Corporation is a corporation wholly-owned by Philippine Depository and Trust Corporation, Inc. (formerly the Philippine Central Depository) ("PDTC"), whose sole purpose is to act as nominee and legal title holder of all shares of stock lodged in the PDTC. PDTC is a private corporation organized to establish a central depository in the Philippines and introduce scripless or book-entry trading in the Philippines. Under the current system of the PDTC, only participants (brokers and custodians) are recognized by PDTC as the beneficial owners of the lodged shares. Each beneficial owner of shares through his participant is the beneficial owner to the extent of the number of shares held by such participant in the records of the PCD Nominee.

3. Out of the PCD Nominee Corporation account, "The Hongkong and Shanghai Banking Corp. Ltd. - Clients' Acct." and "Deutsche Bank Manila - Clients A/C" hold for varios trust accounts the following shares of the Corporation as of December 31, 2021:

	No. of shares	% to Outstanding
The Hongkong and Shanghai Banking Corp. Ltd. - Clients' Acct	326,286,891	14.825%
Deutsche Bank Manila - Clients A/C	163,768,893	7.44%
Citibank N.A	136,127,610	6.18%

Voting instructions may be provided by the beneficial owners of the shares.

(2) Security Ownership of Management

Title of Class	Name of beneficial Owner	Position	Amount & nature of beneficial ownership	Citizenship	% to Total Outstanding
Named Executive Officers[1]					
Common	1. James L. Go	Director, Chairman Emeritus	407,001	Filipino	0.02%
Common	2. Lance Y. Gokongwei	Director, Chairman	913,235	Filipino	0.04%
Common	3. Irwin C. Lee	Director, President and Chief Executive Officer	300,001	Filipino	0.01%
	Sub-total		1,620,237		0.07%
Other Directors, Executive Officers and Nominees					
Common	4. Patrick Henry C. Go	Director, Executive Vice President	45,540	Filipino	*
Common	5. Johnson Robert G. Go, Jr.	Director	1	Filipino	*
Common	6. Antonio Jose U. Periquet Jr.	Director (Independent)	500,000	Filipino	0.02%
Common	7. Cesar V. Purisima	Director (Independent)	1	Filipino	*
Common	8. Christine Marie B. Angco	Director (Independent)	1	Singaporean	*
Common	9. Rizalina G. Mantaring	Director (Independent)	7,401	Filipino	*
Common	10. Shanie Anne S. Kawpeng	Chief Strategy Officer	1,500	Filipino	*
Common	11. Anna Milagros D. David	Chief Marketing Officer	49,630	Filipino	*
Common	12. Jose Miguel T. Manalang	Director, Strategy and Investor Relations	3,000	Filipino	*
	Sub-total		607,074		0.03%
	All directors and executive officers as a group unnamed		2,227,311		0.10%

1 As defined under Part IV (B) (1) (b) of Annex "C" of SRC Rule 12, the "named executive officers" to be listed refer to the Chief Executive Officer and those that are the four (4) most highly compensated executive officers as of December 31, 2021.
* less than 0.01%

(3) Voting Trust Holders of 5% or more

There are no persons holding more than 5% of a class under a voting trust or similar agreement.

Item 13. Certain Relationships and Related Transactions

The Company, in its regular conduct of business, had engaged in transactions with its major stockholder, JGSHI and its affiliated companies. See Note 35 (Related Party Transactions) of the Notes to Consolidated Financial Statements (page 145) in the accompanying Audited Financial Statements filed as part of this Form 17-A.

PART IV – CORPORATE GOVERNANCE AND SUSTAINABILITY REPORT

Item 14. A Corporate Governance

The Group adheres to the principles and practices of good corporate governance, as embodied in its Corporate Governance Manual, Code of Ethics and related SEC Circulars. Continuous improvement and monitoring of governance and management policies have been undertaken to ensure that the Group observes good governance and management practices. This is to assure the shareholders that the Group conducts its business with the highest level of integrity, transparency and accountability.

The Group likewise consistently strives to raise its financial reporting standards by adopting and implementing prescribed Philippine Financial Reporting Standards (PFRSs).

Item 14. B Sustainability Report

Refer to attached Sustainability Report.

PART V - EXHIBITS AND SCHEDULES

Item 15. Exhibits and Reports on SEC Form 17-C

(a) Exhibits - See accompanying Index to Exhibits (page 40)
(b) Reports on SEC Form 17-C (Page 37)

UNIVERSAL ROBINA CORPORATION
LIST OF CORPORATE DISCLOSURES/REPLIES TO SEC LETTERS
UNDER SEC FORM 17-C
JUNE 1, 2021 TO DECEMBER 31, 2021

Date of Disclosure	Description
July 29, 2021	Disclosure on the sale by URC Oceania of its remaining shares in its consolidated business in Australia and New Zealand
July 30, 2021	Press release entitled "Intersnack Group announces agreement to acquire Unisnack - a leading snacks and biscuits company in Australia and New Zealand"
July 30, 2021	Disclosure on buy-back of common shares transaction
July 30, 2021	Press release entitled "1H CY2021 URC Earnings"
July 30, 2021	Disclosure on the Declaration of Special Cash Dividends
August 2, 2021	[Amend-1] Disclosure on the sale by URC Oceania of its remaining shares in its consolidated business in Australia and New Zealand
August 9, 2021	Change in Shareholdings of Directors and/or Principal Officers – Acquisition of shares by Mr. Jose Miguel T. Manalang
October 29, 2021	[Amend-2] Disclosure on the sale by URC Oceania of its remaining shares in its consolidated business in Australia and New Zealand
October 29, 2021	Press release entitled “9M CY2021 URC Earnings”
November 8, 9, 10, 11, 18, 2021 and December 2, 3, 10, 13, 2021	Disclosure on Share Buy-back Transactions
November 11, 2021	[Amend-2] Disclosure on Amendments to the Articles of Incorporation
November 11, 2021	[Amend-3] Disclosure on Amendments to the Articles of Incorporation
November 22, 2021	Change in Directors and/or Officers – Resignation of an Officer
November 25, 2021	Disclosure on the Acquisition by URC Snack Foods (Malaysia) Sdn. Bhd. of Crunchy Foods Sdn. Bhd. from Crunchy Limited
November 25, 2021	Press release entitled “URC announces acquisition of Munchy’s, a leading biscuits company in Malaysia”
December 3, 10, 14, 15, 17 and 22 2021	Change in Shareholdings of Directors and Principal Officers
December 15, 2021	[Amend-1] Disclosure on URC Snack Foods (Malaysia) Sdn. Bhd.’s acquisition of 100% equity interest in Crunchy Foods Sdn. Bhd. from Crunchy Limited

SIGNATURES

Pursuant to the requirements of Section 17 of the SRC and Section 141 of the Corporation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Quezon on the 29th of March, 2022.

UNIVERSAL ROBINA CORPORATION
Issuer

Pursuant to the requirements of the Securities Regulation Code, this annual report has been signed by the following persons in the capacities and on the dates indicated.

By:

IRWIN C. LEE
President and Chief Executive Officer
Date March 29, 2022

FRANCISCO M. DEL MUNDO
Chief Financial Officer
Date March 28, 2022

MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary
Date March 28, 2022

SUBSCRIBED AND SWORN to before me this MAR 30 2022 day of March, 2022 affiants exhibiting to me his/their Community Tax Certificates, as follows:

NAMES	DOCUMENT NO.	DATE OF ISSUE	PLACE OF ISSUE
Irwin C. Lee	Passport No. P8857404A	09.23.18	Manila
Francisco M. Del Mundo	Passport No. P9624564A	11.20.18	Manila
Maria Celia H. Fernandez-Estavillo	Passport No P5542345A	01.06.18	NCR Central

MA. ESMERALDA R. CUNANAN
Notary Public
Until December 31, 2023
Appt. No. M-002 (2022-2023) Attorney's Roll No. 34562
MCLE Compliance No. VII-0004035/7-19-2021
PTR No. 8852113/1-3-2022/Makati City
IBP Lifetime Member Roll No. 05413
Ground Level, Dela Rosa Carpark I
Dela Rosa St., Legaspi Village,
Makati City

Doc. No. 137 ;
Page No. 29 ;
Book No. XII ;
Series of 2022.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES

INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

FORM 17- A, Item 7

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR CONSOLIDATED FINANCIAL STATEMENTS

The management of Universal Robina Corporation and Subsidiaries (the Group) is responsible for the preparation and fair presentation of the consolidated financial statements, including the schedules attached therein, for the years ended December 31, 2021, 2020 and 2019, 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative to do so.

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

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

Sycip, Gorres, Velayo and Co., the independent auditors appointed by the stockholders, have audited the consolidated financial statements in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

LANCE Y. GOKONGWEI Chairman	IRWIN C. LEE President and Chief Executive Officer	FRANCISCO M. DEL MUNDO Chief Financial Officer

SUBSCRIBED AND SWORN to before me this MAR 3 0 2022 day of _____, 2022 affiant(s) exhibiting to me the following documents as follows:

NAMES	DOCUMENT TYPE	DOCUMENT NUMBER	DATE OF ISSUE	PLACE OF ISSUE
Lance Y. Gokongwei	CTC	07102857	02.02.22	Pasig City
Irwin C. Lee	Passport	P8857404A	09.23.18	Quezon City
Francisco M. Del Mundo	Passport	P9624564A	11.20.18	Quezon City

Doc No. 134
Page No. 28
Book No. XII
Series of 2022

MA. ESMERALDA R. CUNANAN
Notary Public
Until December 31, 2023
Appt. No. M-002 (2022-2023) Attorney's Roll No. 34562
MCLE Compliance No. VII-0004035/7-19-2021
PTR No. 8852113/1-3-2022/Makati City
IBP Lifetime Member Roll No. 05413
Ground Level, Dela Rosa Carpark I
Dela Rosa St. Legaspi Village,
Makati City

SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Universal Robina Corporation
8th Floor, Tera Tower, Bridgetowne
E. Rodriguez, Jr. Avenue (C5 Road)
Ugong Norte, Quezon City, Metro Manila

Opinion

We have audited the consolidated financial statements of Universal Robina Corporation and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2021 and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2021 in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group 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 audit of the consolidated 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.

Key Audit Matters

A key audit matter is one that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current period. The matter below was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. The description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Recoverability of Goodwill and Intangible Assets

Under Philippine Accounting Standard (PAS) 36, *Impairment of Assets*, the Group is required to perform annual impairment tests on its goodwill and intangible assets with indefinite useful lives. As of December 31, 2021, the Group's goodwill attributable to the acquisition of Crunchy Foods Sdn. Bhd. and Subsidiaries and other acquired entities amounted to ₱20.5 billion. The Group's intangible assets with indefinite useful lives consist of brands and trademarks and product formulation amounting to ₱1.3 billion and ₱0.5 billion, respectively. The annual impairment test is significant to our audit because: (a) the balances of goodwill and intangible assets with indefinite useful lives are material to the consolidated financial statements; and (b) management's assessment process requires significant judgment and is based on assumptions which are subject to higher level of estimation uncertainty due to the current economic conditions which have been impacted by the coronavirus pandemic, specifically revenue growth rate, discount rate and the terminal growth rate that are applied to the cash flow forecasts.

The Group's disclosures about goodwill and other intangible assets with indefinite lives are included in Notes 3 and 15 to the consolidated financial statements.

Audit response
We evaluated the methodologies used and the management's assumptions by comparing the key assumptions used such as revenue growth rate and the terminal growth rate against the historical performance of the cash generating unit (CGU), industry/market outlook and other relevant external data, taking into consideration the impact associated with coronavirus pandemic.. We also assessed the reasonableness of the discount rate used by comparing these against entities with similar risk profiles, capital structures, industries and market information. We also reviewed the Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive, specifically those that have the most significant effect on the determination of the recoverable amount of goodwill and intangible assets with indefinite useful lives.

Accounting for Acquisition of Crunchy Foods Sdn. Bhd. and Subsidiaries

In December 2021, the Group acquired 100% ownership interest in Crunchy Foods Sdn. Bhd. ('Crunchy Foods') from Crunchy Limited, for a total consideration of ₱24.6 billion. Crunchy Foods owns Munchy Food Industries Sdn. Bhd. and its subsidiary Munchworld Marketing Sdn. Bhd., collectively referred to as the 'Munchy's Group'.

This matter is significant to our audit because of the amount of purchase price consideration and the judgments, estimates and complexity involved in the purchase price allocation, which resulted to a provisional goodwill of ₱20.5 billion as of December 31, 2021.

The disclosures in relation to the acquisition of Munchy's Group are included in Note 15 to the consolidated financial statements.

Audit response
We have discussed with management the valuation methodologies and inputs used in the provisional purchase price allocation, and reviewed the share purchase agreement covering the acquisition. We reviewed the basis and assumptions for estimates of the amount of recognized brands amounting to ₱1.3 billion, which we compared against available market data in the country where it is situated. We also reviewed in detail the information used by management in the allocation, particularly the brand performance of Munchy's in Malaysia. We have also assessed and validated the adequacy and appropriateness of the related disclosures in the consolidated financial statements.

Divestment of Oceania Businesses

In October 2021, the Group sold its remaining 60% ownership interest in Uni Snack Holding Company Ltd. and its subsidiaries (collectively, the 'Oceania businesses') to a third party, for a total consideration of ₱24.0 billion. Upon completion of the closing conditions, the Group relinquished its control and ownership over the Oceania businesses and the latter has been deconsolidated from the consolidated financial statements. Moreover, the results of the Oceania businesses' operations were presented as discontinued operations in the consolidated statements of income for the years ended December 31, 2021, 2020 and 2019.

The Group's disclosures about the divestment of the Oceania businesses are included in Note 33 to the consolidated financial statements.

This transaction is significant to our audit as the amounts involved are material to the consolidated financial statements. Further, accounting for this transaction required significant management judgment, particularly on the classification of the Oceania businesses as a discontinued operation.

Audit response
We obtained and reviewed the relevant contracts and agreements pertaining to the transactions. We reviewed the assets and liabilities to be deconsolidated as at the date of loss of control, including the results of operations of the Oceania businesses for the 10-month period ended October 29, 2021. We evaluated the Group's basis for classifying the former subsidiaries as a discontinued operation by checking whether the operations and cash flows of the Oceania businesses can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the Group. Furthermore, we reviewed the presentation and disclosures in the notes to the consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the SEC Form 17-A for the year ended December 31, 2021 (but does not include the consolidated financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the SEC Form 20-IS (Definitive Information Statement) and Annual Report for the year ended December 31, 2021, which are expected to be made available to us after that date.

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

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

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 PSAs 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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 Group'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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Miguel U. Ballelos, Jr.

SYCIP GORRES VELAYO & CO.

Miguel U. Ballelos, Jr.
Partner
CPA Certificate No. 109950
Tax Identification No. 241-031-088
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 1566-AR-1 (Group A)
April 3, 2019, valid until April 2, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-114-2022, January 20, 2022, valid until January 19, 2025
PTR No. 8853488, January 3, 2022, Makati City

March 4, 2022

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	December 31	
	2021	2020
ASSETS		
Current Assets		
Cash and cash equivalents (Note 7)	**₱16,957,684,321**	₱18,865,392,462
Financial assets at fair value through profit or loss (Note 8)	**513,705,225**	426,510,677
Receivables (Note 10)	**16,766,426,332**	16,596,264,658
Inventories (Note 11)	**28,446,987,863**	26,254,330,867
Biological assets (Note 14)	**132,144,916**	99,919,468
Other current assets (Note 12)	**4,517,854,573**	3,320,420,392
	67,334,803,230	65,562,838,524
Noncurrent Assets		
Property, plant and equipment (Note 13)	**55,881,358,761**	58,989,613,043
Right-of-use assets (Note 37)	**2,215,167,047**	6,015,980,376
Biological assets (Note 14)	**166,105,594**	134,331,929
Goodwill (Note 15)	**21,271,723,229**	31,194,495,817
Intangible assets (Note 15)	**1,820,637,714**	11,599,843,220
Investments in joint ventures (Note 16)	**55,228,221**	386,494,519
Deferred tax assets (Note 32)	**447,528,495**	555,135,378
Other noncurrent assets (Note 17)	**3,464,267,621**	1,756,197,461
	85,322,016,682	110,632,091,743
TOTAL ASSETS	**₱152,656,819,912**	₱176,194,930,267
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and other accrued liabilities (Note 19)	**₱22,578,884,570**	₱24,831,836,720
Current portion of long-term debt (Notes 20, 22 and 23)	**–**	17,838,897,236
Short-term debts (Notes 18 and 22)	**7,808,029,451**	2,668,790,196
Trust receipts payable (Notes 11 and 22)	**8,106,662,079**	7,454,089,371
Income tax payable	**288,842,084**	392,320,487
Lease liabilities - current portion (Note 37)	**245,682,038**	481,895,880
	39,028,100,222	53,667,829,890
Noncurrent Liabilities		
Long-term debts (Notes 20, 22 and 23)	**–**	13,498,653,900
Deferred tax liabilities (Note 32)	**1,242,693,511**	3,800,923,112
Lease liabilities - net of current portion (Note 37)	**2,235,085,558**	6,196,660,683
Other noncurrent liabilities (Note 21)	**383,206,789**	1,246,700,748
	3,860,985,858	24,742,938,443
	42,889,086,080	78,410,768,333

(Forward)

	December 31	
	2021	2020
Equity		
Equity attributable to equity holders of the parent		
Paid-up capital (Note 22)	**₱23,422,134,732**	₱23,422,134,732
Retained earnings (Note 22)	**88,907,647,831**	70,448,067,424
Other comprehensive income (Note 23)	**3,266,429,260**	1,734,016,815
Equity reserve (Note 22)	**(5,075,466,405)**	(2,665,824,256)
Treasury shares (Note 22)	**(1,099,761,235)**	(679,489,868)
	109,420,984,183	92,258,904,847
Equity attributable to non-controlling interest (Note 22)	**346,749,649**	5,525,257,087
	109,767,733,832	97,784,161,934
TOTAL LIABILITIES AND EQUITY	**₱152,656,819,912**	₱176,194,930,267

See accompanying Notes to Consolidated Financial Statements.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

	Years Ended December 31		
	2021	2020	2019
CONTINUING OPERATIONS			
SALE OF GOODS AND SERVICES (Notes 24 and 35)	**₱116,954,788,444**	₱113,161,785,302	₱114,403,217,219
COST OF SALES (Note 24)	**83,489,653,157**	78,573,438,418	80,639,110,369
GROSS PROFIT	**33,465,135,287**	34,588,346,884	33,764,106,850
Selling and distribution costs (Note 25)	**16,082,615,159**	16,159,980,873	16,490,312,513
General and administrative expenses (Note 26)	**4,666,125,109**	4,531,919,017	4,530,684,887
OPERATING INCOME	**12,716,395,019**	13,896,446,994	12,743,109,450
Finance costs (Note 30)	**(573,284,799)**	(661,728,977)	(646,757,264)
Provision for credit and impairment losses (Notes 10, 11 and 13)	**(572,219,061)**	(32,583,003)	(2,211,403)
Net foreign exchange gain (losses)	**346,265,153**	(504,164,262)	(486,935,831)
Finance revenue (Note 29)	**255,372,110**	323,640,769	285,850,678
Equity in net losses of joint ventures (Note 16)	**(91,077,671)**	(61,973,952)	(178,444,727)
Market valuation gain (loss) on financial assets and liabilities at fair value through profit or loss - net (Note 8)	**87,194,548**	136,239,105	(5,253,797)
Other income (losses) - net (Notes 13, 14, 17, and 19)	**2,375,334,123**	(618,541,378)	(339,203,873)
INCOME BEFORE TAX FROM CONTINUING OPERATIONS	**14,543,979,422**	12,477,335,296	11,370,153,233
PROVISION FOR INCOME TAX (Note 32)	**1,578,671,226**	1,973,205,320	1,619,982,214
NET INCOME FROM CONTINUING OPERATIONS	**₱12,965,308,196**	₱10,504,129,976	₱9,750,171,019
DISCONTINUED OPERATIONS			
NET INCOME AFTER TAX FROM DISCONTINUED OPERATIONS(Note 33)	**11,280,571,602**	1,120,472,734	364,512,758
NET INCOME	**₱24,245,879,798**	₱11,624,602,710	₱10,114,683,777
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the parent (Note 34)	**₱23,323,672,422**	₱10,746,720,491	₱9,772,121,586
Non-controlling interests (Notes 16 and 22)	**922,207,376**	877,882,219	342,562,191
	₱24,245,879,798	₱11,624,602,710	₱10,114,683,777
EARNINGS PER SHARE (Note 34)			
Basic/diluted, for income attributable to equity holders of the parent	**₱10.58**	₱4.88	₱4.43

See accompanying Notes to Consolidated Financial Statements.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2021	2020	2019
NET INCOME	**₱24,245,879,798**	₱11,624,602,710	₱10,114,683,777
OTHER COMPREHENSIVE INCOME (LOSS)			
Items to be reclassified to profit or loss in subsequent periods, net of tax:			
Cumulative translation adjustments (Note 23)	**1,294,472,221**	(1,566,642,568)	1,197,749,346
Gain (loss) on cash flow hedge (Notes 9 and 23)	**31,878,965**	(31,878,965)	(4,600,119)
	1,326,351,186	(1,598,521,533)	1,193,149,227
Items not to be reclassified to profit or loss in subsequent periods:			
Remeasurement gain (loss) on defined benefit plans (Notes 23 and 31)	**644,591,284**	(203,848,275)	(471,116,684)
Income tax effect	**(207,839,764)**	61,154,482	141,335,005
Unrealized gain (loss) on financial assets at fair value through other comprehensive income (Notes 17 and 23)	**5,830,000**	(890,000)	25,990,000
	442,581,520	(143,583,793)	(303,791,679)
OTHER COMPREHENSIVE INCOME (LOSS)	**1,768,932,706**	(1,742,105,326)	889,357,548
TOTAL COMPREHENSIVE INCOME	**₱26,014,812,504**	₱9,882,497,384	₱11,004,041,325
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Equity holders of the parent	**₱24,856,084,867**	₱9,251,349,055	₱10,666,943,309
Non-controlling interests	**1,158,727,637**	631,148,329	337,098,016
	₱26,014,812,504	₱9,882,497,384	₱11,004,041,325

See accompanying Notes to Consolidated Financial Statements.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Attributable to Equity Holders of the Parent															
	Paid-up Capital (Note 22)			**Retained Earnings** (Note 22)			**Other Comprehensive Income (Loss)** (Note 23)									
	Capital Stock	**Additional Paid-in Capital**	**Total Paid-up Capital**	**Unappropriated Retained Earnings**	**Appropriated Retained Earnings**	**Total Retained Earnings**	**Cumulative Translation Adjustments**	**Net Unrealized Gain (Loss) on Financial Assets at FVOCI** (Note 17)	**Unrealized Gain (Loss) on Cash Flow Hedge** (Note 9)	**Remeasurement Gain (Loss) on Defined Benefit Plans**	**Total Other Comprehensive Income (Loss)**	**Equity Reserve** (Note 22)	**Treasury Shares** (Note 22)	**Total**	**Equity Attributable to Non-controlling Interest** (Notes 16 and 23)	**Total Equity**
Balances as at January 1, 2021	**₱2,230,160,190**	**₱21,191,974,542**	**₱23,422,134,732**	**₱70,448,067,424**	**₱–**	**₱70,448,067,424**	**₱2,344,845,823**	**₱53,680,000**	**(₱19,127,379)**	**(₱645,381,629)**	**₱1,734,016,815**	**(₱2,665,824,256)**	**(₱679,489,868)**	**₱92,258,904,847**	**₱5,525,257,087**	**₱97,784,161,934**
Net income for the year	–	–	–	**23,323,672,422**	–	**23,323,672,422**	–	–	–	–	–	–	–	**23,323,672,422**	**922,207,376**	**24,245,879,798**
Other comprehensive loss	–	–	–	–	–	–	**1,072,840,824**	**5,830,000**	**19,127,379**	**434,614,242**	**1,532,412,445**	–	–	**1,532,412,445**	**236,520,261**	**1,768,932,706**
Total comprehensive income	–	–	–	**23,323,672,422**	–	**23,323,672,422**	**1,072,840,824**	**5,830,000**	**19,127,379**	**434,614,242**	**1,532,412,445**	–	–	**24,856,084,867**	**1,158,727,637**	**26,014,812,504**
Cash dividends (Note 22)	–	–	–	**(7,273,734,164)**	–	**(7,273,734,164)**	–	–	–	–	–	–	–	**(7,273,734,164)**	**(433,650,000)**	**(7,707,384,164)**
Acquisition of new subsidiary (Note 16)	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**341,291,631**	**341,291,631**
Derecognition of noncontrolling interest (Note 33)	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**(6,244,876,706)**	**(6,244,876,706)**
Reclass of equity reserves (Note 22)	–	–	–	**2,409,642,149**	–	**2,409,642,149**	–	–	–	–	–	**(2,409,642,149)**	–	–	–	–
Purchase of treasury shares (Note 22)	–	–	–	–	–	–	–	–	–	–	–	–	**(420,271,367)**	**(420,271,367)**	–	**(420,271,367)**
Balances as at December 31, 2021	**₱2,230,160,190**	**₱21,191,974,542**	**₱23,422,134,732**	**₱88,907,647,831**	**₱–**	**₱88,907,647,831**	**₱3,417,686,647**	**₱59,510,000**	**₱–**	**(₱210,767,387)**	**₱3,266,429,260**	**(₱5,075,466,405)**	**(₱1,099,761,235)**	**₱109,420,984,183**	**₱346,749,649**	**₱109,767,733,832**
Balances as at January 1, 2020	₱2,230,160,190	₱21,191,974,542	₱23,422,134,732	₱64,644,456,817	₱2,000,000,000	₱66,644,456,817	₱3,678,701,625	₱54,570,000	₱–	(₱503,883,374)	₱3,229,388,251	(₱2,665,824,256)	(₱679,489,868)	₱89,950,665,676	₱5,233,836,518	₱95,184,502,194
Net income for the year	–	–	–	10,746,720,491	–	10,746,720,491	–	–	–	–	–	–	–	10,746,720,491	877,882,219	11,624,602,710
Other comprehensive loss	–	–	–	–	–	–	(1,333,855,802)	(890,000)	(19,127,379)	(141,498,255)	(1,495,371,436)	–	–	(1,495,371,436)	(246,733,890)	(1,742,105,326)
Total comprehensive income	–	–	–	10,746,720,491	–	10,746,720,491	(1,333,855,802)	(890,000)	(19,127,379)	(141,498,255)	(1,495,371,436)	–	–	9,251,349,055	631,148,329	9,882,497,384
Cash dividends (Note 22)	–	–	–	(6,943,109,884)	–	(6,943,109,884)	–	–	–	–	–	–	–	(6,943,109,884)	(343,000,000)	(7,286,109,884)
Acquisition of new subsidiary	–	–	–	–	–	–	–	–	–	–	–	–	–	–	3,272,240	3,272,240
Reversal of appropriation of retained earnings (Note 22)	–	–	–	2,000,000,000	(2,000,000,000)	–	–	–	–	–	–	–	–	–	–	–
Balances as at December 31, 2020	₱2,230,160,190	₱21,191,974,542	₱23,422,134,732	₱70,448,067,424	₱–	₱70,448,067,424	₱2,344,845,823	₱53,680,000	(₱19,127,379)	(₱645,381,629)	₱1,734,016,815	(₱2,665,824,256)	(₱679,489,868)	₱92,258,904,847	₱5,525,257,087	₱97,784,161,934
Balances as at January 1, 2019, as previously reported	₱2,230,160,190	₱21,191,974,542	₱23,422,134,732	₱61,789,482,388	₱2,000,000,000	₱63,789,482,388	₱2,480,952,279	₱28,580,000	₱4,600,119	(₱179,565,870)	₱2,334,566,528	(₱5,075,466,405)	(₱679,489,868)	₱83,791,227,375	₱202,251,895	₱83,993,479,270
Effect of adoption of sugar revenue recognition – PFRS 15	–	–	–	25,962,727	–	25,962,727	–	–	–	–	–	–	–	25,962,727	–	25,962,727
Balances as at January 1, 2019, as restated	2,230,160,190	21,191,974,542	23,422,134,732	61,815,445,115	2,000,000,000	63,815,445,115	2,480,952,279	28,580,000	4,600,119	(179,565,870)	2,334,566,528	(5,075,466,405)	(679,489,868)	83,817,190,102	202,251,895	84,019,441,997
Net income for the year	–	–	–	9,772,121,586	–	9,772,121,586	–	–	–	–	–	–	–	9,772,121,586	342,562,191	10,114,683,777
Other comprehensive income (loss)	–	–	–	–	–	–	1,197,749,346	25,990,000	(4,600,119)	(324,317,504)	894,821,723	–	–	894,821,723	(5,464,175)	889,357,548
Total comprehensive income	–	–	–	9,772,121,586	–	9,772,121,586	1,197,749,346	25,990,000	(4,600,119)	(324,317,504)	894,821,723	–	–	10,666,943,309	337,098,016	11,004,041,325
Cash dividends (Note 22)	–	–	–	(6,943,109,884)	–	(6,943,109,884)	–	–	–	–	–	–	–	(6,943,109,884)	(294,000,000)	(7,237,109,884)
Gain from sale of equity interest in a subsidiary (Note 22)	–	–	–	–	–	–	–	–	–	–	–	2,409,642,149	–	2,409,642,149	4,988,486,607	7,398,128,756
Balances as at December 31, 2019	₱2,230,160,190	₱21,191,974,542	₱23,422,134,732	₱64,644,456,817	₱2,000,000,000	₱66,644,456,817	₱3,678,701,625	₱54,570,000	₱–	(₱503,883,374)	₱3,229,388,251	(₱2,665,824,256)	(₱679,489,868)	₱89,950,665,676	₱5,233,836,518	₱95,184,502,194

See accompanying Notes to Consolidated Financial Statements.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2021	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax from continuing operations	**₱14,543,979,422**	₱12,477,335,296	₱11,370,153,233
Income before income tax from discontinued operations (Note 33)	**11,599,742,265**	1,278,949,111	526,258,397
Income before income tax	**26,143,721,687**	13,756,284,407	11,896,411,630
Adjustments for:			
Gain on sale of business (Note 33)	**(10,100,438,582)**	–	–
Depreciation and amortization (Notes 27 and 33)	**6,964,546,747**	7,364,956,117	7,310,056,927
Loss (gain) on sale/disposals of property, plant and equipment (Note 13)	**(3,183,838,706)**	3,151,000	5,478,708
Finance costs (Notes 30 and 33)	**1,313,541,255**	1,440,491,530	1,669,869,069
Provision for credit and impairment losses (Notes 10, 11 and 13)	**572,219,061**	32,583,003	2,211,403
Net foreign exchange (gains) losses	**(357,418,904)**	486,271,868	557,668,047
Pension expense (Note 31)	**313,644,955**	221,475,059	324,824,419
Finance revenue (Notes 29 and 33)	**(272,412,394)**	(342,722,549)	(327,611,502)
Unamortized debt issue cost recognized as expense on pretermination of long-term debts	**92,120,744**	–	–
Equity in net losses of joint ventures (Note 16)	**91,077,671**	30,387,041	158,602,482
Market valuation loss (gain) on financial assets at fair value through profit or loss (Note 8)	**(87,194,548)**	(136,239,105)	5,253,797
Loss (gain) arising from changes in fair value less estimated costs to sell of biological assets (Note 14)	**(2,550,156)**	(37,039,948)	70,184,825
Loss on sale of financial assets at fair value through OCI	**580,000**	–	–
Operating income before working capital changes	**21,487,598,830**	22,819,598,423	21,672,949,805
Decrease (increase) in:			
Receivables	**(471,993,520)**	(1,608,936,413)	(2,318,944,164)
Inventories	**(4,118,047,111)**	(2,046,782,286)	(2,368,577,423)
Biological assets	**(149,317,080)**	653,186,037	(27,562,723)
Other current assets	**(1,255,115,410)**	(98,416,313)	845,787,837
Increase (decrease) in:			
Accounts payable and other accrued liabilities	**342,129,083**	3,557,926,082	(1,273,079,149)
Trust receipts payable	**546,700,633**	(1,257,836,274)	2,751,087,671
Net cash generated from operations	**16,381,955,425**	22,018,739,256	19,281,661,854
Income taxes paid	**(1,847,176,445)**	(2,253,123,509)	(2,304,626,825)
Interest paid	**(925,492,541)**	(884,404,162)	(1,316,264,578)
Contributions to retirement plan (Note 31)	**(344,863,044)**	(252,232,263)	(67,317,180)
Interest received	**202,061,065**	276,644,858	274,971,649
Net cash provided by operating activities	**13,466,484,460**	18,905,624,180	15,868,424,920
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisitions of:			
Subsidiary, net of cash acquired (Note 15)	**(22,565,594,339)**	–	–
Property, plant and equipment (Note 13)	**(13,199,692,100)**	(11,136,695,250)	(8,988,692,240)
Investments in joint ventures (Note 16)	**(100,000,000)**	–	(125,000,000)
Financial assets at fair value through OCI	**(77,103,380)**	–	–
Proceeds from sale/disposal of:			
Business (Note 33)	**22,292,159,390**	–	–
Property, plant and equipment (Note 13)	**1,984,600,073**	41,083,408	30,934,961
Financial assets at fair value through OCI	**50,000**	–	–
Financial assets at fair value through profit or loss	**–**	25,750	–
Business without loss of control (Note 22)	**–**	–	7,204,512,000
Decrease (increase) in other noncurrent assets	**3,710,795**	(321,475,301)	108,994,799
Dividends received (Note 8)	**32,302,870**	64,605,739	16,151,435
Net cash used in investing activities	**(11,629,566,691)**	(11,352,455,654)	(1,753,099,045)

(Forward)

	Years Ended December 31		
	2021	2020	2019
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of/from:			
Short-term debts (Notes 18 and 38)	**(₱4,002,001,432)**	(₱3,202,003,095)	(₱771,313,583)
Principal portion of lease liabilities (Note 37)	**(814,968,947)**	(830,570,104)	(753,266,948)
Availments of short-term debts (Notes 18 and 38)	**9,200,000,000**	2,125,000,000	2,100,000,000
Purchase of treasury shares (Note 22)	**(420,271,367)**	–	–
Cash dividends paid (Note 22)	**(7,707,384,164)**	(7,286,109,884)	(7,237,109,884)
Increase (decrease) in other noncurrent liabilities	–	21,646,161	7,523,486
Net cash used in financing activities	**(3,744,625,910)**	(9,172,036,922)	(6,654,166,929)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	**(1,907,708,141)**	(1,618,868,396)	7,461,158,946
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**18,865,392,462**	20,484,260,858	13,023,101,912
CASH AND CASH EQUIVALENTS AT END OF YEAR	**₱16,957,684,321**	₱18,865,392,462	₱20,484,260,858

See accompanying Notes to Consolidated Financial Statements.

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

Universal Robina Corporation (hereinafter referred to as “the Parent Company” or “URC”) was incorporated on September 28, 1954, domiciled in the Republic of the Philippines, and is listed in the Philippine Stock Exchange. On October 28, 2002, the Parent Company’s corporate life was extended for another 50 years or until September 28, 2054. The registered office address of the Parent Company is at 8th Floor Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila.

The Parent Company is a majority owned subsidiary of JG Summit Holdings, Inc. (“the Ultimate Parent Company” or “JGSHI”).

The Parent Company and its subsidiaries (hereinafter referred to as “the Group”) is one of the largest branded food products companies in the Philippines and has a strong presence in ASEAN markets. The Group is involved in a wide range of food-related businesses which are organized into three (3) business segments: (a) the branded consumer food segment which manufactures and distributes a diverse mix of salty snacks, chocolates, candies, biscuits, packed cakes, beverages, instant noodles and pasta; (b) the agro-industrial segment which engages in hog and poultry farming, production and distribution of animal health products and manufacture and distribution of animal feeds, glucose and soya bean products; and (c) the commodity food segment which engages in sugar milling and refining, flour milling and pasta manufacturing, and renewable energy development. The Parent Company also engages in the manufacture of bi-axially oriented polypropylene (BOPP) films for packaging companies and flexible packaging materials to cater various URC branded products. The Parent Company’s packaging business is included in the branded consumer food segment.

The operations of certain subsidiaries are registered with the Board of Investments (BOI) as preferred pioneer and nonpioneer activities. Under the terms of the registrations and subject to certain requirements, the Parent Company and certain subsidiaries are entitled to certain fiscal and non-fiscal incentives, including among others, an income tax holiday (ITH) for a period of three (3) years to seven (7) years from respective start dates of commercial operations (see Note 36).

The Group is also subject to certain regulations with respect to, among others, product composition, packaging, labeling, advertising and safety.

The principal activities of the Group are further described in Note 6.

2. Summary of Significant Accounting Policies

Basis of Preparation

The accompanying consolidated financial statements of the Group have been prepared on a historical cost basis, except for financial assets at fair value through profit or loss (FVTPL), financial assets at fair value through other comprehensive income (FVOCI) and derivative financial instruments that have been measured at fair value, inventories that have been measured at lower of cost and net realizable value (NRV) and biological assets and agricultural produce that have been measured at fair value less estimated costs to sell.

The consolidated financial statements of the Group are presented in Philippine Peso. The functional and presentation currency of the Parent Company and its Philippine subsidiaries is the Philippine Peso. All values are rounded to the nearest peso except when otherwise stated.

The functional currencies of the Group's consolidated foreign subsidiaries follow:

Subsidiaries	Country of Incorporation	Functional Currency
URC Asean Brands Co. Ltd. (UABCL)	British Virgin Islands	US Dollar
Hong Kong China Foods Co. Ltd. (HCFCL)	- do -	- do -
URC International Co. Ltd. (URCICL)	- do -	- do -
Shanghai Peggy Foods Co., Ltd. (Shanghai Peggy)	China	Chinese Renminbi
URC China Commercial Co. Ltd. (URCCCL)	- do -	- do -
Xiamen Tongan Pacific Food Co., Ltd.	- do -	- do -
Guangzhou Peggy Foods Co., Ltd.	- do -	- do -
Shantou SEZ Shanfu Foods Co., Ltd.	- do -	- do -
Jiangsu Acesfood Industrial Co., Ltd.	- do -	- do -
Shantou Peggy Co. Ltd.	- do -	- do -
URC Hong Kong Company Limited	Hong Kong	Hong Kong Dollar
PT URC Indonesia	Indonesia	Indonesian Rupiah
URC Snack Foods (Malaysia) Sdn. Bhd. (URC Malaysia)	Malaysia	Malaysian Ringgit
Ricellent Sdn. Bhd.	- do -	- do -
Crunchy Foods Sdn. Bhd (Malaysia)	- do -	- do -
Munchy Food Industries Sdn. Bhd	- do -	- do -
Munchworld Marketing Sdn Bhd	- do -	- do -
URC Foods (Singapore) Pte. Ltd.	Singapore	Singapore Dollar
Advanson International Pte. Ltd. (Advanson)	- do -	- do -
URC Equity Ventures Pte. Ltd.	- do -	- do -
URC (Thailand) Co., Ltd.	Thailand	Thai Baht
Siam Pattanasin Co., Ltd.	- do -	- do -
URC (Myanmar) Co. Ltd.	Myanmar	Myanmar Kyat
URC Vietnam Co., Ltd.	Vietnam	Vietnam Dong
URC Hanoi Company Limited	- do -	- do -
URC Central Co. Ltd.	- do -	- do -

Statement of Compliance
The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRSs).

Basis of Consolidation
The consolidated financial statements include the financial statements of the Parent Company and the following wholly and majority owned direct subsidiaries as of December 31, 2021 and 2020.

Subsidiaries	Place of Incorporation	Effective Percentages of Ownership
CFC Corporation	Philippines	100.00
Bio-Resource Power Generation Corporation and a Subsidiary (BRPGC)	- do -	100.00
Najalin Agri-Ventures, Inc. (NAVI)	- do -	95.82
URC Snack Ventures Inc. (USVI)	- do -	100.00
URC Beverage Ventures, Inc. (UBVI)	- do -	100.00
Nissin - URC (NURC)	- do -	51.00
URC Philippines, Ltd. (URCPL)	British Virgin Islands	100.00

Subsidiaries	Place of Incorporation	Effective Percentages of Ownership
URCICL and Subsidiaries*	- do -	100.00
Universal Robina (Cayman), Ltd. (URCL)	Cayman Islands	100.00
URCCCL and a Subsidiary	China	100.00

**Subsidiaries are located in Vietnam, Thailand, Myanmar, Indonesia, Malaysia, Singapore, China and Hong Kong*

On December 23, 2019, Intersnack, a European enterprise engaged in the savory snacks market with an extensive product portfolio, bought 40% of Oceania businesses (SBA and Griffin's), which resulted in the reduction of URC's ownership interest in Oceania from 100% to 60% (see Note 22). Further, on October 29, 2021, URC sold its remaining 60% ownership interest to Intersnack (see Note 33).

Control
Control is achieved when the Group is exposed, or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of financial position and consolidated statement of comprehensive income from the date the Parent Company gains control until the date it ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent of the Group and to the non-controlling interests, even if this results in the non-controlling interest having deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by the Group.

All intragroup transactions, balances, income and expenses are eliminated in the consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity therein. The interest of non-controlling shareholders may be initially measured at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, non-controlling interests consist of the amount attributed to such interests at initial recognition and the non-controlling interest's share of changes in equity since the date of the combination.

Any changes in the Group's ownership interest in subsidiary that does not result in a loss of control is accounted for as equity transactions. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the equity holders of the Parent Company.

If the Group loses control over a subsidiary, it:

- derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- derecognizes the carrying amount of any non-controlling interest;
- derecognizes the related other comprehensive income recorded in equity and recycles the same to profit or loss or retained earnings;
- recognizes the fair value of the consideration received;
- recognizes the fair value of any investment retained;
- recognizes any surplus or deficit in the consolidated statement of income; and
- reclassifies the Parent Company's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting policies. Some of the Group's subsidiaries have a local statutory accounting reference date of September 30. These are consolidated using management prepared information on a basis coterminous with the Group's accounting reference date.

Below are the subsidiaries with a different accounting reference date from that of the Parent Company:

Subsidiaries*	Year-end
Bio-resource Power Generation Corporation	September 30
Southern Negros Development Corporation	-do-
Najalin Agri-Ventures, Inc.	-do-

**Dormant/non-operating subsidiaries*

Business Combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. This policy also covers purchase of assets that constitutes acquisition of a business.

For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are recognized in profit or loss in the consolidated statement of income as incurred.

Where appropriate, the cost of acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement period adjustments. All other subsequent changes in the fair value of contingent consideration classified as an asset or liability are accounted for in accordance with relevant PFRSs. Changes in the fair value of contingent consideration classified as equity are not recognized.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that if known, would have affected the amounts recognized as of that date. The measurement period is the period from the date of acquisition to the date the Group receives complete information about facts and circumstances that existed as of the acquisition date and is subject to a maximum period of one year.

If the business combination is achieved in stages, the Group's previously-held interests in the acquired entity are remeasured to fair value at the acquisition date (the date the Group attains control) and the resulting gain or loss, if any, is recognized in the consolidated statement of income. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognized in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

Combinations of Entities under Common Control
Where there are business combinations involving entities that are ultimately controlled by the same ultimate parent (i.e., Controlling Shareholders) before and after the business combination and that the control is not transitory ("business combinations under common control"), the Group accounts for such business combinations in accordance with the guidance provided by the Philippine Interpretations Committee Q&A No. 2011-02, PFRS 3.2 - *Common Control Business Combinations*. The purchase method of accounting is used, if the transaction was deemed to have substance from the perspective of the reporting entity. In determining whether the business combination has substance, factors such as the underlying purpose of the business combination and the involvement of parties other than the combining entities such as the non-controlling interest, shall be considered. In cases where the transaction has no commercial substance, the business combination is accounted for using the pooling of interests method.

In applying the pooling of interests method, the Group follows the Philippine Interpretations Committee Q&A No. 2012-01, PFRS 3.2 - *Application of the Pooling of Interests Method for Business Combinations of Entities under Common Control in Consolidated Financial Statements*, which provides the following guidance:

- The assets and liabilities of the combining entities are reflected in the consolidated financial statements at their carrying amounts. No adjustments are made to reflect fair values, or recognize any new assets or liabilities, at the date of the combination. The only adjustments that are made are those adjustments to harmonize accounting policies.

- No new goodwill is recognized as a result of the combination. The only goodwill that is recognized is any existing goodwill relating to either of the combining entities. Any difference between the consideration paid or transferred and the equity acquired is reflected within equity as other equity reserve, i.e., either contribution or distribution of equity.
- The consolidated statement of income reflects the results of the combining entities for the full year, irrespective of when the combination took place.

Goodwill
Goodwill arising from the acquisition of a subsidiary is recognized as an asset at the date the control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously-held interest, if any, in the entity over the net fair value of the identifiable net assets recognized.

If after reassessment, the Group's interest in the net fair value of the acquiree's identifiable net assets exceeds the sum of consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously-held equity interest, if any, the excess is recognized immediately in the consolidated statement of income as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortized, but is reviewed for impairment at least annually. Any impairment loss is recognized immediately in profit or loss and is not subsequently reversed.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Changes in Accounting Policies and Disclosures
The accounting policies adopted are consistent with those of the previous financial years, except that the Group has adopted the following PFRSs and Philippine Accounting Standards (PAS) and Philippine Interpretations beginning January 1, 2021. The adoption of the new and amended standards and interpretations did not have any impact on the consolidated financial statements of the Group unless otherwise indicated.

- Amendment to PFRS 16, COVID-19-related Rent Concessions beyond 30 June 2021

  The amendment provides relief to lessees from applying the PFRS 16 requirement on lease modifications to rent concessions arising as a direct consequence of the COVID-19 pandemic. A lessee may elect not to assess whether a rent concession from a lessor is a lease modification if it meets all of the following criteria:

  - The rent concession is a direct consequence of COVID-19;
  - The change in lease payments results in a revised lease consideration that is substantially the same as, or less than, the lease consideration immediately preceding the change;
  - Any reduction in lease payments affects only payments originally due on or before June 30, 2022; and
  - There is no substantive change to other terms and conditions of the lease.

  A lessee that applies this practical expedient will account for any change in lease payments resulting from the COVID-19 related rent concession in the same way it would account for a change that is not a lease modification, i.e., as a variable lease payment.

The amendment is effective for annual reporting periods beginning on or after April 1, 2021. Early adoption is permitted.

The amendments had no impact on the consolidated financial statements of the Group.

- Amendments to PFRS 9, PAS 39, PFRS 7, PFRS 4 and PFRS 16, *Interest Rate Benchmark Reform – Phase 2*

  The amendments provide the following temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR):

  - Practical expedient for changes in the basis for determining the contractual cash flows as a result of IBOR reform
  - Relief from discontinuing hedging relationships
  - Relief from the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

  The Group shall also disclose information about:
  - The nature and extent of risks to which the entity is exposed arising from financial instruments subject to IBOR reform, and how the entity manages those risks; and
  - Their progress in completing the transition to alternative benchmark rates, and how the entity is managing that transition

  The amendments had no impact on the consolidated financial statements of the Group.

Significant Accounting Policies

Current versus Noncurrent Classification
The Group presents assets and liabilities in the consolidated statement of financial position based on current or noncurrent classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalents, unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

Fair Value Measurement
The Group measures certain financial instruments and nonfinancial assets at fair value at each reporting date. Fair values of financial instruments measured at amortized cost and investment properties carried at cost are disclosed in Note 5.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting date.

Cash and Cash Equivalents
Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less from dates of placement, and that are subject to insignificant risk of changes in value.

Financial Instruments
A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

Initial recognition and measurement
Financial assets are classified at fair value at initial recognition and subsequently measured at amortized cost, FVOCI, and FVTPL.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at FVTPL, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under PFRS 15.

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows which are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows. Financial assets classified and measured at FVOCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVTPL

The financial assets of the Group as of December 31, 2021 and 2020 consist of financial assets at amortized cost, financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments), derivative assets and financial assets at FVTPL (equity instruments).

Financial assets at amortized cost (debt instruments)
Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost include cash and cash equivalents and receivables.

Financial assets designated at FVOCI (equity instruments)
Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at FVOCI when they meet the definition of equity under PAS 32, *Financial Instruments: Presentation*, and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognized as other income in the consolidated statements of income when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at FVOCI are not subject to impairment assessment.

The Group elected to classify irrevocably its investments in club shares under this category.

Financial assets at FVTPL
Debt instruments that do not meet the amortized cost criteria, or meets the criteria but the Group has designated as at FVTPL upon initial recognition, are classified as financial assets at FVTPL. Equity investments are classified as financial assets at FVTPL, unless the Group designates an equity investment that is not held for trading as at FVOCI at initial recognition.

A financial asset is considered as held for trading if:

- it has been acquired principally for the purpose of selling it in the near term;
- upon initial recognition, it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or financial guarantee.

Financial assets at FVTPL are carried in the consolidated statements of financial position at fair value with net changes in fair value recognized in the consolidated statements of income.

This category includes equity instruments which the Group had not irrevocably elected to classify at fair value through OCI and currency options.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets
The Group recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at FVTPL. ECLs represent credit losses that reflect an unbiased and probability-weighted amount which is determined by evaluating a range of possible outcomes, the time value of money and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime ECL), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12-month ECL. The 12-month ECL is the portion of lifetime ECL that results from default events on a financial instrument that are possible within the 12 months after the reporting date. Lifetime ECL are credit losses that results from all possible default events over the expected life of a financial instrument.

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets such nontrade receivables, loans receivable, due from related parties and other receivables, ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk (SICR) since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For cash and cash equivalents and short-term investments, the Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from reputable credit rating agencies to determine whether the debt instrument has SICR and to estimate ECLs.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

The key inputs in the model include the Group's definition of default and historical data of three years for the origination, maturity date and default date. The Group considers trade receivables and contract assets in default when contractual payment are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

Determining the stage for impairment
At each reporting date, the Group assesses whether there has been an SICR for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analyses.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed SICR since origination, then the loss allowance measurement reverts from lifetime ECL to 12-month ECL.

Staging assessment
PFRS 9 establishes a three-stage approach for impairment of financial assets, based on whether there has been a significant deterioration in the credit risk of a financial asset. These three stages then determine the amount of impairment to be recognized.

- Stage 1 is comprised of all non-impaired financial instruments which have not experienced a significant increase in credit risk since initial recognition. Entities are required to recognize 12-month ECL for stage 1 financial instruments. In assessing whether credit risk has increased significantly, entities are required to compare the risk of a default occurring on the financial instrument as at the reporting date, with the risk of a default occurring on the financial instrument as at the date of initial recognition.

- Stage 2 is comprised of all non-impaired financial instruments which have experienced a significant increase in credit risk since initial recognition. Entities are required to recognize lifetime ECL for stage 2 financial instruments. In subsequent reporting periods, if the credit risk of the financial instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then entities shall revert to recognizing 12-month ECL.

- Financial instruments are classified as stage 3 when there is objective evidence of impairment as a result of one or more loss events that have occurred after initial recognition with a negative impact on the estimated future cash flows of a financial instrument or a portfolio of financial instruments. The ECL model requires that lifetime ECL be recognized for financial assets that are in default. The Group considers a financial asset in default when contractual payments are 30-60 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows

b) Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at FVTPL
Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the consolidated statements of income.

Financial liabilities designated upon initial recognition at FVTPL are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied.

The Group does not have financial liabilities at FVTPL as of December 31, 2021 and 2020.

Financial liabilities at amortized cost
This is the category most relevant to the Group. It pertains to financial liabilities that are not held for trading or not designated as at FVTPL upon the inception of the liability. These include liabilities arising from operations and borrowings.

After initial recognition, these financial liabilities are measured at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on the acquisition and fees or costs that are an integral part of the EIR. Gains and losses are recognized in profit or loss when the financial liabilities are derecognized, as well as through the EIR amortization process.

This category applies to the Group's accounts payable and accrued expenses (excluding advances from customers, advances from third parties, statutory and taxes payables), short-term debt, trust receipts payable and long-term debt.

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in profit or loss.

c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statements of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously. The Group assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of solvency or bankruptcy of the Group and all of the counterparties.

<u>Inventories</u>
Inventories, including goods-in-process, are recorded at cost and subsequently valued at the lower of cost and NRV. NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

When the inventories are sold, the carrying amounts of those inventories are recognized under 'Cost of sales' in the consolidated statement of income in the period when the related revenue is recognized.

Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

Finished goods, goods-in-process, raw materials, containers and packaging materials, and spare parts and supplies
Cost is determined using the weighted average method. The cost of raw materials, containers and packaging materials, and spare parts and supplies consist of their purchase cost. The cost of finished goods and goods-in-process include direct materials and labor, and a proportion of manufacturing overhead costs based on actual goods processed and produced, but excluding borrowing costs.

Materials in-transit
Cost is determined on a specific identification basis.

Biological Assets
The biological assets of the Group are divided into two major categories with sub-categories as follows:

Swine livestock	- Breeders (livestock bearer) - Sucklings (breeders' offspring) - Weanlings (comes from sucklings intended to be breeders or to be raised as fatteners/finishers) - Fatteners/finishers (comes from weanlings unfit to become breeders; intended for the production of meat and meat products or to be sold live)
Poultry livestock	- Breeders (livestock bearer) - Chicks (breeders' offspring intended to be sold as breeders)

Biological assets are measured on initial recognition and at each reporting date at its fair value less estimated costs to sell. The fair values are determined based on current market prices of livestock of similar age, breed and genetic merit. Costs to sell include commissions to brokers and dealers, nonrefundable transfer taxes and duties. Costs to sell exclude transport and other costs necessary to get the biological assets to the market.

Agricultural produce is the harvested product of the Group's biological assets. A harvest occurs when agricultural produce is either detached from the bearer biological asset or when a biological asset's life processes cease. A gain or loss on initial recognition of agricultural produce at fair value less estimated costs to sell is recognized in the consolidated statement of income in the period in which it arises. The agricultural produce of swine livestock are hog carcasses, while the agricultural produce of poultry livestock are table eggs and hatched chick. These are then subsequently measured following PAS 2, *Inventories*.

A gain or loss on initial recognition of a biological asset at fair value less estimated costs to sell and from a change in fair value less estimated costs to sell of a biological asset are included in the consolidated statement of income in the period in which it arises.

Property, Plant and Equipment
Property, plant and equipment, except land, are carried at cost less accumulated depreciation and amortization and accumulated impairment losses, if any.

The initial cost of an item of property, plant and equipment comprises its purchase price and any cost attributable in bringing the asset to its intended location and working condition. Cost also includes:

(a) interest and other financing charges on borrowed funds used to finance the acquisition of property, plant and equipment to the extent incurred during the period of installation and construction; and
(b) asset retirement obligation relating to property, plant and equipment installed/constructed on leased properties, if any, representing the present value of the expected cost for the decommissioning of an asset after its use, and provided the recognition criteria for a provision are met.

Land is stated at cost less any impairment in value.

Subsequent costs are capitalized as part of the 'Property, plant and equipment' in the consolidated statement of financial position, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Cost of repairs and maintenance are expensed when incurred.

Foreign exchange differentials arising from foreign currency borrowings used for the acquisition of property, plant and equipment are capitalized to the extent that these are regarded as adjustments to interest costs.

Depreciation and amortization of property, plant and equipment commence once the property, plant and equipment are available for use and are computed using the straight-line method over the estimated useful life (EUL) of the assets regardless of utilization.

The EUL of property, plant and equipment of the Group follows:

	Years
Land improvements	5 to 10
Buildings and improvements	10 to 30
Machinery and equipment	10
Transportation equipment	5
Furniture, fixtures and equipment	5

Leasehold improvements are amortized over the shorter of their EUL or the corresponding lease terms. The residual values, useful lives and methods of depreciation and amortization of property, plant and equipment are reviewed periodically and adjusted, if appropriate, at each reporting date to ensure that the method and period of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property, plant and equipment. Any change in the expected residual values, useful lives and methods of depreciation are adjusted prospectively from the time the change was determined necessary.

Construction-in-progress and equipment in transit are stated at cost, net of accumulated impairment losses, if any. This includes the cost of construction and other direct costs. Borrowing costs that are directly attributable to the construction of property, plant and equipment are capitalized during the construction period. Construction in-progress and equipment in transit are not depreciated until such time as the relevant assets are completed and put into operational use.

Construction in-progress and equipment in transit are transferred to the related 'Property, plant and equipment' in the consolidated statement of financial position when the construction or installation and related activities necessary to prepare the property, plant and equipment for their intended use are completed, and the property, plant and equipment are ready for service.

Major spare parts and stand-by equipment items that the Group expects to use over more than one period and can be used only in connection with an item of property, plant and equipment are accounted for as property, plant and equipment. Depreciation and amortization on these major spare parts and stand-by equipment commence once these have become available for use (i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by the Group).

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use or disposal of the asset. Any gain or loss arising from the derecognition of the property, plant and equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated statement of income, in the period the item is derecognized.

Fully depreciated property, plant and equipment are retained in the accounts until these are no longer in use.

Investment Properties

Investment properties consist of properties that are held to earn rentals or for capital appreciation or both, and those which are not occupied by entities in the Group. Investment properties, except for land, are carried at cost less accumulated depreciation and any impairment loss, if any. Land is carried at cost less any accumulated impairment loss, if any. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met, and excludes the cost of day-to-day servicing of an investment property.

Investment properties are measured initially at cost, including transaction costs. Transaction costs represent nonrefundable taxes such as capital gains tax and documentary stamp tax that are for the account of the Group. An investment property acquired through an exchange transaction is measured at fair value of the asset acquired unless the fair value of such an asset cannot be measured, in which case, the investment property acquired is measured at the carrying amount of asset given up.

The Group's investment properties consist solely of buildings and building improvements and are depreciated using the straight-line method over their EUL ranging from 10 to 30 years (see Note 17).

The depreciation and amortization method and useful life are reviewed periodically to ensure that the method and period of depreciation and amortization are consistent with the expected pattern of economic useful benefits from items of investment properties.

Investment properties are derecognized when either they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. Any gains or losses on the retirement or disposal of investment properties are recognized in the consolidated statement of income in the year of retirement or disposal.

Transfers are made to (or from) investment property only when there is a change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

Goodwill

Goodwill represents the excess of the cost of the acquisition over the fair value of identifiable net assets of the investee at the date of acquisition which is not identifiable to specific assets.

Goodwill acquired in a business combination from the acquisition date is allocated to each of the Group's cash-generating units, or groups of cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Each unit or group of units to which the goodwill is allocated:

- represents the lowest level within the Group at which the goodwill is monitored for internal management purposes; and
- is not larger than a segment based on the Group's operating segments as determined in accordance with PFRS 8, *Operating Segments*.

Following initial recognition, goodwill is measured at cost, less any accumulated impairment losses, if any. Goodwill is reviewed for impairment annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired (see further discussion under Impairment of nonfinancial assets).

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

Intangible Assets

Intangible assets (other than goodwill) acquired separately are measured on initial recognition at cost. The cost of intangible asset acquired in a business combination is its fair value at the acquisition date. Following initial recognition, intangible assets are measured at cost less any accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The EUL of intangible assets are assessed to be either finite or indefinite.

The useful lives of intangible assets with a finite life are assessed at the individual asset level. Intangible assets with finite lives are amortized on a straight line basis over the asset's EUL and assessed for impairment, whenever there is an indication that the intangible assets may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each reporting date. Changes in the EUL or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in the consolidated statement of income in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite useful lives are tested for impairment annually, either individually or at the cash-generating unit level (see further discussion under Impairment of nonfinancial assets). Such intangibles are not amortized. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gain or loss arising from derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the consolidated statement of income when the asset is derecognized.

A summary of the policies applied to the Group's intangible assets follows:

	EUL	Amortization method used	Internally generated or acquired
Product formulation	Indefinite	No amortization	Acquired
Brands/Certain trademarks	Indefinite	No amortization	Acquired
Trademarks	Finite (4 years)	Straight line amortization	Acquired
Software costs	Finite (10 years)	Straight line amortization	Acquired
Customer relationship	Finite (35 years)	Straight line amortization	Acquired

Investment in Joint Ventures

The Group has interests in joint ventures. A joint venture is a contractual arrangement whereby two or more parties who have joint control over the arrangement have rights to the net assets of the arrangement.

The Group's investment in joint venture is accounted for using the equity method of accounting. Under the equity method, the investment in a joint venture is carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share in the net assets of the joint venture. The consolidated statement of income reflects the Group's share in the results of operations of the joint venture. Where there has been a change recognized directly in the investees' equity, the Group recognizes its share of any changes and discloses this, when applicable, in the other comprehensive income in the consolidated statement of changes in equity. Profits and losses arising from transactions between the Group and the joint ventures are eliminated to the extent of the interest in the joint ventures.

The Group discontinues applying the equity method when its investments in investee companies are reduced to zero. Accordingly, additional losses are not recognized unless the Group has guaranteed certain obligations of the associates or joint venture. When the investees subsequently report net income, the Group will resume applying the equity method but only after its equity in the net income equals the equity in net losses of associates and joint venture not recognized during the period the equity method was suspended.

The investee company's accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

Impairment of Nonfinancial Assets

This accounting policy applies primarily to the Group's property, plant and equipment (see Note 13), right-of-use assets (see Note 37), investment properties (see Note 17), investments in joint ventures (see Note 16), goodwill and intangible assets (see Note 15).

Except for goodwill and intangible assets with indefinite useful lives which are tested for impairment annually, the Group assesses at each reporting date whether there is an indication that its nonfinancial assets may be impaired. When an indicator of impairment exists or when an annual impairment testing for an asset is required, the Group makes a formal estimate of recoverable amount. Recoverable amount is the higher of an asset's (or cash-generating unit's) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is assessed for the cash-generating unit to which the asset belongs. Where the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount, the asset (or cash-generating unit) is considered impaired and is written-down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or cash-generating unit). In determining fair value less costs of disposal, recent market transactions are taken into account.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses are recognized under 'Provision for credit and impairment losses' in the consolidated statement of income.

The following criteria are also applied in assessing impairment of specific assets:

Property, plant and equipment, right-of-use assets, investment properties, intangible assets with definite useful lives, and investments in joint ventures
For property, plant and equipment, investment properties, intangible assets with definite useful lives, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated and an impairment assessment is performed. For investments in joint ventures, this impairment assessment is done after application of the equity method. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of income. After such a reversal, the depreciation and amortization expense are adjusted in future years to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Goodwill and intangible assets with indefinite useful lives
Goodwill is reviewed for impairment, annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than the carrying amount to which goodwill has been allocated, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

<u>Discontinued Operations</u>
A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations
- is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or
- is a subsidiary acquired exclusively with a view to resale.

The disposal group is excluded from the results of continuing operations and is presented as a single amount as ‘Net income after tax from discontinued operations’ in the consolidated statement of income.

Additional disclosures are provided in Note 33. All other notes to the consolidated financial statements include amounts of disposal group, unless otherwise mentioned.

Revenue Recognition
Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has concluded that it is the principal in its revenue arrangements because it controls the goods or services before transferring them to the customer.

Sale of goods and services
Revenue from sale of goods and services is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods and services. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods and services, the Group considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer, if any. If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception using the expected value method and is constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Some contracts for the sale of goods and services provide customers with a right to return the goods within a specific period.

Sale of sugar and molasses
Sale of raw sugar is recognized upon (a) endorsement and transfer of quedans for quedan-based sales and (b) shipment or delivery and acceptance by the customers for physical sugar sales. Sale of refined sugar and alcohol is recognized upon shipment of delivery and acceptance by the customers. Sale of molasses is recognized upon (a) surrendering of molasses certificates (warehouse receipts for molasses) or (b) delivery and acceptance by the customer for physical molasses, whichever comes first.

Rendering of tolling services
Revenue derived from tolling activities is recognized as revenue over time as the related services are being rendered.

Revenue outside the scope of PFRS 15:
Dividend income
Dividend income is recognized when the shareholder’s right to receive the payment is established.

Interest income
Interest income is recognized as it accrues using the EIR method under which interest income is recognized at the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset.

Provisions
Provisions are recognized when: (a) the Group has a present obligation (legal or constructive) as a

result of a past event; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense under 'Finance cost' in the consolidated statement of income. Where the Group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated statement of income, net of any reimbursement.

Contingencies

Contingent liabilities are not recognized in the consolidated financial statements but disclosed in the notes to the consolidated financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in the consolidated financial statements but disclosed in the notes to the consolidated financial statements when an inflow of economic benefits is probable.

Pension Costs

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets, if any, adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Current service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in profit or loss.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognizes related restructuring costs.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset.

Net interest on the net defined benefit liability or asset is recognized as expense or income in the consolidated statement of income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to consolidated statement of income in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Group’s right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Termination benefit
Termination benefits are employee benefits provided in exchange for the termination of an employee’s employment as a result of either an entity’s decision to terminate an employee’s employment before the normal retirement date or an employee’s decision to accept an offer of benefits in exchange for the termination of employment.

A liability and expense for a termination benefit is recognized at the earlier of when the entity can no longer withdraw the offer of those benefits and when the entity recognizes related restructuring costs. Initial recognition and subsequent changes to termination benefits are measured in accordance with the nature of the employee benefit, as either post-employment benefits, short-term employee benefits, or other long-term employee benefits.

Employee leave entitlement
Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before twelve months after the end of the annual reporting period is recognized for services rendered by employees up to the end of the reporting period.

<u>Income Taxes</u>
Current tax
Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in countries where the Group operates and generates taxable income.

Deferred tax
Deferred tax is provided using the balance sheet liability method on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from unused minimum corporate income tax (MCIT) over the regular corporate income tax (RCIT) and unused net operating loss carryover (NOLCO), to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, and the carryforward benefits of unused tax credits from excess MCIT and unused NOLCO can be utilized, except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor future taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and future taxable profit will be available against which the temporary differences can be utilized.

The carrying amounts of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date, and are recognized to the extent that it has become probable that future taxable income will allow the deferred tax assets to be recognized.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss in the consolidated statement of comprehensive income. Such deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and liabilities are measured at the tax rate that is 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 as of the reporting date.

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

<u>Value-added Tax (VAT)</u>
Revenues, expenses, and assets are recognized net of the amount of VAT, if applicable.

When VAT from sale of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the consolidated statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sale of goods and/or services (output VAT), the excess is recognized as an asset in the consolidated statement of financial position to the extent of the recoverable amount.

The net amount of VAT recoverable from, or payable to, the taxation authority by each entity is included as part of 'Other current assets' or 'Accounts payable and other accrued liabilities' in the consolidated statement of financial position.

Borrowing Costs
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Leases
The Group assesses whether a contract is, or contains a lease, at the inception of a contract. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use (ROU) assets representing the right to use the underlying assets.

Right-of-use assets
The Group recognizes ROU assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). ROU assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of ROU assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received, and any estimated costs to be incurred in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized ROU assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. ROU assets, which are presented under 'Noncurrent Assets' in the consolidated statement of financial position, are subject to impairment.

The depreciation period for each class of ROU assets follows:

	Period
Land and land improvements	10 years
Buildings and improvements	2-20 years
Machinery and equipment	2 years
Transportation equipment	2 years
Furniture and fixture	2 years

Lease liabilities
At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflected the Group exercising the option to terminate. Variable lease payments that do not depend on an index

or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the commencement date if the interest rate implicit to the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Short-term leases
The Group applies the short-term lease recognition exemption to its short-term leases of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

Group as a lessor
Leases where the Group does not transfer substantially all the risks and benefits of ownership of the assets are classified as operating leases. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as the rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Rent income
Rent income arising from investment properties is accounted for on a straight-line basis over the lease term on ongoing leases and is included in other loss in the consolidated statement of income.

Cost and Expenses
Cost and expenses are decreases in economic benefits during the accounting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Cost and expenses are recognized when incurred.

Foreign Currency Translation/Transactions
The functional and presentation currency of the Parent Company and its Philippine subsidiaries is the Philippine Peso. Each entity in the Group determines its own functional currency and items included in the consolidated financial statements of each entity are measured using that functional currency.

Transactions and balances
Transactions in foreign currencies are initially recorded in the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange prevailing at the reporting date. Differences arising from settlement or translation of monetary items are recognized in the consolidated statement of income. Tax charges and credits attributable to exchange differences are also dealt with in statement of income. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transaction. Nonmonetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The gain or loss arising from translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

Group companies
As of reporting date, the assets and liabilities of the subsidiaries are translated into the presentation currency of the Group at the rate of exchange prevailing at reporting date and their respective statements of income are translated at the weighted average exchange rates for the year. The exchange differences arising from the translation are taken directly to a separate component of equity as 'Cumulative translation adjustments' under 'Other comprehensive income'. On disposal of a foreign entity, the deferred cumulative amount recognized in equity relating to that particular foreign operation shall be recognized in the consolidated statement of income.

The Group has determined that the cumulative translation adjustments will not be realized in the foreseeable future. Therefore, the Group does not recognize deferred tax liabilities on its cumulative translation adjustments.

Common Stock
Capital stocks are classified as equity and are recorded at par. Proceeds in excess of par value are recorded as 'Additional paid-in capital' in the consolidated statement of changes in equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Retained Earnings
Retained earnings represent the cumulative balance of periodic net income (loss), dividend distributions, prior period adjustments and effect of changes in accounting policy and capital adjustments.

Other Comprehensive Income
Other comprehensive income comprises items of income and expenses (including items previously presented under the consolidated statements of changes in equity) that are not recognized in the consolidated statement of income for the year in accordance with PFRSs.

Treasury Shares
Treasury shares are recorded at cost and are presented as a deduction from equity. Any consideration paid or received in connection with treasury shares are recognized directly in equity.

When the shares are retired, the capital stock account is reduced by its par value. The excess of cost over par value upon retirement is debited to the following accounts in the order given: (a) additional paid-in capital to the extent of the specific or average additional paid-in capital when the shares were issued, and (b) retained earnings. When shares are sold, the treasury share account is credited and reduced by the weighted average cost of the shares sold. The excess of any consideration over the cost is credited to additional paid-in capital.

Transaction costs incurred such as registration and other regulatory fees, amounts paid to legal, accounting and other professional advisers, printing costs and stamp duties (net of any related income tax benefit) in relation to issuing or acquiring the treasury shares are accounted for as reduction from equity, which is disclosed separately.

No gain or loss is recognized in the consolidated statement of income on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Equity Reserves
Equity reserves arise from transactions in which the proportion of equity held by non-controlling interests changes. These are initially measured as the difference between the amount by which the non-controlling interests were adjusted and the fair value of the consideration paid or received. Equity reserves are attributed to the owners of the Parent Company.

Dividends on Common Stocks
Dividends on common shares are recognized as a liability and deducted from equity when approved by BOD of the Parent Company in the case of cash dividends, and the BOD and shareholders of the Parent Company in the case of stock dividends.

Earnings Per Share (EPS)
Basic EPS is computed by dividing consolidated net income attributable to equity holders of the Parent Company (consolidated net income less dividends on preferred shares) by the weighted average number of common stocks issued and outstanding during the year, adjusted for any subsequent stock dividends declared.

Diluted EPS amounts are calculated by dividing the consolidated net income attributable to equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

Segment Reporting
The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on business segments is presented in Note 6 to the consolidated financial statements.

Events after Reporting Date
Any post year-end event up to the date of approval of the BOD of the consolidated financial statements that provides additional information about the Group's position at reporting date (adjusting event) is reflected in the consolidated financial statements. Any post year-end event that is not an adjusting event is disclosed in the notes to the consolidated financial statements, when material.

Standards Issued but not yet Effective
Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2022

- Amendments to PFRS 3, *Reference to the Conceptual Framework*

  The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately. At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

The amendments are effective for annual reporting periods beginning on or after January 1, 2022 and apply prospectively.

- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*

  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

  The amendment is effective for annual reporting periods beginning on or after January 1, 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

  The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*

  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022. The Group will apply these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments.

- *Annual Improvements to PFRSs* 2018-2020 Cycle

  - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*

    The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to PFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

    The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

- Amendments to PFRS 9, *Financial Instruments*, *Fees in the '10 per cent' test for derecognition of financial liabilities*

  The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

  The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The Group will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

  The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

  An entity applies the amendment prospectively to fair value measurements on or after the beginning of the first annual reporting period beginning on or after January 1, 2022 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

Effective beginning on or after January 1, 2023

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

  The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

  The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

  An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 8, *Definition of Accounting Estimates*

  The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

  The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023. Early application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Group.

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*

  The amendments clarify paragraphs 69 to 76 of PAS 1, *Presentation of Financial Statements*, to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

  - What is meant by a right to defer settlement
  - That a right to defer must exist at the end of the reporting period
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and must be applied retrospectively. However, in November 2021, the International Accounting Standards Board (IASB) tentatively decided to defer the effective date to no earlier than January 1, 2024. The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

  - A specific adaptation for contracts with direct participation features (the variable fee approach)
  - A simplified approach (the premium allocation approach) mainly for short-duration contracts

  On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of PFRS 17 by two (2) years after its effective date as decided by the IASB.

  PFRS 17 is effective for reporting periods beginning on or after January 1, 2025, with comparative figures required. Early application is permitted. The amendments are not expected to have a material impact on the Group.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

  The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

  On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the IASB completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

  The amendments are not expected to have a material impact on the Group.

3. Significant Accounting Judgments and Estimates

The preparation of the consolidated financial statements in compliance with PFRSs requires the Group to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the consolidated financial statements as they become reasonably determinable.

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.

<u>Judgments</u>
In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the consolidated financial statements:

a. *Revenue recognition on sale of goods and services*
Revenue recognition under PFRS 15 involves the application of significant judgment and estimation in the: (a) identification of the contract for sale of goods that would meet the requirements of PFRS 15; (b) assessment of performance obligation and the probability that the Group will collect the consideration from the buyer; (c) determining method to estimate variable consideration and assessing the constraint; and (d) recognition of revenue as the Group satisfies the performance obligation.

i. *Existence of a contract*
The Group enters into a contract with customer through an approved purchase order which constitutes a valid contract as specific details such as the quantity, price, contract terms and their respective obligations are clearly identified. In the case of sales to key accounts and distributors, the combined approved purchase order and trading terms agreement/exclusive distributorship agreement constitute a valid contract.

ii. *Identifying performance obligation*
The Group identifies performance obligations by considering whether the promised goods or services in the contract are distinct goods or services. A good or service is distinct when the customer can benefit from the good or service on its own or together with other resources that are readily available to the customer and the Group's promise to transfer the good or service to the customer is separately identifiable from the other promises in the contract.

Based on management assessment, other than the sale of goods and services, no other performance obligations were identified except in the case of milling revenue.

iii. *Recognition of revenue as the Group satisfies the performance obligation*
The Group recognizes its revenue for all revenue streams at a point in time, when the goods are sold and delivered and as services are being rendered. In addition, part of the assessment process of the Group before revenue recognition is to assess the probability that the Group will collect the consideration to which it will be entitled in exchange for the goods sold that will be transferred to the customer.

iv. *Method to estimate variable consideration and assess constraint*
The Group uses historical experience with key accounts and distributors from the past 12 months to determine the expected value of rights of return and constrain the consideration under the contract accordingly.

v. *Recognition of milling revenue under output sharing agreement and cane purchase agreement*
The Group applies both output sharing agreement and cane purchase agreement in relation to milling operations. Under output sharing agreement, milling revenue is recognized based on the fair value of the millshare at average raw sugar selling price on the month with sugar production after considering in-purchase, which represents cane purchase agreement. Under cane purchase agreement, the Group purchases raw sugar from the traders and/or planters. The in-purchase rate is derived by determining the total raw sugar purchases and the total planters' share. Raw production costs are allocated systematically based on the output sharing and cane purchase agreement rates.

b. *Contingencies*
The Group is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Group currently does not believe these proceedings will have a material effect on the Group's consolidated financial position. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of the strategies relating to these proceedings.

c. *Determining whether it is reasonably certain that a renewal and termination option will be exercised - the Group as a lessee*
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to renew the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include renewal and termination options. The Group applies judgment in evaluating whether it is reasonably certain to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew or terminate (e.g., a change in business strategy).

The Group included the renewal period as part of the lease term for leases, together with any periods covered by an option to renew the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

d. *Assessment of elements of a business*
The Group determined that its acquisition of properties in La Carlota City should be accounted for as a purchase of assets. The Group considered the terms and conditions of the asset purchase agreement and other related agreements, and assessed that the properties acquired do not meet the elements of a business because:

(i) there were no outputs as of acquisition date;
(ii) the inputs acquired do not include an organized workforce; and

(iii) no substantive processes were acquired either as part of the terms of the agreements or through the intellectual capacity of any organized workforce.

e. *Discontinued operations*
The Group determined that the sale of the Oceania businesses will qualify for presentation as discontinued operations since it represents a separate line of business for which the operations and cash flows can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the Group (Note 33).

Estimates
The key assumptions concerning the future and other sources of estimation uncertainty at the financial position date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

a. *Assessment for ECL on trade receivables*
The Group, applying the simplified approach in the computation of ECL, initially uses a provision matrix based on historical default rates for trade receivables. The provision matrix specifies provision rates depending on the number of days that a trade receivable is past due. The Group also uses appropriate groupings if its historical credit loss experience shows significantly different loss patterns for different customer segments. The Group then adjusts the historical credit loss experience with forward-looking information on the basis of current observable data affecting each customer segment to reflect the effects of current and forecasted economic conditions.

The Group adjusts historical default rates to forward-looking default rate by determining the closely related economic factor affecting each customer segment. The Group regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience.

The determination of the relationship between historical default rates and forecasted economic conditions is a significant accounting estimate. Accordingly, the provision for ECL on trade receivables is sensitive to changes in assumptions about forecasted economic conditions.

The Group has assessed that the ECLs on trade receivables is not material because significant amount of its receivables are normally collected within one year. The carrying amount of trade receivables is ₱12.9 billion and ₱13.7 billion as at December 31, 2021 and 2020, respectively (see Note 10).

b. *Assessment for ECL on Other Financial Assets at Amortized Cost*
The Group determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of other financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12 months unless there has been an SICR since initial recognition in which case lifetime ECLs are provided.

When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;

- Existing or forecasted adverse changes in business, financial or economic conditions; and,
- Actual or expected significant adverse changes in the operating results of the borrower.

The Group also considers financial assets that are more than 90 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent an SICR such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

The Group has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Group only with reputable banks and companies with good credit standing and relatively low risk of defaults. Accordingly, no provision for ECL on other financial assets at amortized cost was recognized in 2021 and 2020.

c. *Determination of fair values less estimated costs to sell of biological assets*
The fair values of biological assets are determined based on current market prices of livestock of similar age, breed and genetic merit. Costs to sell include commissions to brokers and dealers, nonrefundable transfer taxes and duties. Costs to sell exclude transport and other costs necessary to get the biological assets to the market. The fair values are reviewed and updated if expectations differ from previous estimates due to changes brought by both physical change and price changes in the market. It is possible that future results of operations could be materially affected by changes in these estimates brought about by the changes in factors mentioned.

As of December 31, 2021 and 2020, the Group's biological assets carried at fair values less estimated costs to sell amounted to ₱298.3 million and ₱234.3 million, respectively (see Note 14). For the years ended December 31, 2021, 2020 and 2019, the Group recognized changes in the fair value less costs to sell of biological assets amounting to ₱2.6 million gain, ₱37.0 million gain, and ₱70.2 million loss, respectively (see Note 14). Changes in fair value of biological assets are recognized in the consolidated statements of income.

d. *Impairment of goodwill and intangible assets with indefinite useful lives*
The Group performed its annual impairment test on its goodwill and other intangible assets with indefinite useful lives as of reporting date. The recoverable amounts of the intangible assets were determined based on value in use calculations using cash flow projections from financial budgets approved by management covering a five-year period.

The following assumptions were also used in computing value in use:

Growth rate estimates - growth rates include revenue growth and terminal growth rates that are based on experiences and strategies developed for the various subsidiaries. The prospect for the industry was also considered in estimating the growth rates.

Discount rates - discount rates were estimated based on the industry weighted average cost of capital, which includes the cost of equity and debt after considering the gearing ratio.

Value-in-use is most sensitive to changes in discount rate and growth rate.

As of December 31, 2021 and 2020, the balance of the Group's goodwill and intangible assets with indefinite useful lives and accumulated impairment losses follow:

	2021	2020
Goodwill (Note 15)	**₱21,271,723,229**	₱31,194,495,817
Intangible assets (Note 15)	**1,820,637,714**	11,599,843,220

e. *Assessment of impairment of nonfinancial assets*
The Group assesses the impairment of its nonfinancial assets (i.e., property, plant and equipment, right-of-use assets, investment properties, investments in joint venture and intangible assets with finite useful lives) whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

The factors that the Group considers important which could trigger an impairment review include the following:

- Market interest rates or other market rates of return on investments have increased during the period, and those increases are likely to affect the discount rate used in calculating the asset's value in use and decrease the asset's recoverable amount materially;
- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of use of the acquired assets or the strategy for overall business such as plans to discontinue or restructure the operation to which an asset belongs; and
- Significant negative industry or economic trends.

The Group determines an impairment loss whenever the carrying amount of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from recent, binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset base of the cash-generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

For the year ended December 31, 2021, the Group recognized impairment losses on its property, plant and equipment amounting to ₱432.6 million. For the years ended December 31, 2020 and 2019, no impairment loss was recognized (see Note 13).

For the years ended December 31, 2021, 2020 and 2019, the Group did not recognize any impairment losses on its right-of-use assets (see Note 37), investment properties (see Note 17), goodwill and its other intangible assets (see Note 15).

As of December 31, 2021 and 2020, the balances of the Group's nonfinancial assets with finite useful lives, excluding biological assets, net of accumulated depreciation, amortization and impairment losses follow:

	2021	2020
Property, plant and equipment (Note 13)	**₱55,881,358,761**	₱58,989,613,043
Right-of-use assets (Note 37)	**2,215,167,047**	6,015,980,376
Intangible assets (Note 15)	**−**	1,811,906,549
Investments in joint ventures (Note 16)	**55,228,221**	386,494,519
Investment properties (Note 17)	**26,750,788**	29,962,148

f. *Determination of the fair value of intangible assets and property, plant and equipment acquired in a business combination*
The Group measures the identifiable assets and liabilities acquired in a business combination at fair value at the date of acquisition.

The fair value of the intangible assets acquired in a business combination is determined based on the net sales forecast attributable to the intangible assets, growth rate estimates and royalty rates using comparable license agreements. Royalty rates are based on the estimated arm's length royalty rate that would be paid for the use of the intangible assets. Growth rate estimate includes long-term growth rate and terminal growth rate applied to future cash flows beyond the projection period.

The fair value of property, plant and equipment acquired in a business combination is determined based on comparable properties after adjustments for various factors such as location, size and shape of the property (see Note 13). Cost information and current prices of comparable equipment are also utilized to determine the fair value of equipment.

g. *Estimation of pension and other benefits costs*
The determination of the obligation and cost of pension and other employee benefits is dependent on the selection of certain assumptions used in calculating such amounts. Those assumptions include, among others, discount rates and salary increase rates (see Note 31). Actual results that differ from the Group's assumptions are accumulated and amortized over future periods and therefore, generally affect the recognized expense and recorded obligation in such future periods.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of Philippine government bonds with terms consistent with the expected employee benefit payout as of reporting date.

The mortality rate is based on publicly available mortality tables for the specific country and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future salary increase rates of the Group.

As of December 31, 2021 and 2020, the balance of the Group's present value of defined benefit obligations and other benefits is shown in Note 31 to the consolidated financial statements.

h. *Recognition of deferred income tax assets*
The Group reviews the carrying amounts of its deferred income taxes at each reporting date and reduces the deferred tax assets to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. However, there is no guarantee that the Group will generate sufficient taxable income to allow all or part of the deferred tax assets to be utilized. As of December 31, 2021 and 2020, the Group recognized

net deferred tax assets amounting to ₱447.5 million and ₱555.1 million, respectively (see Note 32), as the Group believes sufficient taxable income will allow these deferred tax assets to be utilized.

Net deferred tax liabilities amounted to ₱1.2 billion and ₱3.8 billion as of December 31, 2021 and 2020, respectively (see Note 32).

The recognized and unrecognized deferred tax assets for the Group are disclosed in Note 32.

i. *Valuation of ROU assets and lease liabilities*
The application of PFRS 16 requires the Group to make assumptions that affect the valuation of its ROU assets and lease liabilities. These include determining the length of the lease term and determining the interest rate to be used for discounting future cash flows.

Lease term. The lease term determined by the Group comprises non-cancellable period of lease contracts, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Discount rate. The Company cannot readily determine the interest rate implicit in the lease, therefore it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is determined using risk-free rates applicable for currency of the lease contract and for similar tenor, corrected by the average credit spread of entities with rating similar to the Group's rating, observed in the period when the lease contract commences or is modified.

j. *COVID-19 Pandemic*
The COVID-19 pandemic did not have a significant impact on the Group's business operations. The operations in the Philippines and other areas around the world remain fully operational with no major disruptions recorded to date.

To ensure ongoing impacts of COVID-19 have been appropriately reflected in the Group's consolidated financial statements, the Group has assessed the impact of COVID-19 as follows:

- Collectability of accounts with customers continues to be closely monitored. A material change in the provision for impairment of trade receivables has not been identified.
- The cash flow projections used in the impairment testing for goodwill and intangible assets with indefinite lives include the Group's best estimates of any potential future impact from the COVID-19 pandemic.
- The market data used by the Group in other estimates (such as market risk, risk free borrowing rates, and data of comparable companies) are the latest available data, which already include the economic effects of the pandemic
- The Group has also considered the increase uncertainty in determining key assumptions within the assessment of future taxable income of the entities of the Group upon which recognition of the deferred tax assets is assessed, including forecast of revenue and expenses, among others.

The Group continues to monitor the risks and the ongoing impacts of COVID-19 on its business.

4. **Financial Risk Management Objectives and Policies**

The Group's principal financial instruments, other than derivative financial instruments, comprise cash and cash equivalents, financial assets at FVTPL, financial assets at FVOCI, and interest-bearing loans and other borrowings. The main purpose of these financial instruments is to finance the Group's operations and related capital expenditures. The Group has various other financial assets and financial liabilities, such as trade receivables and payables which arise directly from its operations. One of the Group's subsidiaries is a counterparty to derivative contracts. These derivatives are entered into as a means of reducing or managing their respective foreign exchange exposures.

The BOD of the Parent Company and its subsidiaries review and approve policies for managing each of these risks and they are summarized below, together with the related risk management structure.

Risk Management Structure
The Group's risk management structure is closely aligned with that of the Ultimate Parent Company. The BOD of the Parent Company and the respective BODs of each subsidiary are ultimately responsible for the oversight of the Group's risk management processes that involve identifying, measuring, analyzing, monitoring and controlling risks.

The risk management framework encompasses environmental scanning, the identification and assessment of business risks, development of risk management strategies, design and implementation of risk management capabilities and appropriate responses, monitoring of risks and risk management performance, and identification of areas and opportunities for improvement in the risk management process.

The BOD has created the board-level Board Risk and Oversight Committee (BROC) to spearhead the managing and monitoring of risks.

BROC
The purpose of the Board Risk Oversight Committee is to oversee the establishment of an Enterprise Risk Management (ERM) framework that will effectively identify, monitor, assess and manage key business risks. The risk management framework shall guide the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies. The Committee shall be responsible for defining the Group's level of risk tolerance and providing oversight over its risk management policies and procedures to anticipate, minimize, control or manage risks or possible threats to its operational and financial viability.

Corporate Governance Compliance Officer
Compliance with the principles of good corporate governance is also one of the primary objectives of the BOD. To assist the BOD in achieving this purpose, the BOD has designated a Compliance Officer who shall be responsible for:

- Monitoring, reviewing, evaluating and ensuring the compliance by the Group, its Officers and Directors with the provisions and requirements of the Corporate Governance Manual and the relevant laws, the Code of Corporate Governance, rules, regulations and all governance issuances of regulatory agencies; and
- Assisting the Board and the Corporate Governance Committee in the performance of their governance functions, including their duties to oversee the formulation or review and implementation of the Corporate Governance structure and policies of the Group, and to assist in the conduct of self-assessment of the performance and effectiveness of the Board, the Board Committees and individual Board members in carrying out their functions as set out in the Corporate Governance Manual and the respective charters of the Board Committees.

Enterprise Resource Management (ERM) Framework
The ERM framework revolves around the following activities:

1. Risk Identification. This involves the identification of key business drivers that influence the operability and performance of the business units. Each business driver is assigned strategic and operational objectives that are owned by risk champions and risk owners. Each risk champion and owner conduct their risk identification process using different tools such as risk factor analysis, megatrends analysis, and systems dynamics analysis.
2. Risk Assessment. Each identified risk is assessed to determine if they pose significant impact to the business unit's ability to implement strategy and deliver business objectives. This process involves grouping similar risks into categories such as Reputational Risk, Strategic Risk, Financial Risk, Compliance Risk, Operations Risk, and Emerging Risk. For each risk category, a risk assessment scale provides an objective criterion to evaluate the impact to the business - insignificant, minor, moderate, major, or extreme impact. The impact severity of the risk is rated based on their nature, regardless of the organization's circumstances and capability to manage them.
3. Risk Prioritization. This process enables the organization to focus the implementation of risk responses into certain high and medium severity risks based on the organization's risk profile.
4. Risk Response, Monitoring, and Evaluation. Appropriate risk responses are put in place for each priority risk, both at the level of the risk champions and risk owners and at the enterprise and Group level. Risk champions continually monitor and evaluate the effectiveness of the risk responses. Material residual risks are assessed for improvement of risk response and identification of recovery measures.
5. Risk Reporting. At the Group level, top risks are reviewed, updated and reported to the Board Risk Oversight Committee twice a year.

Risk Management Policies
The main risks arising from the use of financial instruments are credit risk, liquidity risk and market risks such as foreign currency risk, equity price risk and interest rate risk. The Group's policies for managing the aforementioned risks are summarized below.

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Group trades only with recognized and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. The Credit Management Division (CMD) of the Group continuously provides credit notification and implements various credit actions, depending on assessed risks, to minimize credit exposure. Receivable balances of trade customers are being monitored on a regular basis and appropriate credit treatments are executed for overdue accounts. Generally, trade receivables are written off when deemed unrecoverable. Likewise, other receivable balances are also being monitored and subjected to appropriate actions to manage credit risk.

With respect to credit risk arising from the other financial assets of the Group, which comprise cash and cash equivalents, the Group's exposure to credit risk arises from default of the counterparty with a maximum exposure equal to the carrying amount of these instruments.

a. Credit risk exposure

With respect to credit risk arising from financial assets of the Group, which comprise cash and cash equivalents and receivables, the Group's maximum exposure to credit risk is equal to its carrying amount as of December 31, 2021 and 2020, except for the Group's trade receivables as of December 31, 2021 and 2020 with carrying value of ₱12.9 billion and ₱13.7 billion, respectively, and collateral with fair value amounting to ₱2.7 billion and ₱2.3 billion as of December 31, 2021 and 2020, respectively, resulting to net exposure of ₱10.2 billion and ₱11.4 billion, respectively.

The collateral securities related to the Group’s trade receivables consist of standby letters of credit. The Group holds no other collateral or guarantee that would reduce the maximum exposure to credit risk.

b. Risk concentrations of the maximum exposure to credit risk

Concentrations arise when a number of counterparties are engaged in similar business activities or activities in the same geographic region or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group’s performance to developments affecting a particular industry or geographical location. Such credit risk concentrations, if not properly managed, may cause significant losses that could threaten the Group's financial strength and undermine public confidence.

In order to avoid excessive concentrations of risk, identified concentrations of credit risks are controlled and managed in accordance with the Group’s policies and procedures.

i. Concentration by geographical location

The Group’s credit risk exposures as of December 31, 2021 and 2020 before taking into account any collateral held or other credit enhancements are categorized by geographic location follow:

	2021						
	Philippines	**Asia**	**New Zealand**	**Australia**	**United States**	**Others**	**Total**
Cash and cash equivalents* (Note 7)	**₱6,676,982,136**	**₱10,213,588,237**	**₱–**	**₱–**	**₱–**	**₱–**	**₱16,890,570,373**
Receivables (Note 10):			–	–	–	–	
Trade receivables	**9,346,447,301**	**3,530,064,659**	–	–	–	**1,024,576**	**12,877,536,536**
Due from related parties	**783,827,454**	**61,663,764**	–	–	–	–	**845,491,218**
Advances to officers and employees	**122,628,254**	**5,977,878**	–	–	–	–	**128,606,132**
Interest receivable	**40,737,258**	**478,423**	–	–	–	–	**41,215,681**
Non-trade and other receivables	**2,775,497,953**	**98,078,812**	–	–	–	–	**2,873,576,765**
	₱19,746,120,356	**₱13,909,851,773**	**₱–**	**₱–**	**₱–**	**₱1,024,576**	**₱33,656,996,705**

** Excludes cash on hand*

	2020						
	Philippines	Asia	New Zealand	Australia	United States	Others	Total
Cash and cash equivalents* (Note 7)	₱7,901,208,004	₱8,479,302,955	₱1,109,266,434	₱1,315,087,410	₱–	₱–	₱18,804,864,803
Receivables (Note 10):							
Trade receivables	8,234,367,066	2,619,538,241	896,055,554	1,965,709,767	–	979,342	13,716,649,970
Due from related parties	835,512,682	68,826,811	–	–	–	–	904,339,493
Advances to officers and employees	140,876,064	6,317,086	–	–	–	–	147,193,150
Interest receivable	24,872,980	22,777,739	–	–	–	–	47,650,719
Non-trade and other receivables	1,527,849,086	34,126,797	16,113,438	202,342,005	–	–	1,780,431,326
	₱18,664,685,882	₱11,230,889,629	₱2,021,435,426	₱3,483,139,182	₱–	₱979,342	₱35,401,129,461

** Excludes cash on hand*

ii. Concentration by industry

The tables below show the industry sector analysis of the Group's financial assets as of December 31, 2021 and 2020 before taking into account any collateral held or other credit enhancements.

	2021					
	Manufacturing	Financial Intermediaries	Petrochemicals	Tele-Communication	Others*	Total
Cash and cash equivalents** (Note 7)	₱–	₱16,890,570,373	₱–	₱–	₱–	₱16,890,570,373
Receivables (Note 10):						
Trade receivables	12,520,301,799	–	–	–	357,234,737	12,877,536,536
Due from related parties	52,682,966	19,494,107	–	–	773,314,145	845,491,218
Advances to officers and employees	116,823,164	–	–	–	11,782,968	128,606,132
Interest receivable	–	41,215,681	–	–	–	41,215,681
Non-trade and other receivables	1,758,615,070	502,840,682	122,978,675	–	489,142,338	2,873,576,765
	₱14,448,422,999	₱17,454,120,843	₱122,978,675	₱–	₱1,631,474,188	₱33,656,996,705

	2020					
	Manufacturing	Financial Intermediaries	Petrochemicals	Tele-Communication	Others*	Total
Cash and cash equivalents** (Note 7)	₱–	₱18,804,864,803	₱–	₱–	₱–	₱18,804,864,803
Receivables (Note 10):						
Trade receivables	13,298,472,064	–	14,096,903	–	404,081,003	13,716,649,970
Due from related parties	214,744,158	28,728,789	–	–	660,866,546	904,339,493
Advances to officers and employees	130,311,475	–	–	–	16,881,675	147,193,150
Interest receivable	–	47,650,719	–	–	–	47,650,719
Non-trade and other receivables	987,421,358	82,106,561	126,311,768	8,491,617	576,100,022	1,780,431,326
	₱14,630,949,055	₱18,963,350,872	₱140,408,671	₱8,491,617	₱1,657,929,246	₱35,401,129,461

**Includes real estate, agriculture, automotive, mining and electrical industries*
***Excludes cash on hand*

iii. Credit quality per class of financial assets

The tables below show the credit quality by class of financial assets as of December 31, 2021 and 2020, gross of allowance for credit losses:

	2021				
	Neither Past Due nor Impaired			Past Due or Individually Impaired	Total
	High Grade	Standard Grade	Substandard Grade		
Cash and cash equivalents* (Note 7)	₱16,890,570,373	₱–	₱–	₱–	₱16,890,570,373
Receivables (Note 10):					
Trade receivables	10,284,293,935	–	–	2,761,421,022	13,045,714,957
Due from related parties	845,491,218	–	–	–	845,491,218
Advances to officers and employees	16,839,605	62,122,494	–	49,644,033	128,606,132
Interest receivable	40,891,505	–	–	324,176	41,215,681
Non-trade and other receivables	1,231,497,338	811,670,794	–	1,039,379,009	3,082,547,141
	₱29,309,583,974	₱873,793,288	₱–	₱3,850,768,240	₱34,034,145,502

	2020				
	Neither Past Due nor Impaired			Past Due or Individually Impaired	Total
	High Grade	Standard Grade	Substandard Grade		
Cash and cash equivalents* (Note 7)	₱18,804,864,803	₱–	₱–	₱–	₱18,804,864,803
Receivables (Note 10):					
Trade receivables	11,497,989,212	–	–	2,391,909,878	13,889,899,090
Due from related parties	904,339,493	–	–	–	904,339,493
Advances to officers and employees	17,707,080	97,685,845	–	51,446,907	166,839,832
Interest receivable	47,437,656	–	–	213,063	47,650,719
Non-trade and other receivables	460,186,419	479,220,083	–	1,030,348,518	1,969,755,020
	₱31,732,524,663	₱576,905,928	₱–	₱3,473,918,366	₱35,783,348,957

**Excludes cash on hand*

High grade cash and cash equivalents are short-term placements and working cash fund placed, invested, or deposited in foreign and local banks belonging to the top ten (10) banks, including an affiliated bank, in the Philippines in terms of resources and profitability.

Other high-grade accounts are accounts considered to be high value. The counterparties have a very remote likelihood of default and have consistently exhibited good paying habits.

Standard grade accounts are active accounts with minimal to regular instances of payment default, due to ordinary/common collection issues. These accounts are typically not impaired as the counterparties generally respond to credit actions and update their payments accordingly.

Substandard grade accounts are accounts which have probability of impairment based on historical trend. These accounts show propensity to default in payment despite regular follow-up actions and extended payment terms.

iv. Credit risk under general approach and simplified approach

	2021			
	General Approach			
	Stage 1	**Stage 2**	**Stage 3**	**Simplified Approach**
Cash and cash equivalents* (Note 7)	**₱16,890,570,373**	**₱–**	**₱–**	**₱–**
Receivables (Note 10):				
Trade receivables	–	–	–	**13,045,714.957**
Due from related parties	**845,491,218**	–	–	–
Advances to officers and employees	**108,959,450**	–	**19,646,682**	–
Interest receivable	**41,215,681**	–	–	–
Non-trade and other receivables	**2,043,168,132**	**850,055,315**	**189,323,694**	–
Total financial assets at amortized cost	**₱19,929,404,854**	**₱850,055,315**	**₱208,970,376**	**₱13,045,714.957**

**Excludes cash on hand*

	2020			
	General Approach			
	Stage 1	Stage 2	Stage 3	Simplified Approach
Cash and cash equivalents* (Note 7)	₱18,804,864,803	₱–	₱–	₱–
Receivables (Note 10):				
Trade receivables	–	–	–	13,889,899,090
Due from related parties	904,339,493	–	–	–
Advances to officers and employees	147,193,150	–	19,646,682	–
Interest receivable	47,650,719	–	–	–
Non-trade and other receivables	939,406,502	841,024,824	189,323,694	–
Total financial assets at amortized cost	₱20,843,454,667	₱841,024,824	₱208,970,376	₱13,889,899,090

**Excludes cash on hand*

v. Aging analysis

Set out below is the information about the credit risk exposure on the Group's receivables:

	2021					
		Past Due but Not Impaired				
	Current	**Less than 30 Days**	**30 to 60 Days**	**60 to 90 Days**	**Over 90 Days**	**Total**
Gross carrying amount of trade receivables	**₱10,284,293,935**	**₱2,137,568,404**	**₱72,232,646**	**₱198,433,105**	**₱353,186,867**	**₱13,045,714,957**
Expected credit losses	**₱–**	**₱–**	**₱–**	**₱–**	**₱168,171,421**	**₱168,171,421**

	2020					
		Past Due but Not Impaired				
	Current	Less than 30 Days	30 to 60 Days	60 to 90 Days	Over 90 Days	Total
Gross carrying amount of trade receivables	₱11,497,989,212	₱1,855,893,993	₱185,907,376	₱34,650,801	₱315,457,708	₱13,889,899,090
Expected credit losses	₱–	₱–	₱–	₱–	₱173,249,120	₱173,249,120

Liquidity risk
Liquidity risk is the risk of not being able to meet funding obligation such as the repayment of liabilities or payment of asset purchases as they fall due. The Group's liquidity management involves maintaining funding capacity to finance capital expenditures and service maturing debts, and to accommodate any fluctuations in asset and liability levels due to changes in the Group's business operations or unanticipated events created by customer behavior or capital and financial market

conditions. The Group maintains a level of cash and cash equivalents deemed sufficient to finance its operations. It also maintains a portfolio of highly marketable and diverse financial assets that assumed to be easily liquidated in the event of an unforeseen interruption of cash flow. The Group also has committed lines of credit that it can access to meet liquidity needs. As part of its liquidity risk management, the Group regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities. Fund raising activities may include obtaining bank loans and capital market issues both onshore and offshore.

Maturity Profile of Financial Liabilities
The tables below summarize the maturity profile of the Group's financial liabilities as of December 31, 2021 and 2020 based on the remaining undiscounted contractual cash flows.

	2021					
	On Demand	**1 to 3 Months**	**3 to 12 Months**	**1 to 5 Years**	**More than 5 years**	**Total**
Accounts payable and other accrued liabilities:						
Trade payables, accrued expenses and other payables*	**₱8,244,996,271**	**₱13,044,725,714**	**₱823,401,841**	**₱–**	**₱–**	**₱22,113,123,826**
Due to related parties	**202,541,860**	**–**	**–**	**–**	**–**	**202,541,860**
Short-term debts**	**–**	**7,813,804,441**	**–**	**–**	**–**	**7,813,804,441**
Trust receipts payable**	**–**	**8,115,264,493**	**–**	**–**	**–**	**8,115,264,493**
Lease liabilities**	**–**	**98,591,593**	**374,716,523**	**1,441,900,057**	**2,110,381,626**	**4,025,589,799**
	₱8,447,538,131	**₱29,072,386,241**	**₱1,198,118,364**	**₱1,441,900,057**	**₱2,110,381,626**	**₱42,270,324,419**

**Excludes statutory liabilities*
***Includes future interest*

	2020					
	On Demand	1 to 3 Months	3 to 12 Months	1 to 5 Years	More than 5 years	Total
Accounts payable and other accrued liabilities:						
Trade payables, accrued expenses and other payables*	₱10,152,273,623	₱13,442,772,930	₱674,819,862	₱–	₱–	₱24,269,866,415
Due to related parties	140,590,767	–	–	–	–	140,590,767
Short-term debts**	–	2,670,717,615	–	–	–	2,670,717,615
Trust receipts payable**	–	7,462,894,566	–	–	–	7,462,894,566
Long-term debts**	–	96,174,509	18,130,601,415	14,010,474,922	–	32,237,250,846
Lease liabilities**	–	210,054,450	619,746,712	2,961,540,951	6,069,158,735	9,860,500,848
	₱10,292,864,390	₱23,882,614,070	₱19,425,167,989	₱16,972,015,873	₱6,069,158,735	₱76,641,821,057

**Excludes statutory liabilities*
***Includes future interest*

Market risk
Market risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The three types of market risk are interest rate risk, foreign currency exchange risk and equity price risk.

Foreign currency risk
Foreign currency risk arises on financial instruments that are denominated in a foreign currency other than the functional currency in which they are measured.

The Group has transactional currency exposures. Such exposures arise from sales and purchases in currencies other than the entities' functional currency. For the years ended December 31, 2021, 2020, and 2019, approximately 19.0%, 18.8%, and 20.8% of the Group's total sales, respectively, are denominated in currencies other than the functional currency. In addition, 3.0% and 1.8% of the Group's debts are denominated in various currencies as of December 31, 2021 and 2020, respectively.

The Group estimates a reasonably possible change of +5.00 in the US Dollar to Philippine Peso exchange rate would have an impact of approximately ₱57.8 million and ₱241.3 million on income before income tax, and equity for the years ended December 31, 2021 and 2020, respectively. An equal change in the opposite direction would have decreased income before income tax by the same amount.

The impact of the range of reasonably possible changes in the exchange rates of the other currencies against the Philippine Peso on the Group's income before income tax as of December 31, 2021 and 2020 are not significant.

The exchange rates used to restate the US dollar-denominated financial assets and liabilities were ₱51.00 to US$1.00 and ₱48.02 to US$1.00 as of December 31, 2021 and 2020, respectively.

Equity price risk
Equity price risk is the risk that the fair values of equities will change as a result of changes in the levels of equity indices and the value of individual stocks.

The table below shows the effect on equity as a result of a change in the fair value of equity instruments held as financial assets at FVTPL investments due to reasonably possible changes in equity indices:

	2021		2020	
Changes in PSEi	**18.59%**	**-18.59%**	33.14%	(33.14%)
Change in trading gain (loss) at equity portfolio	**64,004,462**	**(64,004,462)**	134,257,159	(134,257,159)
As a percentage of the Parent Company's trading gain for the year	**(136.23%)**	**136.23%**	(8.67%)	8.67%

The Group's investment in golf shares designated as financial assets at FVOCI are susceptible to market price risk arising from uncertainties about future values of the investment security. The Group estimates an increase of 1.00% would have an impact of approximately ₱0.8 million on equity for the year ended December 31, 2021 and 2020. An equal change in the opposite direction would have decreased equity by the same amount.

Interest rate risk
The Group's exposure to market risk for changes in interest rates relates primarily to the subsidiaries' long-term debt obligations which are subject to floating rate. The Group's policy is to manage its interest cost using a mix of fixed and variable rate debt.

The following table show information about the Group's financial instruments that are exposed to interest rate risk and presented by maturity profile:

	2020								
	<1 year	>1-<2 years	>2-<3 years	>3-<4 years	>4-<5 years	Total	Total (in Philippine Peso)	Debt Issuance Costs (in Philippine Peso)	Carrying Value (in Philippine Peso)
Liabilities:									
Foreign currencies:									
Floating rate									
Australian Dollar loan	AU$488,118,042	AU$–	AU$–	AU$–	AU$–	AU$488,118,042	₱17,888,983,093	₱50,085,857	₱17,838,897,236
Interest rate: BBSY Bid+1.25%									
New Zealand Dollar loans	NZ$5,622,167	NZ$5,606,806	NZ$400,560,722	NZ$–	NZ$–	NZ$411,789,695	13,625,258,770	126,604,870	13,498,653,900
Interest rate: NZ BKBM+1.10%									
							₱31,514,241,863	₱176,690,727	₱31,337,551,136

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on the long-term debts. With all other variables held constant, the Group's income before tax is affected through the impact on floating rate borrowings, as follows:

	Change in basis points	Effect on income before tax
2020	+100	(₱315,142,417)
	-100	315,142,417

5. Fair Value Measurement

The following methods and assumptions were used to estimate the fair value of each asset and liability for which it is practicable to estimate such value:

Cash and cash equivalents, receivables (except amounts due from and due to related parties), accounts payable and other accrued liabilities, short-term debts and trust receipts payable
Carrying amounts approximate their fair values due to the relatively short-term maturities of these instruments.

Amounts due from and due to related parties
Carrying amounts of due from and due to related parties, which are payable and due on demand, approximate their fair values.

Financial assets at FVTPL, derivatives and financial assets at FVOCI
Fair values of quoted equity securities are based on quoted prices published in markets.

Biological assets
Biological assets are measured at their fair values less costs to sell. The fair values of Level 2 biological assets are determined based on current market prices of livestock of similar age, breed and genetic merit while Level 3 are determined based on adjusted commercial farmgate prices. Costs to sell include commissions to brokers and dealers, nonrefundable transfer taxes and duties. Costs to sell exclude transport and other costs necessary to get the biological assets to the market.

The Group has determined that the highest and best use of the sucklings and weanlings is finishers while for other biological assets is their current use.

Investment properties
Fair value of investment properties is based on market data (or direct sales comparison) approach. This approach relies on the comparison of recent sale transactions or offerings of similar properties which have occurred and/or offered with close proximity to the subject property.

The fair values of the Group's investment properties have been determined by appraisers in 2017, including independent external appraisers, on the basis of the recent sales of similar properties in the same areas as the investment properties and taking into account the economic conditions prevailing at the time of the valuations are made.

The Group has determined that the highest and best use of the property used for the land and building is its current use.

Long-term debts
The fair value of long-term debts are based on the discounted value of future cash flows (interests and principal) using market rates plus a certain spread.

Fair Value Measurement Hierarchy for Assets and Liabilities

	December 31, 2021				
	Carrying Value	**Level 1**	**Level 2**	**Level 3**	**Total Fair Value**
Assets measured at fair value					
Financial assets					
Financial assets at FVTPL (Note 8):					
Quoted equity securities	**₱513,705,225**	**₱513,705,225**	**₱–**	**₱–**	**₱513,705,225**
Financial assets at FVOCI					
Quoted equity securities (Note 17)	**157,703,381**	**–**	**157,703,381**	**–**	**157,703,381**
Deposits (Note 17)	**653,063,190**	**–**	**–**	**653,063,190**	**653,063,190**
	₱1,324,471,796	**₱513,705,225**	**₱157,703,381**	**₱653,063,190**	**₱1,324,471,796**
Non-financial assets					
Biological assets (Note 14)	**₱298,250,510**	**₱–**	**₱16,364,135**	**₱281,886,375**	**₱298,250,510**
Assets for which fair values are disclosed					
Investment properties (Note 17)	**₱26,750,788**	**₱–**	**₱–**	**₱324,572,000**	**₱324,572,000**

	December 31, 2020				
	Carrying Value	Level 1	Level 2	Level 3	Total Fair Value
Assets measured at fair value					
Financial assets					
Financial assets at FVTPL (Note 8):					
Quoted equity securities	₱426,510,677	₱426,510,677	₱–	₱–	₱426,510,677
Financial assets at FVOCI					
Quoted equity securities (Note 17)	75,400,000	–	75,400,000	–	75,400,000
Deposits (Note 17)	623,260,441	–	–	623,260,441	623,260,441
	₱1,125,171,118	₱426,510,677	₱75,400,000	₱623,260,441	₱1,125,171,118
Non-financial assets					
Biological assets (Note 14)	₱234,251,397	₱–	₱8,146,945	₱226,104,452	₱234,251,397
Assets for which fair values are disclosed					
Investment properties (Note 17)	₱29,962,148	₱–	₱–	₱324,572,000	₱324,572,000
Liabilities for which fair values are disclosed					
Derivative liability – call option	₱169,449,156	₱–	₱169,449,156	₱–	₱169,449,156
Long-term debts (Note 20)	31,337,551,136	–	–	31,499,768,092	31,499,768,092
	₱31,507,000,292	₱–	₱169,449,156	₱31,499,768,092	₱31,669,217,248

For the years ended December 31, 2021 and 2020, there were no transfers between Level 1 and Level 2 fair value measurements. Non-financial assets determined under Level 3 include investment properties and biological assets. No transfers between any level of the fair value hierarchy took place in the equivalent comparative period.

Descriptions of significant unobservable inputs to valuation of biological assets, investment properties, and deposits under level 3 of the fair value category follow:

Account	Valuation Technique	Significant Unobservable Inputs
Biological assets	Adjusted commercial farmgate prices	Commercial farmgate prices
Investment properties	Market data approach and cost approach	Price per square meter, size, shape, location, time element, replacement cost and depreciation for improvements
Deposits	Discounted cash flow method	Credit spread

Significant increases (decreases) in reasonable profit margin applied would result in a significantly higher (lower) fair value of the biological assets.

Significant unobservable inputs

Adjusted commercial farmgate prices	Fair value based on commercial farmgate prices, adjusted by considering the age, breed and genetic merit
Size	Size of lot in terms of area. Evaluate if the lot size of property or comparable conforms to the average cut of the lots in the area and estimate the impact of the lot size differences on land value.
Shape	Particular form or configuration of the lot. A highly irregular shape limits the usable area whereas an ideal lot configuration maximizes the usable area of the lot which is associated in designing an improvement which conforms with the highest and best use of the property.
Location	Location of comparative properties whether on a main road, or secondary road. Road width could also be a consideration if data is available. As a rule, properties located along a main road are superior to properties located along a secondary road.
Time element	An adjustment for market conditions is made if general property values have appreciated or depreciated since the transaction dates due to inflation or deflation or a change in investor's perceptions of the market over time. In which case, the current data is superior to historic data.
Replacement cost	Estimated amount of money needed to replace in like kind and in new condition an asset or group of assets, taking into consideration current prices of materials, labor, contractor's overhead, profit and fees, and all other attendant costs associated with its acquisition and installation in place without provision for overtime or bonuses for labor, and premiums for materials.
Depreciation	Depreciation as evidenced by the observed condition in comparison with new units of like kind tempered by consideration given to extent, character, and utility of the property which is to be continued in its present use as part of a going concern but without specific relations to earnings.
Credit spread	Determined by reference to internal data and used to arrive at a discount rate by adding to the risk free rate

6. **Business Segment Information**

The Group's operating segments are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group has four (4) reportable operating segments as follows:

- The branded consumer food products segment manufactures and distributes a diverse mix of salty snacks, chocolates, candies, biscuits, bakery products, beverages, instant noodles and pasta. This segment also includes the packaging division, which manufactures BOPP films primarily used in packaging; and its subsidiary, which manufactures flexible packaging materials for the packaging requirements of various branded food products. Its revenues are in their peak during the opening of classes in June and Christmas season.
- The agro-industrial products segment engages in hog and poultry farming, manufacturing and distribution of animal feeds, glucose and soya products, and production and distribution of animal health products. Its peak season is during summer and before Christmas season.
- The commodity food products segment engages in sugar milling and refining, and flour milling and pasta manufacturing and renewable energy. The peak season for sugar is during its crop season, which normally starts in November and ends in April while flour and pasta's peak season is before and during the Christmas season.
- The corporate business segment engages in bonds and securities investment and fund sourcing activities.

No operating segments have been aggregated to form the above reportable operating business segments.

Management monitors the operating results of business segments separately for the purpose of making decisions about resource allocation and performance assessment. The measure presented to manage segment performance is the segment operating income (loss). Segment operating income (loss) is based on the same accounting policies as consolidated operating income (loss) except that intersegment revenues are eliminated only at the consolidation level. Group financing (including finance costs and revenues), market valuation gain and loss, foreign exchange gains or losses, other revenues and expenses and income taxes are managed on a group basis and are not allocated to operating segments. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

The following tables present the financial information of each of the operating segments in accordance with PFRSs except for Earnings before interest, income taxes and depreciation/ amortization (EBITDA) and Earnings before interest and income taxes (EBIT) as of and for the years ended December 31, 2021, 2020, and 2019.

The Group's business segment information follows (amounts in thousands):

	As of and for the year ended December 31, 2021					
	Branded Consumer Food	Agro-Industrial	Commodity Food	Corporate Business	Eliminations	Total
Sale of Goods and Services						
Third party	₱83,522,784	₱11,482,607	₱21,949,397	₱–	₱–	₱116,954,788
Inter-segment	17,959,755	273	9,149,265	–	(27,109,293)	–
	₱101,482,539	₱11,482,880	₱31,098,872	₱–	₱(27,109,293)	₱116,954,788
Result						
Earnings before interest, income taxes and depreciation/amortization (EBITDA)	₱13,187,380	₱1,553,641	₱5,667,181	(₱1,928,931)	₱–	₱18,479,271
Depreciation and amortization (Note 27)	(3,789,211)	(388,834)	(1,315,956)	(268,875)	–	(5,762,876)
Earnings before interest and income tax (EBIT)	₱9,398,169	₱1,164,807	₱4,351,225	(2,197,806)	₱–	12,716,395
Finance revenue (Note 29)	₱197,998	₱854	₱954	₱55,566	₱–	255,372
Finance costs (Note 30)	₱(205,306)	(₱56,095)	(₱122,874)	(₱189,010)	₱–	(573,285)
Equity in net loss of joint ventures (Note 16)	₱–	₱–	₱–	(₱91,078)	₱–	(91,078)
Market valuation gain on financial assets and liabilities at FVTPL (Note 8)	₱–	₱–	₱–	₱87,195	₱–	87,195
Provision for credit and impairment losses (Notes 10, 11 and 13)	(₱549,736)	₱–	(₱22,483)	₱–	₱–	(572,219)
Other expenses*						2,721,599
Income before income tax						14,543,979
Provision for income tax (Note 32)						(1,578,671)
Net income from continuing operations						₱12,965,308
Net income from discontinued operations						11,280,572
Net income						24,245,880
Other Information						
Total assets	₱103,326,548	₱8,084,872	₱35,062,823	₱6,182,577	₱–	₱152,656,820
Total liabilities	₱24,258,362	₱3,124,311	₱7,686,846	₱7,819,567	₱–	₱42,889,086
Capital expenditures	₱7,776,376	₱562,972	₱4,434,208	₱426,136	₱–	₱13,199,692
Non-cash expenses other than depreciation and amortization:						
Impairment losses on:						
Receivables (Note 10)	(₱30,420)	₱–	₱–	₱–	₱–	(₱30,420)
Inventories (Note 11)	(87,540)	–	(21,628)	–	–	(109,168)
Property, plant and equipment (Note 13)	(431,776)	–	(855)	–	–	(432,631)
	(₱549,736)	₱–	(₱22,483)	₱–	₱–	(₱572,219)

**Includes net foreign exchange losses and other revenues (expenses)*

	As of and for the year ended December 31, 2020					
	Branded Consumer Food	Agro-Industrial	Commodity Food	Corporate Business	Eliminations	Total
Sale of Goods and Services						
Third party	₱83,587,980	₱11,858,467	₱17,715,338	₱–	₱–	₱113,161,785
Inter-segment	18,689,374	253	7,768,296	–	(26,457,923)	–
	₱102,277,354	₱11,858,720	₱25,483,634	₱–	(₱26,457,923)	₱113,161,785
Result						
Earnings before interest, income taxes and depreciation/amortization (EBITDA)	₱14,506,931	₱1,807,097	₱5,551,062	(₱1,811,446)	₱–	₱20,053,644
Depreciation and amortization (Note 27)	(4,297,985)	(432,522)	(1,188,026)	(238,664)	–	(6,157,197)
Earnings before interest and income tax (EBIT)	₱10,208,945	₱1,374,575	₱4,363,036	(₱2,050,110)	₱–	13,896,447
Finance revenue (Note 29)	₱207,981	₱138	₱1,537	₱113,984	₱–	323,640
Finance costs (Note 30)	(₱242,533)	(₱126,160)	(₱182,241)	(₱110,795)	₱–	(661,729)
Equity in net loss of joint ventures (Note 16)	(₱31,587)	₱–	₱–	(₱30,387)	₱–	(61,974)
Market valuation gain on financial assets and liabilities at FVTPL (Note 8)	₱124,602	₱–	₱–	₱11,637	₱–	136,239
Provision for credit and impairment losses (Note 10)	(₱32,583)	₱–	₱–	₱–	₱–	(32,583)
Other expenses*						(1,122,705)
Income before income tax						12,477,335
Provision for income tax (Note 32)						(1,973,205)
Net income from continuing operations						₱10,504,130
Net income from discontinued operations (Note 33)						1,120,473
Net income						₱11,624,603
Other Information						
Total assets	₱131,259,159	₱7,675,315	₱30,008,649	₱7,251,807	₱–	₱176,194,930
Total liabilities	₱65,823,953	₱4,120,282	₱5,680,809	₱2,785,724	₱–	₱78,410,768
Capital expenditures**	₱5,095,885	₱455,811	₱5,529,018	₱113,289	₱–	₱11,194,003
Non-cash expenses other than depreciation and amortization:						
Credit and impairment losses on receivables (Note 10)	(₱32,583)	₱–	₱–	₱–	₱–	(₱32,583)

**Includes net foreign exchange losses and other revenues (expenses)*
***Includes La Carlota and Roxol acquisition*

	As of and for the year ended December 31, 2019					
	Branded Consumer Food	Agro-Industrial	Commodity Food	Corporate Business	Eliminations	Total
Sale of Goods and Services						
Third party	₱86,114,970	₱13,138,215	₱15,150,032	₱–	₱–	₱114,403,217
Inter-segment	19,459,200	12,000	7,976,445	–	(27,457,470)	–
	₱105,574,170	₱13,150,215	₱23,126,477	₱–	(₱27,457,470)	₱114,403,217
Result						
Earnings before interest, income taxes and depreciation/amortization (EBITDA)	₱14,091,553	₱1,309,580	₱5,074,281	(₱1,624,396)	₱–	₱18,851,018
Depreciation and amortization (Note 27)	(4,337,677)	(422,106)	(1,100,122)	(248,004)	–	(6,107,909)
Earnings before interest and income tax (EBIT)	₱9,753,876	₱887,474	₱3,974,159	(₱1,872,400)	₱–	12,743,109
Finance revenue (Note 29)	₱162,042	₱162	₱1,205	₱122,442	₱–	285,851
Finance costs (Note 30)	(₱184,787)	(₱150,716)	(₱231,814)	(₱79,440)	₱–	(646,757)
Equity in net loss of joint ventures (Note 16)	(₱19,842)	₱–	₱–	(₱158,602)	₱–	(178,444)
Market valuation loss on financial assets and liabilities at FVTPL (Note 8)	₱–	₱–	₱–	(₱5,254)	₱–	(5,254)
Provision for credit and impairment losses (Notes 10, 11 and 15)	(₱2,211)	₱–	₱–	₱–	₱–	(2,211)
Other expenses*						(826,141)
Income before income tax						11,370,153
Provision for income tax (Note 32)						(1,619,982)
Net income from continuing operations						₱9,750,171
Net income from discontinued operations						364,513
Net income						₱10,114,684
Other Information						
Total assets	₱133,181,540	₱7,903,695	₱22,903,714	₱4,664,041	₱–	₱168,652,990
Total liabilities	₱58,847,775	₱4,498,489	₱6,626,024	₱3,496,200	₱–	₱73,468,488
Capital expenditures	₱6,538,448	₱699,550	₱1,713,010	₱37,684	₱–	₱8,988,692
Non-cash expenses other than depreciation and amortization:						
Credit and impairment losses on:						
Receivables (Note 10)	(₱2,208)	₱–	₱–	₱–	₱–	(₱2,208)
Inventories (Note 11)	(3)	–	–	–	–	(3)
	(₱2,211)	₱–	₱–	₱–	₱–	(₱2,211)

**Includes net foreign exchange losses and other revenues (expenses)*

Inter-segment Revenues
Inter-segment revenues are eliminated at the consolidation level.

Segment Results
Segment results pertain to the net income (loss) of each of the operating segments excluding the amounts of market valuation gains and losses on financial assets at FVTPL, foreign exchange gains and losses and other revenues and expenses which are not allocated to operating segments.

Segment Assets
Segment assets are resources owned by each of the operating segments excluding significant inter-segment transactions.

Segment Liabilities
Segment liabilities are obligations incurred by each of the operating segments excluding significant inter-segment transactions. The Group also reports to the chief operating decision maker the breakdown of the short-term and long-term debts of each of the operating segments.

Capital Expenditures
The components of capital expenditures reported to the chief operating decision maker are the additions to investment property and property plant and equipment during the period.

Geographic Information
The Group operates in the Philippines, Vietnam, Thailand, Myanmar, Indonesia, Malaysia, Singapore, China and Hong Kong. As of December 31, 2021, the Group has discontinued its operations in New Zealand and Australia.

The following table shows the distribution of the Group's consolidated revenues to external customers by geographical market, regardless of where the goods were produced:

	December 31, 2021	December 31, 2020	December 31, 2019
		(In Thousands)	
Domestic	**₱94,784,394**	₱91,931,417	₱92,016,612
Foreign	**22,170,394**	21,230,368	22,386,606
	₱116,954,788	₱113,161,785	₱114,403,218

The Group has no customer which contributes 10% or more of the consolidated revenues of the Group.

The table below shows the Group's carrying amounts of noncurrent assets per geographic location excluding noncurrent financial assets, deferred tax assets and pension assets:

	December 31, 2021	December 31, 2020
	(In Thousands)	
Domestic	**₱49,845,015**	₱43,366,429
Foreign	**34,871,770**	66,635,127
	₱84,716,785	₱110,001,556

7. Cash and Cash Equivalents

This account consists of:

	2021	2020
Cash on hand	**₱67,113,948**	₱60,527,659
Cash in banks (Note 35)	**9,802,213,040**	6,913,377,042
Short-term investments (Note 35)	**7,088,357,333**	11,891,487,761
	₱16,957,684,321	₱18,865,392,462

Cash in banks earn interest at the prevailing bank deposit rates. Short-term investments represent money market placements that are made for varying periods depending on the immediate cash requirements of the Group and earn interest ranging from 0.03% to 5.30%, 0.04% to 6.50%, and from 0.05% to 7.50% for foreign currency-denominated money market placements for the years ended December 31, 2021, 2020, and 2019, respectively. Peso-denominated money market placements, on the other hand, earn interest ranging from 0.50% to 0.74%, 0.12% to 0.60%, and from 2.48% to 3.20% for the years ended December 31, 2021, 2020, and 2019, respectively.

Interest earned on cash and cash equivalents amounted to ₱240.1 million, ₱278.1 million, and ₱311.5 million for the years ended December 31, 2021, 2020, and 2019, respectively (see Notes 29 and 33).

8. Financial Assets at Fair Value Through Profit or Loss

This account consists of investments held-for-trading amounting to ₱513.7 million and ₱426.5 million as of December 31, 2021 and 2020, respectively. Investments held-for-trading consist of quoted equity securities issued by certain domestic entities.

Market valuation changes on financial assets at fair value though profit or loss amounted to ₱87.2 million gain, ₱136.2 million gain and ₱5.3 million loss for the years ended December 31, 2021, 2020, and 2019, respectively.

The Group received dividends from its quoted equity securities amounting to ₱32.3 million, ₱64.6 million and ₱16.2 million for the years ended December 31, 2021, 2020, and 2019, respectively (see Note 29).

9. Derivative Financial Instruments

Derivative designated as accounting hedge

Currency Option

As part of its asset and liability management, the Group uses derivatives, particularly currency option, as cash flow hedges in order to reduce its exposure to market risks.

The Group entered into currency options with a total notional amount of NZ$28.2 million and initial fair value of ₱7.5 million. The Group recognized unrealized loss amounting to ₱19.1 million and ₱4.6 million for the years ended December 31, 2020 and 2019 (see Note 33). The Group made a settlement of ₱4.6 million in 2019 for the related derivatives. The Group's currency options have negative fair value of ₱44.3 million as of December 31, 2020 recorded under 'Accounts payable and other accrued liabilities' (see Note 19).

In October 2021, the option was transferred to Intersnack upon divestment (see Note 33).

Derivative not designated as accounting hedge

Call Option
As part of change in ownership of URC Oceania Group, Intersnack was also given an option to acquire an additional 9% equity share in UHC. The call option has a fair value of ₱169.4 million as of December 31, 2020 recorded under 'Accounts payable and other accrued liabilities' (see Note 19).

In October 2021, Intersnack exercised the call option to acquire an additional equity share in UHC (see Note 33).

10. **Receivables**

This account consists of:

	2021	2020
Trade receivables (Note 35)	**₱13,045,714,957**	₱13,889,899,090
Non-trade receivables	**1,944,264,924**	1,322,631,386
Due from related parties (Note 35)	**845,491,218**	904,339,493
Advances to officers and employees	**128,606,132**	166,839,832
Interest receivable (Note 35)	**41,215,681**	47,650,719
Others	**1,138,282,217**	647,123,634
	17,143,575,129	16,978,484,154
Less allowance for credit losses	**377,148,797**	382,219,496
	₱16,766,426,332	₱16,596,264,658

Allowance for Expected Credit Losses (ECLs) on Receivables
Changes in allowance for impairment losses on receivables follow:

	2021			
	Individual Assessment		**Collective Assessment**	
	Trade Receivables	**Other Receivables**	**Trade Receivables**	**Total**
Balances at beginning of the period	**₱154,108,593**	**₱208,970,376**	**₱19,140,527**	**₱382,219,496**
Provision for credit losses	**30,419,962**	**–**	**–**	**30,419,962**
Derecognition/others	**(35,490,661)**	**–**	**–**	**(35,490,661)**
Balances at end of the period	**₱149,037,894**	**₱208,970,376**	**₱19,140,527**	**₱377,148,797**

	2020			
	Individual Assessment		Collective Assessment	
	Trade Receivables	Other Receivables	Trade Receivables	Total
Balances at beginning of the period	₱120,938,630	₱208,970,376	₱19,140,527	₱349,049,533
Provision for credit losses	32,583,003	–	–	32,583,003
Others	586,960	–	–	586,960
Balances at end of the period	₱154,108,593	₱208,970,376	₱19,140,527	₱382,219,496

Allowance for ECLs on other receivables includes credit losses on nontrade receivables, advances to officers and employees and other receivables. Allowance for ECLs on advances to officers and employees amounted to ₱19.6 million as of December 31, 2021 and 2020. Allowance for credit losses on nontrade and other receivables amounted to ₱189.3 million as of December 31, 2021 and 2020.

Non-trade and other receivables are noninterest-bearing and are due and demandable.

Others include claims for insurance amounting to ₱636.9 million and ₱176.0 million as of December 31, 2021 and 2020, respectively.

11. Inventories

This account consists of inventories at net realizable value as follows:

	2021	2020
Raw materials	**₱12,704,439,964**	₱9,897,605,874
Finished goods	**6,530,968,891**	7,424,416,487
Spare parts and supplies	**5,699,226,803**	5,201,919,622
Containers and packaging materials	**1,987,694,188**	2,147,554,861
Goods in-process	**1,524,658,017**	1,582,834,023
	₱28,446,987,863	₱26,254,330,867

Under the terms of the agreements covering interest-bearing liabilities under trust receipts totaling ₱8.1 billion and ₱7.5 billion as of December 31, 2021 and 2020, respectively, certain inventories which approximate the trust receipts payable have been released to the Group under trust receipt agreements with the banks. The Group is accountable to these banks for the trusteed merchandise. Interest expense from trust receipts payable amounted to ₱176.3 million, ₱304.2 million and ₱371.6 million for the years ended December 31, 2021, 2020, and 2019, respectively (see Note 30).

Inventory obsolescence included in ‘Cost of sales’ amounted to ₱798.9 million, ₱782.3 million, and ₱573.1 million for the years ended December 31, 2021, 2020, and 2019, respectively.

The Group wrote down in full the cost of inventories amounting to ₱109.2 million for the year ended December 31, 2021.

12. Other Current Assets

This account consists of:

	2021	2020
Input VAT	**₱1,602,847,744**	₱1,046,626,946
Advances to suppliers	**1,598,974,514**	1,093,626,488
Prepaid taxes	**254,104,723**	236,532,712
Prepaid insurance	**160,231,482**	251,223,732
Prepaid rent	**51,417,673**	47,274,474
Others	**850,278,437**	645,136,040
	₱4,517,854,573	₱3,320,420,392

Advances to suppliers are generally applied to purchase of inventories and availment of services within the next financial year.

Prepaid rent pertains to short-term leases of the Group that are paid in advance. Prepaid rent, taxes, and insurance are normally utilized within the next financial year.

Others include prepayments of advertising, office supplies and income tax credits that can be applied in the following quarter against the corporate income tax due or can be claimed as tax refund (whichever as applicable).

13. **Property, Plant and Equipment**

The rollforward of this account follows:

	As of and for the year ended December 31, 2021				
	Land	Land Improvements	Buildings and Improvements	Machinery and Equipment	Sub-total
Cost					
Balance at beginning of year	₱5,447,922,338	₱2,400,409,527	₱20,733,572,114	₱82,836,608,411	₱111,418,512,390
Additions	2,728,248,821	122,019,277	2,281,550,438	6,240,374,432	11,372,192,968
Additions from acquisition of subsidiaries (Note 15)	157,270,576	–	685,144,291	2,847,961,888	3,690,376,755
Divestment of business (Note 33)	(1,512,902,494)	(104,249,083)	(4,099,446,242)	(10,457,586,250)	(16,174,184,069)
Disposals, reclassifications and other adjustments	(60,322,913)	(96,575,991)	(116,971,884)	(1,157,588,143)	(1,431,458,931)
Balance at end of year	6,760,216,328	2,321,603,730	19,483,848,717	80,309,770,338	108,875,439,113
Accumulated Depreciation and Amortization					
Balance at beginning of year	–	892,863,171	10,326,034,563	58,257,627,619	69,476,525,353
Depreciation and amortization (Note 27)	–	79,719,042	1,127,571,956	4,313,316,748	5,520,607,746
Additions from acquisition of subsidiaries (Note 15)	–	–	154,184,417	1,545,514,228	1,699,698,645
Divestment of business (Note 33)	–	(41,823,247)	(1,835,921,536)	(6,811,758,947)	(8,689,503,730)
Disposals, reclassifications and other adjustments	–	(27,165,200)	(20,538,366)	(701,352,878)	(749,056,444)
Balance at end of year	–	903,593,766	9,751,331,034	56,603,346,770	67,258,271,570
Net Book Value	₱6,760,216,328	₱1,418,009,964	₱9,732,517,683	₱23,706,423,568	₱41,617,167,543

	As of and for the year ended December 31, 2021				
	Transportation Equipment	Furniture, Fixtures and Equipment	Construction In-progress	Equipment In-transit	Total
Cost					
Balance at beginning of year	₱2,883,773,873	₱5,999,183,439	₱10,708,482,533	₱4,915,650,424	₱135,925,602,659
Additions	368,947,697	446,414,898	710,257,950	301,878,587	13,199,692,100
Additions from acquisition of subsidiaries (Note 15)	39,884,960	129,606,040	8,978,069	–	3,868,845,824
Divestment of business (Note 33)	(673,055)	(733,629,064)	(3,296,678,447)	–	(20,205,164,635)
Disposals, reclassifications and other adjustments	(95,134,744)	(40,381,188)	(482,913,498)	(80,841,014)	(2,130,729,375)
Balance at end of the year	3,196,798,731	5,801,194,125	7,648,126,607	5,136,687,997	130,658,246,573
Accumulated Depreciation and Amortization					
Balance at beginning of year	2,482,612,560	4,976,851,703	–	–	76,935,989,616
Depreciation and amortization (Note 27)	161,680,481	466,426,459	–	–	6,148,714,686
Additions from acquisition of subsidiaries (Note 15)	30,570,565	91,656,426	–	–	1,821,925,636
Divestment of business (Note 33)	(467,535)	(610,046,890)	–	–	(9,300,018,155)
Disposals, reclassifications and other adjustments	(54,805,417)	(25,862,110)	–	–	(829,723,971)
Balance at end of year	2,619,590,654	4,899,025,588	–	–	74,776,887,812
Net Book Value	₱577,208,077	₱902,168,537	₱7,648,126,607	₱5,136,687,997	₱55,881,358,761

	As of and for the year ended December 31, 2020				
	Land	Land Improvements	Buildings and Improvements	Machinery and Equipment	Sub-total
Cost					
Balance at beginning of year	₱3,772,683,438	₱2,397,316,246	₱19,861,579,349	₱77,735,766,070	₱103,767,345,103
Additions	1,739,997,215	57,342,583	1,095,784,151	5,797,613,068	8,690,737,017
Disposals, reclassifications and other adjustments (Note 19)	(64,758,315)	(54,249,302)	(223,791,386)	(696,770,727)	(1,039,569,730)
Balance at end of year	5,447,922,338	2,400,409,527	20,733,572,114	82,836,608,411	111,418,512,390
Accumulated Depreciation and Amortization					
Balance at beginning of year	–	824,340,805	9,522,920,468	54,491,657,365	64,838,918,638
Depreciation and amortization (Note 27)	–	75,797,528	869,927,406	4,753,967,914	5,699,692,848
Disposals, reclassifications and other adjustments (Note 19)	–	(7,275,162)	(66,813,311)	(987,997,660)	(1,062,086,133)
Balance at end of year	–	892,863,171	10,326,034,563	58,257,627,619	69,476,525,353
Net Book Value	₱5,447,922,338	₱1,507,546,356	₱10,407,537,551	₱24,578,980,792	₱41,941,987,037

	As of and for the year ended December 31, 2020				
	Transportation Equipment	Furniture, Fixtures and Equipment	Construction In-progress	Equipment In-transit	Total
Cost					
Balance at beginning of year	₱2,768,660,001	₱5,792,641,093	₱9,117,139,747	₱5,014,136,348	₱126,459,922,292
Additions	122,849,528	440,349,250	1,846,318,199	93,748,991	11,194,002,985
Disposals, reclassifications and other adjustments (Note 19)	(7,735,656)	(233,806,904)	(254,975,413)	(192,234,915)	(1,728,322,618)
Balance at end of the year	2,883,773,873	5,999,183,439	10,708,482,533	4,915,650,424	135,925,602,659
Accumulated Depreciation and Amortization					
Balance at beginning of year	2,280,164,254	4,714,429,686	–	–	71,833,512,578
Depreciation and amortization (Note 27)	213,594,013	552,473,986	–	–	6,465,760,847
Disposals, reclassifications and other adjustments (Note 19)	(11,145,707)	(290,051,969)	–	–	(1,363,283,809)
Balance at end of year	2,482,612,560	4,976,851,703	–	–	76,935,989,616
Net Book Value	₱401,161,313	₱1,022,331,736	₱10,708,482,533	₱4,915,650,424	₱58,989,613,043

In May 2021, CFC Corporation executed a Memorandum of Agreement and Deed of Absolute Sale with a related party, selling its parcel of land costing ₱8.0 million at ₱3.1 billion selling price, net of ₱132.9 million unamortized discounts on longterm receivable (see Note 17). Gain on disposal attributable to sale amounted to ₱3.1 billion, which was recognized under 'Other income (losses) - net' in the consolidated statements of income.

In January 2021, the Parent Company executed a Memorandum of Agreement and Deed of Absolute Sale with a third party for the sale of its Tolong millsite with a selling price amounting to ₱1.2 billion. Gain on disposal attributable to sale amounted to ₱18.9 million, which was recognized under 'Other income (losses) - net' in the consolidated statements of income.

Acquisition of CACI Sugar Mill, RBC Bioethanol Plant and NAVI Shares
The Parent Company entered into an agreement with Roxas Holdings inc. (RHI), together with its wholly-owned subsidiaries, Central Azucarera de la Carlota, Inc. (CACI) and Roxol Bioenergy Corporation (RBC) for the acquisition of sugar mill and bio-ethanol plant located in La Carlota City, Negros Occidental and shares held by RHI in NAVI.

On September 30, 2020, the Parent Company and RHI proceeded to close the sale transaction, with the signing and delivery of the definitive sales agreements as well as performance of all conditions necessary for the closing of the transaction. The Group recognized property, plant and equipment amounting to ₱4.4 billion from the purchase transaction.

<u>Borrowing Costs</u>
For the years ended December 31, 2021, 2020, and 2019, no borrowing costs have been incurred related to property, plant and equipment under construction.

<u>Depreciation</u>
The breakdown of consolidated depreciation and amortization of property, plant and equipment follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Cost of sales (Note 24)	**₱4,701,076,968**	₱5,065,316,620	₱5,050,952,115
Selling and distribution costs (Note 25)	**95,725,887**	103,303,438	174,609,456
General and administrative expenses (Note 26)	**526,676,490**	471,759,428	389,918,008
Discontinued operations (Note 33)	**825,235,341**	825,381,361	824,923,268
	₱6,148,714,686	₱6,465,760,847	₱6,440,402,847

<u>Impairment Losses</u>
In 2021, the Group recognized impairment losses on property, plant and equipment amounting to ₱432.6 million. The assets written-off pertain to (a) property and equipment on non-operational plants, (b) idle production line and (c) office space leasehold improvements and furniture and fixtures.

<u>Collateral</u>
As of December 31, 2021 and 2020, the Group has no property and equipment that are pledged as collateral.

14. **Biological Assets**

Total biological assets shown in the consolidated statements of financial position follow:

	2021	2020
Current portion	**₱132,144,916**	₱99,919,468
Noncurrent portion	**166,105,594**	134,331,929
	₱298,250,510	₱234,251,397

These biological assets consist of:

	2021	2020
Swine livestock		
Commercial	**₱62,326,102**	₱74,123,306
Breeder	**74,194,347**	42,920,185
Poultry livestock		
Commercial	**69,818,814**	25,796,162
Breeder	**91,911,247**	91,411,744
	₱298,250,510	₱234,251,397

The rollforward analysis of this account follows:

	2021	2020
Balances at beginning of year	**₱234,251,397**	₱957,563,597
Additions	**549,756,538**	1,756,709,312
Disposals	**(488,307,581)**	(1,966,488,386)
Write-down	**–**	(550,573,074)
Gain arising from changes in fair value less estimated costs to sell	**2,550,156**	37,039,948
Balances at end of year	**₱298,250,510**	₱234,251,397

The Group has 11,469 and 21,142 heads of swine livestock and 944,600 and 589,315 heads of poultry livestock as of December 31, 2021 and 2020, respectively.

15. **Goodwill and Intangible Assets**

The movement of the goodwill is as follows :

	December 31, 2021	December 31, 2020
Cost		
Balance at beginning of year	**₱31,460,215,108**	₱31,460,215,108
Acquisition of subsidiaries	**20,372,536,451**	–
Disposals	**(30,295,309,039)**	–
Balance at end of year	**21,537,442,520**	31,460,215,108
Accumulated Amortization and Impairment Losses		
Balance at beginning and end of year	**265,719,291**	265,719,291
Net Book Value	**₱21,271,723,229**	₱31,194,495,817

The composition of the Group's goodwill is as follows:

	December 31, 2021	December 31, 2020
Acquisition of Crunchy Foods Sdn. Bhd. in December 2021	**₱20,483,478,005**	₱–
The excess of the acquisition cost over the fair values of the net assets acquired by UABCL in 2000	**775,835,598**	775,835,598
Acquisition of Balayan Sugar Mill in February 2016	**12,409,626**	12,409,626
Acquisition of URC NZ HoldCo in November 2014	–	13,913,396,261
Acquisition of CSPL in September 2016	–	16,492,854,332
	₱21,271,723,229	₱31,194,495,817

Acquisition of Crunchy Foods Sdn. Bhd.
On December 15, 2021, the Group acquired from Crunchy Limited 100% of the shares of Crunchy Foods Sdn. Bhd. (Crunchy Foods), a non-listed company based in Malaysia. Crunchy Foods fully owns Munchy Food Industries Sdn Bhd (MFI) and its subsidiary Munchworld Marketing Sdn Bhd (MWM) (collectively, the Munchy's Group). They operate under the trade name Munchy's, which is one of the major biscuit brands in Malaysia. The Group acquired Crunchy Foods to gain market leadership in Malaysia in the biscuit segment, which is consistent with the Group's overall purpose. The Munchy's Group is also expected to create synergies with URC Malaysia.

Purchase consideration
The purchase consideration was determined to be RM2.07 billion (₱24.6 billion), which was paid in cash by URC Malaysia to Crunchy Limited in exchange for 683,964,000 ordinary shares (100% of the equity) of Crunchy Foods.

Assets acquired and liabilities assumed
As of December 31, 2021, the purchase price allocation relating to the Group's acquisition of Munchy's Group has been prepared on a preliminary basis, using available information as of acquisition date. The provisional fair values of the net assets acquired as of date of acquisition are based on net book values of identifiable assets and liabilities including certain adjustments since the Group does not yet have complete information about their acquisition-date fair values. The Group is currently finalizing the purchase price allocation, which could result to adjustments to the values of the assets and liabilities listed below (except cash), due to changes in information about facts and circumstances about them that existed as of acquisition date but which are not yet known to the Group. The purchase price allocation will include independent valuation of these assets and liabilities, as well as the identification of other assets or liabilities that have not yet been known to Group but which already existed as of acquisition date. The difference between the total consideration and net assets amounting to ₱19.9 billion was initially allocated to goodwill. The preliminary allocation is subject to revision to reflect the final determination of fair values. The preliminary accounting will be completed based on further valuations and studies carried out within 12 months from acquisition date.

The provisional fair values of the identifiable assets and liabilities of Munchy's at the date of acquisition follow:

Purchase consideration transferred	₱24,586,990,326
Fair value of identifiable assets	
Cash and cash equivalents	1,733,890,589
Receivables	762,764,213
Inventories	519,197,774
Property, plant and equipment (Note 13)	1,863,711,802
Right-of-use assets	1,635,322
Brands	1,306,573,017
Intangible assets	1,455,163
Other current assets	94,893,542
Total assets	6,284,121,422
Fair value of identifiable liabilities	
Accounts payable and other accrued liabilities	1,206,202,247
Deferred tax liabilities	400,250,806
Lease liability	1,658,574
Total liabilities	1,608,111,627
Total fair value of identifiable net assets	4,676,009,795
Goodwill	₱19,910,980,531

The goodwill of ₱19.9 billion comprise the value of expected synergies arising from the acquisition. Goodwill and these intangible assets are allocated entirely to the operations of the Munchy's brands. None of the goodwill is expected to be deductible for income tax purposes.

If the business combination had taken place at the beginning of the year, net sales and net income from the continuing operations of the Group would have been ₱121.9 billion and ₱13.3 billion, respectively.

The composition and movements of intangible assets follow:

	As of and for the year ended December 31, 2021					
	Trademarks/ Brands	**Product Formulation**	**Software Costs**	**Customer Relationship**	**Other Intangibles**	**Total**
Cost						
Balances at beginning of period	**₱9,564,461,252**	**₱425,000,000**	**₱57,178,789**	**₱2,201,281,173**	**₱–**	**₱12,247,921,214**
Additions	**10,959,942**	–	–	–	–	**10,959,942**
Additions from acquisiton of subsidiaries	**1,306,573,017**	–	–	–	**1,455,163**	**1,308,028,180**
Disposal/others	**(9,286,328,919)**	–	**(57,178,789)**	**(2,201,281,173)**	**41,840**	**(11,544,747,041)**
	1,595,665,292	**425,000,000**	–	–	**1,497,003**	**2,022,162,295**
Accumulated Amortization and Impairment Losses						
Balances at beginning of period	**201,524,581**	–	**50,763,051**	**395,790,362**	–	**648,077,994**
Amortization during the period (Note 27)	–	–	**4,637,606**	**62,553,846**	–	**67,191,452**
Disposal/others	–	–	**(55,400,657)**	**(458,344,208)**	–	**(513,744,865)**
	201,524,581	–	–	–	–	**201,524,581**
Net Book Value at End of Year	**₱1,394,140,711**	**₱425,000,000**	**₱–**	**₱–**	**₱1,497,003**	**₱1,820,637,714**

	As of and for the year ended December 31, 2020				
	Trademarks/ Brands	Product Formulation	Software Costs	Customer Relationship	Total
Cost					
Balances at beginning of period	₱9,564,461,252	₱425,000,000	₱64,694,751	₱2,201,281,173	₱12,255,437,176
Disposal/others	–	–	(7,515,962)	–	(7,515,962)
	9,564,461,252	425,000,000	57,178,789	2,201,281,173	12,247,921,214
Accumulated Amortization and Impairment Losses					
Balances at beginning of period	201,524,581	–	44,669,404	336,114,666	582,308,651
Amortization from discontinued operations (Note 33)	–	–	24,735,801	69,251,299	93,987,100
Disposal/others	–	–	(18,642,154)	(9,575,603)	(28,217,757)
	201,524,581	–	50,763,051	395,790,362	648,077,994
Net Book Value at End of Year	₱9,362,936,671	₱425,000,000	₱6,415,738	₱1,805,490,811	₱11,599,843,220

Trademarks and product formulation were acquired from General Milling Corporation in 2008.

Total intangible assets acquired from the acquisition of CSPL and URC NZ HoldCo in 2016 and 2014 were composed of brands of ₱9.3 billion, customer relationships of ₱2.2 billion and software costs of ₱56.3 million.

The Group performed its annual impairment test on its goodwill and other intangible assets with indefinite useful lives as of December 31, 2021 and 2020. In 2021 and 2020, the recoverable amounts of goodwill and other intangible assets were determined based on value in use calculations.

Value in use calculations used cash flow projections from financial budgets approved by management covering a five-year period. The pre-tax discount rates applied to cash flow projections range from 8.57% to 12.58% and 9.03% to 14.52% for the years ended December 31, 2021 and 2020, respectively. The following assumptions were also used in computing value in use:

Growth rate estimates - growth rates include revenue growth and terminal growth rates that are based on experiences and strategies developed for the various subsidiaries. The prospect for the industry was also considered in estimating the growth rates. Growth rates used in computing the projected future cash flows ranged from 3.90% to 6.10% and 2.00% to 6.60% as of December 31, 2021 and 2020, respectively.

Discount rates - discount rates were estimated based on the industry weighted average cost of capital, which includes the cost of equity and debt after considering the gearing ratio.

Management believes that no reasonably possible changes in any of the above key assumptions would cause the carrying values of goodwill and intangible assets arising from the Group's acquisitions to materially exceed their recoverable amounts.

16. **Investments in Joint Ventures**

The rollforward analysis of this account follows:

	2021	2020
Acquisition Cost		
Balance at beginning of year	**₱1,203,555,432**	₱1,203,555,432
Additional investments	**100,000,000**	–
Reclassification to Investment in Subsidiary due to gain of control	**(275,293,070)**	–
Balance at end of year	**1,028,262,362**	1,203,555,432
Accumulated Equity in Net Losses		
Balance at beginning of year	**(812,041,712)**	(781,654,671)
Equity in net losses from continuing operations	**(91,077,671)**	(61,973,952)
Equity in net income from discontinued operations (Note 33)	–	31,586,911
Reclassification to Investment in Subsidiary due to gain of control	**(69,084,800)**	–
Balance at end of year	**(972,204,183)**	(812,041,712)
Cumulative Translation Adjustments	**(829,958)**	(5,019,201)
Net Book Value at End of Year	**₱55,228,221**	₱386,494,519

Proper Snack Foods Ltd.
On June 30, 2017, Griffin's purchased 50.1% of the shares in Proper Snack Foods Ltd. (PSFL) for approximately NZ$7.8 million (₱275.3 million), which includes deferred consideration amounting to NZ$1.5 million (₱51.5 million) recorded under 'Accounts payable and other accrued liabilities' in the consolidated statements of financial position.

In January 2021, the Shareholders' Agreement was amended that resulted to Griffin's gaining ultimate control of the Board with no change in equity interest, which is still at 50.1%. No consideration was paid for the transaction and PSFL net assets at the time of business combination amounted to US$4.6 million (₱226.0 million).

Goodwill and non-controlling interest arising from the business combination based on provisional values amounted to ₱461.6 million and ₱341.3 million, respectively. The accounting for the transaction will be completed based on further valuation and studies carried out within twelve months from the completion date. The net balance of investment in joint venture related to PSFL as of this date was ₱344.4 million.

Vitasoy-URC, Inc.
On October 4, 2016, the Parent Company entered into a joint venture agreement with Vita International Holdings Limited, a corporation duly organized in Hong Kong to form Vitasoy - URC (VURCI), a corporation duly incorporated and organized in the Philippines to manufacture and distribute food products under the "Vitasoy" brand name, which is under exclusive license to VURCI in the Philippines.

Danone Universal Robina Beverages, Inc.
On May 23, 2014, the Parent Company entered into a joint venture agreement with Danone Asia Holdings Pte. Ltd., a corporation duly organized in the Republic of Singapore to form Danone Universal Robina Beverages, Inc. (DURBI), a corporation duly incorporated and organized in the Philippines to manufacture and distribute food products under the "B'lue" brand name, which is under exclusive license to DURBI in the Philippines.

On April 19, 2021, the Parent Company made additional subscriptions to the unissued authorized capital stock of DURBI consisting of 5,000,000 common shares for a total cost of ₱100.0 million.

Calbee-URC Malaysia
On August 23, 2017, URC Malaysia entered into a joint venture agreement with Calbee, Inc., a corporation duly organized in Japan to form Calbee-URC Malaysia Sdn Bhd (CURM), a corporation registered with the Companies Commission of Malaysia organized to manufacture savoury snack products.

As of December 31, 2021 and 2020, the Parent Company has the following percentage of ownership of shares in its joint ventures and its related equity in the net assets as summarized below:

	Place of Business	Percentage of Ownership 2021	2020
VURCI	Philippines	50.00	50.00
DURBI	-do-	50.00	50.00
CURM	Malaysia	50.00	50.00
PSFL	New Zealand	nil	50.10

Summarized financial information in respect of the Group's joint ventures as of December 31, 2021 and 2020 are presented below (in thousands).

	CURM		DURBI		VURCI		PSFL	
	2021	2020	**2021**	2020	**2021**	2020	**2021**	2020
Revenue	**₱391,634**	₱395,629	**₱354,269**	₱420,497	**₱226,043**	₱266,226	**₱–**	₱581,349
Costs and expenses	**24,680**	25,810	**524,521**	604,555	**588,380**	592,361	–	518,700
Net income (loss)	**17,244**	32,509	**(170,252)**	(184,059)	**(362,337)**	(326,136)	–	63,174
Current assets	**₱129,069**	₱118,426	**₱412,793**	₱381,449	**₱326,103**	₱500,086	–	₱200,555
Noncurrent assets	**33,202**	24,722	**8,695**	16,006	**654,572**	739,224	–	600,764
Current liabilities	**45,362**	52,408	**837,376**	838,961	**638,369**	707,763	–	80,169
Noncurrent liabilities	–	–	**5,510**	6,861	**777,708**	607,333	–	40,263
Equity	**₱116,908**	₱90,740	**(₱421,398)**	(₱448,367)	**(₱435,402)**	(₱75,786)	–	₱680,887
Group share in equity	**₱55,228**	₱45,370	**₱–**	₱–	**₱–**	₱–	–	₱341,124
Carrying amount of investment	**₱55,228**	₱45,370	**₱–**	₱–	**₱–**	₱–	–	₱341,124

The summarized financial information presented above represents amounts shown in the joint ventures' financial statements prepared in accordance with PFRSs.

The joint venture companies are private companies and there are no quoted prices available for their shares.

No dividends were declared and received for the years ended December 31, 2021 and 2020.

As of December 31, 2021 and 2020, there were no agreements entered into by the joint ventures that may restrict dividends and other capital distributions to be paid, or loans and advances to be made or repaid to or from the Group. In addition, the Group has no share on commitments and contingencies of its joint ventures.

17. Other Noncurrent Assets

This account consists of:

	2021	2020
Input VAT	**₱717,122,717**	₱768,562,753
Deposits	**653,063,190**	623,260,441
Financial assets at FVOCI	**157,703,381**	75,400,000
Investment properties	**26,750,788**	29,962,148
Others	**1,909,627,545**	259,012,119
	₱3,464,267,621	₱1,756,197,461

Input VAT
Input tax pertains to VAT from purchases and/or importations of various parts, supplies, equipment, machineries and or capital goods, which will be claimed as credit against output tax liabilities in a manner prescribed by pertinent revenue regulations.

Deposits
The Group's deposits pertain to the installation of power and water meters, returnable containers and security deposits for operating leases of plants, warehouses and office buildings. The security deposits are recoverable from the lessors at the end of the lease terms, which range from 2 to 30 years.

Financial Assets at FVOCI
As of December 31, 2021 and 2020, financial assets at FVOCI consists of equity securities with the following movement:

	2021	2020
Balance at beginning of year	**₱75,400,000**	₱76,290,000
Additions	**76,473,381**	–
Disposal	**(630,000)**	–
Changes in fair value during the year	**5,830,000**	(890,000)
Balance at end of year	**₱157,703,381**	₱75,400,000

Fair value changes of financial assets at FVOCI are presented as components of 'Other comprehensive income' in Equity (see Note 23).

Investment Properties
The rollforward analysis of investment properties follows:

	2021	2020
Cost		
Balance at beginning and end of year	**₱94,554,666**	₱94,554,666
Accumulated depreciation		
Balance at beginning of year	**64,592,518**	61,381,154
Depreciation (Note 27)	**3,211,360**	3,211,364
Balance at end of year	**67,803,878**	64,592,518
Net book value at end of year	**₱26,750,788**	₱29,962,148

The investment properties consist of buildings and building improvements which are leased out to related and third parties (see Notes 35 and 37).

Total rental income earned from investment properties included under 'Other income (losses) - net' in the consolidated statements of income amounted to ₱81.4 million, ₱69.0 million, and ₱112.4 million for years ended December 31, 2021, 2020, and 2019, respectively.

Direct operating expenses (included under 'General and administrative expenses' in the consolidated statements of income) arising from investment properties amounted to ₱0.8 million for each of the years ended December 31, 2021, 2020, and 2019.

Collateral
As of December 31, 2021 and 2020, the Group has no investment properties that are pledged as collateral.

Others
Others include noncurrent receivable from an affiliate amounting to ₱1.6 billion as of December 31, 2021 and noncurrent advances to suppliers and deferred charges. Annual payments will be received until 2024.

18. Short-term Debts

This account consists of:

	2021	2020
Peso-denominated loan - unsecured with interest of 2.00% for the year ended December 31, 2021 and interest ranging from 2.80% to 2.95% for the year ended December 31, 2020	**₱6,500,000,000**	₱1,000,000,000
Thai Baht-denominated loans - unsecured with interest ranging from from 1.30% to 1.62% for the years ended December 31, 2021 and 2020	**1,308,029,451**	1,365,399,032
Malaysian Ringgit-denominated loan - unsecured with interest at 3.20% for the year ended December 31, 2020	–	303,391,164
	₱7,808,029,451	₱2,668,790,196

Accrued interest payable on the Group's short-term debts (included under 'Accounts payable and other accrued liabilities' in the consolidated statements of financial position) amounted to ₱9.6 million and ₱2.9 million as of December 31, 2021 and 2020, respectively. Interest expense from the short-term debts amounted to ₱156.8 million, ₱82.8 million and ₱93.9 million for the years ended December 31, 2021, 2020, and 2019, respectively (see Note 30).

19. Accounts Payable and Other Accrued Liabilities

This account consists of:

	2021	2020
Trade payables (Note 35)	**₱15,290,751,756**	₱15,226,257,283
Accrued expenses	**5,787,267,776**	8,021,725,105
Customers' deposits	**803,599,260**	539,913,731
Due to related parties (Note 35)	**202,541,860**	140,590,767
Withholding taxes payable	**200,653,033**	185,126,132
Advances from stockholders (Note 35)	**196,179,390**	187,943,346
VAT payable	**45,230,445**	245,575,404
Derivative liabilities (Note 9)	**1,366,788**	213,725,486
Others	**51,294,262**	70,979,466
	₱22,578,884,570	₱24,831,836,720

Trade payables are noninterest-bearing and are normally settled on 30-60 day terms. Trade payables arise from purchases of inventories which include raw materials and indirect materials (i.e., packaging materials) and supplies, for use in manufacturing and other operations.

The accrued expenses account consists of:

	2021	2020
Advertising and promotions	**₱2,578,945,327**	₱4,168,067,417
Rent	**457,106,582**	348,924,743
Contracted services	**357,192,934**	295,941,690
Personnel costs	**327,561,717**	1,145,936,799
Utilities	**288,787,556**	420,920,617
Freight and handling costs	**282,422,532**	480,495,182
Professional and legal fees	**154,147,927**	59,423,865
Interest	**16,543,095**	89,132,405
Others	**1,324,560,106**	1,012,882,387
	₱5,787,267,776	₱8,021,725,105

Customers' deposits represent downpayments for the sale of goods or performance of services which will be applied against accounts receivables upon delivery of goods or rendering of services.

Accrued professional and legal fees include fees or services rendered by third party consultants for the review of the Group's brand portfolio and supply chain optimization initiatives. The related expense recognized under 'Other income (losses) – net' in the 2021, 2020 and 2019 consolidated statements of income amounted to ₱176.7 million, nil and ₱161.3 million, respectively.

Others include accruals for taxes and licenses, commission, royalties, restructuring provision and other benefits. In 2019, the Group recorded a restructuring provision related to downsizing of farm operations and consolidation of plant operations. The key objectives of the restructuring are: (a) to focus on the profitable and growing animal nutrition and health business, (b) to maximize the value-added chain concentrating on the processed meat business and (c) to improve long-term cost efficiencies for both farm and plant operations. The restructuring provision consists of write-down of biological assets (Note 14), property, plant and equipment (Note 13) and accrual of employee redundancy costs amounting ₱239.0 million, ₱453.7 million and ₱137.1 million, respectively. The related expense is recognized under "Other income (losses) - net" in the consolidated statement of income. As of December 31, 2021, ₱39.5 million remains of the accrual for employee redundancy costs.

20. **Long-term Debts**

This account consists of:

	2020		
	Principal	Unamortized debt issuance cost	Net
URC AU FinCo Loan	₱17,888,983,093	₱50,085,857	₱17,838,897,236
URC NZ FinCo Loan	13,625,258,770	126,604,870	13,498,653,900
	₱31,514,241,863	₱176,690,727	₱31,337,551,136

<u>URC AU FinCo Loan due 2022</u>
On September 30, 2016, URC AU FinCo entered into a syndicated term loan facility agreement guaranteed by the Parent Company payable in five years, amounting to AU$484.2 million (₱17.9 billion), with various banks for payment of acquisition costs and to refinance certain indebtedness of an acquired company, CSPL. This syndicated term loan was refinanced through a bridge loan facility agreement payable in six months amounting to AU$484.2 million with three banks. The loan obtained bears a market interest rate plus a certain spread, payable monthly, maturing on March 29, 2022.

<u>URC NZ FinCo NZ$395 Million Term Loan due 2023</u>
On October 22, 2018, URC NZ FinCo entered into a term loan facility agreement guaranteed by the Parent Company payable in five years, amounting to NZ$395.0 million (₱14.4 billion), with various banks for payment of the NZ$420 million term loan due in 2019. The loan obtained bears a market interest rate plus a certain spread, payable quarterly, and maturing on October 22, 2023.

These long-term loans have no collateral but are all guaranteed by the Parent Company.

For each of these loans, the Group is required to maintain consolidated debt to equity ratio of not greater than 2.5 to 1.0. The Group has complied with all of its debt covenants as of December 31, 2020.

Interest expense on these long-term debts amounted to ₱427.7 million, ₱505.5 million and ₱866.4 million in 2021, 2020 and 2019, respectively.

In October 2021, the long-term debt was transferred to Intersnack Group upon divestment (see Note 33).

21. Other Noncurrent Liabilities

This account consists of:

	2021	2020
Net pension liability (Note 31)	**₱383,206,789**	₱1,022,260,701
Miscellaneous	**–**	224,440,047
	₱383,206,789	₱1,246,700,748

Miscellaneous includes asset retirement obligation and other noncurrent liabilities.

Asset retirement obligation arises from obligations to restore the leased manufacturing sites, warehouses and offices of CSPL at the end of the respective lease terms. These provisions are calculated as the present value of the estimated expenditures required to remove any leasehold improvements. These costs are currently capitalized as part of the cost of the plant and equipment and are amortized over the shorter of the lease term and the useful life of assets.

As of December 31, 2021 and 2020, the carrying value of asset retirement obligation amounted to nil and ₱183.8 million, respectively. The amortization of this asset retirement obligation (included in 'Finance costs' under discontinued operations) amounted to ₱2.5 million, ₱3.0 million and ₱3.3 million for the years ended December 31, 2021, 2020, and 2019, respectively (see Note 33).

22. Equity

The details of the Parent Company's common stock as of December 31 follow:

	2021	2020
Authorized shares	**2,998,000,000**	2,998,000,000
Par value per share	**₱1.00**	₱1.00
Issued shares:		
Balance at beginning and end of year	**2,230,160,190**	2,230,160,190
Outstanding shares	**2,200,983,378**	2,204,161,868

The paid-up capital of the Parent Company consists of the following as of December 31, 2021 and 2020:

Common stock	₱2,230,160,190
Additional paid-in capital	21,191,974,542
Total paid-up capital	₱23,422,134,732

Capital Management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximize shareholder value. The Group manages its capital structure and makes adjustments to these ratios in light of changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend payment to shareholders, return capital structure or issue capital securities. No changes have been made in the objective, policies and processes as they have been applied in previous years.

The Group monitors its use of capital structure using a financial debt-to-equity ratio which is total financial debt divided by total equity. The Group includes within gross debt all interest-bearing loans and borrowings, while capital represents total equity.

Following is a computation of the Group's financial debt-to-equity ratio:

		December 31, 2021	December 31, 2020
(a)	Short-term debts (Note 18)	**₱7,808,029,451**	₱2,668,790,196
	Trust receipts payable (Note 11)	**8,106,662,079**	7,454,089,371
	Long-term debts (Note 20)	–	31,337,551,136
		₱15,914,691,530	₱41,460,430,703
(b)	Equity	**₱109,767,733,832**	₱97,784,161,934
(c)	Financial debt-to-equity ratio (a/b)	**0.14:1**	0.42:1

The Group's policy is to not exceed a financial debt-to-equity ratio of 2:1. The Group considers its total equity as capital.

Cumulative Redeemable Preferred Shares

The Group's authorized preferred shares of stock are 12.00% cumulative, nonparticipating, and nonvoting. In case of dissolution and liquidation of the Parent Company, the holders of the preferred shares shall be entitled to be paid an amount equal to the par value of the shares or ratably insofar as the assets of the Parent Company may warrant, plus accrued and unpaid dividends thereon, if any, before the holders of the common shares of stock can be paid their liquidating dividends. The authorized preferred stock is 2,000,000 shares at par value of ₱1.00 per share. There have been no issuances of preferred stock as of December 31, 2021 and 2020.

Retained Earnings

Accumulated equity in net earnings of the subsidiaries

A portion of the Group's retained earnings corresponding to the undistributed net earnings of the subsidiaries and joint ventures amounting to ₱78.2 billion and ₱66.1 billion as of December 31, 2021 and 2020, respectively, is not available for dividend declaration. This becomes available for dividend declaration upon dividend distribution by the investees.

Dividends

Details of the Group's dividend declarations follow:

Parent Company

On July 30, 2021, the Parent Company's BOD declared special cash dividends amounting to ₱1.80 per share to stockholders of record as of August 19, 2021. On September 15, 2021, the special cash dividend was paid amounting to ₱4.0 billion.

On April 29, 2021, the Parent Company's BOD declared regular cash dividends amounting to ₱1.50 per share to stockholders of record as of May 20, 2021. On June 15, 2021, the regular cash dividend was paid amounting to ₱3.3 billion.

On March 10, 2020, the Parent Company's BOD declared regular cash dividends amounting to ₱1.50 per share to stockholders of record as of March 24, 2020. On the same date, the Parent Company's BOD declared special cash dividends amounting to ₱1.65 per share to stockholders of record as of June 1, 2020. Total dividends declared amounted to ₱6.9 billion. On April 21, 2020, the regular cash dividend was paid amounting to ₱3.3 billion. On June 26, 2020, the special cash dividend was paid amounting to ₱3.6 billion.

On February 28, 2019, the Parent Company's BOD declared regular cash dividends amounting to ₱1.50 per share to stockholders of record as of March 14, 2019. On the same date, the Parent Company's BOD declared special cash dividends amounting to ₱1.65 per share to stockholders of record as of July 1, 2019. Total dividends declared amounted to ₱6.9 billion. On March 28, 2019, the regular cash dividend was paid amounting to ₱3.3 billion. On July 25, 2019, the special cash dividend was paid amounting to ₱3.6 billion.

NURC
On June 10, 2021, NURC's BOD approved the declaration of cash dividends amounting to ₱885.0 million (₱4.68 per share) to stockholders of record as of June 10, 2021 payable on or before December 31, 2021.

On June 9, 2020, NURC's BOD approved the declaration of cash dividends amounting to ₱700.0 million (₱3.70 per share) to stockholders of record as of December 31, 2019 payable on or before September 30, 2020.

On June 6, 2019, NURC's BOD approved the declaration of cash dividends amounting to ₱600.0 million (₱3.17 per share) to stockholders of record as of December 31, 2018 payable on or before September 30, 2019.

The Group intends to maintain an annual cash dividend payment ratio of 50.0% of the Group's consolidated net income from the preceding fiscal year, subject to the requirements of the applicable laws and regulations and the absence of circumstances which may restrict the payment of such dividends. The BOD may, at any time, modify such dividend payment ratio.

Appropriation of retained earnings
On December 16, 2020, the BOD approved the reversal of the appropriation of retained earnings in the aggregate amount of ₱2.0 billion, which was approved by the BOD in its resolutions adopted on September 8, 2015 and September 7, 2016.

Treasury Shares
The Parent Company has outstanding treasury shares of 29.2 million shares (₱1.1 billion) and 26.0 million shares (₱679.5 million) as of December 31, 2021 and 2020, respectively, restricting the Parent Company from declaring an equivalent amount from unappropriated retained earnings as dividends.

Equity Reserve
In December 2019, Intersnack bought 40% of the Group's equity interest in the Oceania businesses for a total consideration of ₱7.7 billion. As a result of the sale, the equity interest of URC changed from 100.0% to 60.0%. The excess of the total consideration received over the carrying amount of the equity transferred to NCI amounting to ₱2.4 billion was presented under 'Equity reserve' in the consolidated statements of financial position.

In October 2021, the Group sold its remaining 60.0% equity interest in Oceania businesses to Intersnack (see Note 33). As a result, the Group derecognized the assets and liabilities related to its Oceania businesses. The Group is of the view that the Equity Reserve can be reclassified to Retained Earnings to present more useful information about its equity. The Group evaluated the nature of the Equity Reserve, and if there are specific requirements on its derecognition. Management also considered nature of equity and the applicability of the requirements of PFRSs and definitions, recognition criteria and measurement concepts in the Framework.

On February 8, 2022, the Group requested for the Philippine SEC's opinion on the reclassification and subsequent treatment of the Equity Reserve. On February 22, 2022, the SEC confirmed that the reclassification of the Equity Reserve to Retained Earnings, does not counter any principles in PFRSs, and would allow for more understandable financial information for users. Accordingly, the Group reclassified Equity Reserve amounting to ₱2.4 billion to Retained Earnings.

In December 2014, URC entered into a share purchase agreement with Nissin Foods (Asia) Pte. Ltd. to sell 14.0% of its equity interest in NURC for a total consideration of ₱506.7 million. As a result of the sale, the equity interest of URC changed from 65.0% to 51.0%. The excess of the consideration received over the carrying amount of the equity transferred to NCI amounting to ₱481.1 million is presented under 'Equity reserve' in the consolidated statements of financial position.

In August 2012, the Parent Company acquired 23.0 million common shares of URCICL from International Horizons Investment Ltd for ₱7.2 billion. The acquisition of shares represented the remaining 23.00% interest in URCICL. As a result of the acquisition, the Parent Company now holds 100.00% interest in URCICL. The Group charged equity reserve from the acquisition amounting to about ₱3.7 billion presented under 'Equity reserve' in the consolidated statements of financial position.

Non-controlling Interest

The equity interest held by non-controlling interest in subsidiaries with material non-controlling interest is as follows:

	Percentage of Ownership of Material NCI	
Subsidiaries	**2021**	2020
NURC	**49.00**	49.00
UHC	−	40.00

The summarized financial information (before inter-company eliminations) of subsidiaries with material non-controlling interest follows (in thousands):

	NURC		UHC	
	2021	2020	**2021**	2020
Current assets	**2,072,669**	₱2,070,179	−	₱8,143,192
Noncurrent assets	**1,464,487**	1,287,978	−	64,663,475
Current liabilities	**2,393,108**	2,278,429	−	23,376,043
Noncurrent liabilities	**16,138**	30,933	−	21,305,195
Revenue	**7,967,975**	7,406,463	−	19,987,025
Costs and expenses	**6,685,361**	6,130,273	−	17,057,554
Net income	**959,753**	893,471	−	1,120,473

The accumulated non-controlling interest of material non-controlling interest are as follows:

	2021	2020
UHC	**₱–**	₱5,007,081,716
NURC	**552,675,988**	513,909,767

The profit allocated to non-controlling interest for the years ended December 31, 2021, 2020, and 2019, amounted to ₱922.2 million, ₱877.9 million, and ₱342.6 million, respectively.

Record of Registration of Securities with SEC

Summarized below is the Parent Company's track record of registration of securities under the Securities Registration Code:

Date of offering	Type of offering	No. of shares offered	Par value	Offer price	Authorized number of shares	Issued and outstanding shares
February 17, 1994	Registration of authorized capital stock	–	₱1.00	₱–	1,998,000,000 common shares 2,000,000 preferred shares	–
February 23, 1994	Initial public offering					
	Subscribed and fully paid common shares	929,890,908	1.00	1.00	–	929,890,908
	New common shares	309,963,636	1.00	21.06	–	309,963,636
July 21, 1995	20.00% stock dividend	247,970,907	–	–	–	247,970,907
October 15, 2001	10.00% stock dividend	148,782,542	–	–	–	148,782,542
June 20, 2003	Property-for-share swap [the Parent Company shares in exchange for property of Robinsons Supermarket Corporation (RSC)]	49,871,556	–	–	–	49,871,556
December 16, 2005	Increase in authorized capital stock (payment by way of 15.00% stock dividend)	–	–	–	1,000,000,000 common shares	252,971,932

(Forward)

Date of offering	Type of offering	No. of shares offered	Par value	Offer price	Authorized number of shares	Issued and outstanding shares
February 7, 2006	New share offering for common shares:					
	a. Primary shares	282,400,000	₱1.00	₱17.00	–	282,400,000
	b. Secondary shares	352,382,600				
	c. Over-allotment shares	95,217,400				
November 14, 2007 to October 20, 2008	Acquisition of Parent Company's shares under the share buy-back Program	–	–	–	–	(75,104,200)
April 21, 2009	Issuance of shares to JGSHI	–	–	–	–	5,787,452
December 8, 2009 to January 27, 2011	Acquisition of Parent Company's shares under the share buy-back Program	–	–	–	–	(91,032,800)
June 14, 2012	Sale of treasury shares	–	–	–	–	120,000,000
September 30, 2016	Sale of treasury shares	–	–	–	–	22,659,935
April 24, 2018	Issuance of shares to stockholders	–	–	–	–	2,521,257
April 24, 2018	Re-purchase of shares issued to stockholders	–	–	–	–	(2,521,257)
November 8, 2021 to December 13, 2021	Acquisition of Parent Company's shares under the share buy-back program					(3,178,490)
						2,200,983,378

The table below provides information regarding the number of stockholders of the Parent Company:

	December 31, 2021	December 31, 2020	December 31, 2019
Common shares	**1,002**	1,002	1,003

23. Components of Other Comprehensive Income

The breakdown and movement of other comprehensive income attributable to equity holders of the Parent Company follow:

	December 31, 2021	December 31, 2020	December 31, 2019
Items to be reclassified to profit or loss in subsequent periods, net of tax:			
Cumulative translation adjustments*	**₱3,417,686,647**	₱2,344,845,823	₱3,678,701,625
Net unrealized gain (loss) on cash flow hedges:			
Balance at beginning of year	**(19,127,379)**	–	4,600,119
Change in fair value during the year (Note 9)	**19,127,379**	(19,127,379)	(4,600,119)
Balance at end of year	**–**	(19,127,379)	–
	3,417,686,647	2,325,718,444	3,678,701,625
Item not to be reclassified to profit or loss in subsequent periods:			
Net unrealized gain on financial assets at FVOCI			
Balance at beginning of year	**53,680,000**	54,570,000	28,580,000
Change in fair value during the year (Note 17)	**5,830,000**	(890,000)	25,990,000
Balance at end of year	**59,510,000**	53,680,000	54,570,000
Remeasurement losses on defined benefit plans, gross of tax:			
Balance at beginning of year	**(921,973,756)**	(719,833,392)	(256,522,672)
Remeasurement gain (loss) on defined benefit plans during the year (Note 31)	**640,951,526**	(202,140,364)	(463,310,720)
Balance at end of year	**(281,022,230)**	(921,973,756)	(719,833,392)
Income tax effect	**70,254,843**	276,592,127	215,950,018
Balance at end of year	**(210,767,387)**	(645,381,629)	(503,883,374)
	(151,257,387)	(591,701,629)	(449,313,374)
	₱3,266,429,260	₱1,734,016,815	₱3,229,388,251

**All movements in cumulative translation adjustments arise from translation of foreign operations. No foreign operations were disposed of in 2020 and 2019.*

The breakdown and movement of other comprehensive income attributable to non-controlling interests follow:

	December 31, 2021	December 31, 2020	December 31, 2019
Items to be reclassified to profit or loss in subsequent periods, net of tax:			
Cumulative translation adjustments	**₱221,631,398**	(₱232,786,766)	₱–
Net unrealized loss on cash flow hedges:			
Balance at beginning of year	**(12,751,586)**	–	–
Change in fair value during the year (Note 9)	**12,751,586**	(12,751,586)	–
Balance at end of year	**–**	(12,751,586)	–
	221,631,398	(245,538,352)	–

(Forward)

	December 31, 2021	December 31, 2020	December 31, 2019
Item not to be reclassified to profit or loss in subsequent periods:			
Remeasurement losses on defined benefit plans, gross of tax:			
Balance at beginning of year	**(₱11,850,827)**	(₱10,142,916)	(₱2,336,952)
Remeasurement loss (gain) on defined benefit plans during the year (Note 31)	**3,639,757**	(1,707,911)	(7,805,964)
Balance at end of year	**(8,211,070)**	(11,850,827)	(10,142,916)
Income tax effect	**2,463,321**	3,555,248	3,042,875
	(5,747,749)	(8,295,579)	(7,100,041)
	₱215,883,649	(₱253,833,931)	(₱7,100,041)

24. Sale of Goods and Services/Cost of Sales

Sale of goods and services include revenue from tolling services amounting to ₱1.8 billion, ₱1.4 billion, and ₱1.1 billion for the years ended December 31, 2021, 2020, and 2019, respectively.

Cost of sales account consists of:

	December 31, 2021	December 31, 2020	December 31, 2019
Raw materials used	**₱56,052,221,111**	₱54,156,527,868	₱56,690,266,368
Direct labor	**4,893,555,266**	4,469,234,231	4,336,309,786
Overhead costs	**21,190,780,475**	19,295,208,563	20,661,735,468
Total manufacturing costs	**82,136,556,852**	77,920,970,662	81,688,311,622
Goods in-process	**58,176,006**	98,286,584	(565,123,673)
Cost of goods manufactured	**82,194,732,858**	78,019,257,246	81,123,187,949
Finished goods	**1,294,920,299**	554,181,172	(484,077,580)
	₱83,489,653,157	₱78,573,438,418	₱80,639,110,369

Raw materials used include the Group's usage of both raw materials and containers and packaging materials inventory.

Overhead costs are broken down as follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Utilities	**₱8,008,784,020**	₱5,960,843,758	₱6,185,335,636
Depreciation and amortization (Note 27)	**4,906,407,621**	5,320,748,870	5,232,854,988
Repairs and maintenance	**3,158,280,693**	2,846,461,942	2,927,822,542
Personnel expenses (Note 28)	**2,749,398,308**	2,539,614,819	2,469,469,336
Security and other contracted services	**774,033,037**	709,639,323	739,778,215
Insurance	**131,450,588**	140,776,854	117,199,950
Rental expense (Note 37)	**110,406,717**	101,293,575	148,729,271
Research and development	**90,452,181**	87,019,320	86,888,100
Handling and delivery charges	**45,708,852**	44,386,508	238,260,011
Others	**1,215,858,458**	1,544,423,594	2,515,397,419
	₱21,190,780,475	₱19,295,208,563	₱20,661,735,468

Others include excise taxes amounting to ₱1.1 billion, ₱1.0 billion, and ₱1.4 billion for the years ended December 31, 2021, 2020, and 2019, respectively.

25. **Selling and Distribution Costs**

This account consists of:

	December 31, 2021	December 31, 2020	December 31, 2019
Advertising and promotions	**₱7,027,100,301**	₱7,269,713,153	₱7,453,062,546
Freight and other selling expenses	**6,676,963,507**	6,642,136,128	6,757,301,057
Personnel expenses (Note 28)	**1,779,396,237**	1,651,462,445	1,717,906,055
Depreciation and amortization (Note 27)	**227,587,008**	262,173,793	293,557,640
Repairs and maintenance	**131,120,649**	119,823,871	119,284,405
Others	**240,447,457**	214,671,483	149,200,810
	₱16,082,615,159	₱16,159,980,873	₱16,490,312,513

Others include research and development, communication, travel and transportation, rent and concessionaire's fee.

26. **General and Administrative Expenses**

This account consists of:

	December 31, 2021	December 31, 2020	December 31, 2019
Personnel expenses (Note 28)	**₱2,238,063,374**	₱2,310,628,521	₱2,227,652,610
Depreciation and amortization (Note 27)	**628,881,017**	574,272,972	581,496,227
Repairs and maintenance	**533,162,399**	416,371,338	226,834,443
Security and contractual services	**337,130,022**	331,670,989	327,925,458
Taxes, licenses and fees	**220,362,252**	177,488,870	218,689,056
Professional and legal fees	**148,528,802**	187,460,210	188,186,500
Communication	**76,294,217**	73,096,312	78,421,737
Travel and transportation	**68,231,263**	72,033,734	134,204,227
Rental expense (Note 37)	**67,320,560**	72,256,351	222,554,332
Utilities	**32,360,452**	40,222,472	40,914,672
Stationery and office supplies	**20,107,363**	18,476,492	22,012,229
Donations and contributions	**6,834,074**	4,441,594	6,210,131
Others	**288,849,314**	253,499,162	255,583,265
	₱4,666,125,109	₱4,531,919,017	₱4,530,684,887

Others include insurance, memberships, bank charges, and representation and entertainment related to general and administrative functions.

27. **Depreciation and Amortization**

The breakdown of consolidated depreciation and amortization follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Cost of sales (Notes 13, 24 and 37)	**₱4,906,407,621**	₱5,320,748,870	₱5,232,854,988
Selling and distribution costs (Notes 13, 25 and 37)	**227,587,008**	262,173,793	293,557,640
General and administrative expenses (Notes 13, 17, 26 and 37)	**628,881,017**	574,272,972	581,496,227
Discontinued Operations (Notes 13, 15, 33 and 37)	**1,201,671,101**	1,207,760,482	1,202,148,072
	₱6,964,546,747	₱7,364,956,117	₱7,310,056,927

28. **Personnel Expenses**

This account consists of:

	December 31, 2021	December 31, 2020	December 31, 2019
Salaries and wages	**₱4,630,470,962**	₱4,416,597,544	₱3,923,101,995
Other employee benefits	**1,822,742,002**	1,863,633,182	2,167,101,587
Pension expense (Note 31)	**313,644,955**	221,475,059	324,824,419
	₱6,766,857,919	₱6,501,705,785	₱6,415,028,001

The breakdown of personnel expenses follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Cost of sales (Note 24)	**₱2,749,398,308**	₱2,539,614,819	₱2,469,469,336
Selling and distribution costs (Note 25)	**1,779,396,237**	1,651,462,445	1,717,906,055
General and administrative expenses (Note 26)	**2,238,063,374**	2,310,628,521	2,227,652,610
	₱6,766,857,919	₱6,501,705,785	₱6,415,028,001

29. **Finance Revenue**

This account consists of:

	December 31, 2020	December 31, 2020	December 31, 2019
Bank interest income (Note 7)	**₱223,069,240**	₱259,035,030	₱269,699,243
Dividend income (Note 8)	**32,302,870**	64,605,739	16,151,435
	₱255,372,110	₱323,640,769	₱285,850,678

30. **Finance Costs**

This account consists of finance costs arising from:

	December 31, 2021	December 31, 2020	December 31, 2019
Interest expense on lease liabilities (Note 37)	**₱203,442,993**	₱216,814,477	₱142,378,384
Trust receipts (Note 11)	**176,269,762**	304,240,663	371,613,584
Short-term debts (Note 18)	**156,785,297**	82,791,315	93,925,041
Net interest on net pension liability (Note 31)	**36,755,458**	42,023,710	26,381,202
Others	**31,289**	15,858,812	12,459,053
	₱573,284,799	₱661,728,977	₱646,757,264

Others include unamortized debt issue costs recognized as expense on pretermination of NZD loan, amortization of asset retirement obligation and other financing charges.

31. **Pension Costs**

The Group has a funded, noncontributory defined benefit retirement plan covering all its employees. The pension funds are being administered and managed through JG Summit Multi-Employer Retirement Plan, with Robinsons Bank Corporation (RBC) as Trustee. The plan provides for retirement, separation, disability and death benefits to its members. The Group, however, reserves the right to discontinue, suspend or change the rates and amounts of its contributions at any time on account of business necessity or adverse economic conditions. The retirement plan has an Executive Retirement Committee that is mandated to approve the plan, trust agreement, investment plan, including any amendments or modifications thereto, and other activities of the Plan. Certain members of the BOD of the Ultimate Parent Company are represented in the Executive Retirement Committee. RBC manages the funds based on the mandate as defined in the trust agreement.

Under the existing regulatory framework, Republic Act (RA) 7641, *the Philippine Retirement Pay Law*, requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under law. The law does not require minimum funding of the plan. The Parent Company and all of its subsidiaries meet the minimum retirement benefit under RA 7641.

As of December 31, 2021 and 2020, the Group recognized net pension liability amounting to ₱383.2 million and ₱1.0 billion, respectively, included under 'Other noncurrent liabilities' in the consolidated statements of financial position amounted to (see Note 21).

Changes in net defined benefit liability of funded funds and fair value of plan assets of the Group are as follows:

	2021													
		Net benefit cost in consolidated statements of income					**Remeasurements in other comprehensive income**							
	January 1, 2021	**Current service cost (Note 28)**	**Finance cost (Note 30)**	**Settlement gain**	**Subtotal**	**Benefits paid**	**Return on plan assets (excluding amount included in net interest cost)**	**Actuarial changes arising from changes in experience adjustments**	**Actuarial changes arising from demographic assumptions**	**Actuarial changes arising from changes in financial assumptions**	**Subtotal**	**Contributions**	**Asset Transfer**	**December 31, 2021**
Present value of defined benefit obligation	**₱3,108,752,713**	**₱313,644,955**	**₱122,809,474**	**₱–**	**₱436,454,429**	**(₱160,816,123)**	**₱–**	**₱245,678,402**	**₱11,393,994**	**(₱879,815,171)**	**(₱622,742,775)**	**₱–**	**₱–**	**₱2,761,648,244**
Fair value of plan assets	**(2,086,492,010)**	**–**	**(86,054,016)**	**–**	**(86,054,016)**	**160,816,123**	**(21,848,508)**	**–**	**–**	**–**	**(21,848,508)**	**(344,863,044)**	**–**	**(2,378,441,455)**
	₱1,022,260,703	**₱313,644,955**	**₱36,755,458**	**₱–**	**₱350,400,413**	**₱–**	**(₱21,848,508)**	**₱245,678,402**	**₱11,393,994**	**(₱879,815,171)**	**(₱644,591,283)**	**(₱344,863,044)**	**₱–**	**₱383,206,789**

	2020													
		Net benefit cost in consolidated statements of income					Remeasurements in other comprehensive income							
	January 1, 2020	Current service cost (Note 28)	Finance cost (Note 30)	Settlement gain	Subtotal	Benefits paid	Return on plan assets (excluding amount included in net interest cost)	Actuarial changes arising from changes in experience adjustments	Actuarial changes arising from demographic assumptions	Actuarial changes arising from changes in financial assumptions	Subtotal	Contributions	Asset Transfer	December 31, 2020
Present value of defined benefit obligation	₱2,899,055,814	₱251,873,194	₱142,180,922	(₱30,398,135)	₱363,655,981	(₱396,323,880)	₱–	(₱174,029,016)	₱132,002,295	₱288,255,542	₱246,228,821	₱–	(₱3,864,025)	₱3,108,752,711
Fair value of plan assets	(2,137,672,734)	–	(100,157,212)	–	(100,157,212)	396,323,880	(42,892,919)	–	–	–	(42,892,919)	(252,232,263)	50,139,238	(2,086,492,010)
	₱761,383,080	₱251,873,194	₱42,023,710	(₱30,398,135)	₱263,498,769	₱–	(₱42,892,919)	(₱174,029,016)	₱132,002,295	₱288,255,542	₱203,335,902	(₱252,232,263)	₱46,275,213	₱1,022,260,701

The fair value of net plan assets of the Group by class as at the end of the reporting period are as follows:

	2021	2020
Assets		
Cash and cash equivalents (Note 35)	**₱8,029,108**	₱974,943
Loans receivable	**240,570,000**	240,570,000
Financial assets at FVOCI	**96,776,126**	56,980,800
Investments at amortized cost	**273,337,911**	294,918,104
UITF investments	**1,602,188,748**	1,345,513,206
Interest receivable	**3,789,279**	4,707,167
Due from Universal Robina Corporation	**10,696,570**	–
Land	**143,201,000**	143,201,000
	2,378,588,742	2,086,865,220
Liabilities		
Accounts payable, accrued trust and management fees	**147,287**	373,210
	₱2,378,441,455	₱2,086,492,010

The costs of defined benefit pension plan as well as the present value of the pension obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension for defined benefit plans are as follows:

	Parent Company		NURC	
	2021	2020	**2021**	2020
Discount rate	**5.09%**	3.95%	**5.08%**	3.97%
Salary increase	**4.00%**	4.00% to 5.70%	**4.00%**	5.70%

The overall expected rate of return on assets is determined based on the market expectation prevailing on that date, applicable to the period over which the obligation is to be settled.

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of the reporting period, assuming all other assumptions were held constant:

	Increase (Decrease)	Parent Company 2021	Parent Company 2020	NURC 2021	NURC 2020
Discount rate	1.00%	**(₱230,507,684)**	(₱313,674,690)	**(₱5,925,328)**	(₱7,456,849)
	(1.00%)	**269,614,527**	374,153,976	**6,930,471**	8,930,181
Salary increase	1.00%	**269,864,839**	363,884,506	**6,936,203**	8,680,414
	(1.00%)	**(234,831,852)**	(311,805,652)	**(6,036,004)**	(7,409,251)

The Group expects to contribute ₱337.7 million in the pension fund in 2022.

Shown below is the maturity analysis of the Group's expected (undiscounted) benefit payments:

	2021	2020
Less than one year	**₱210,902,007**	₱149,778,409
More than one year to five years	**1,097,560,577**	824,835,258
More than five years to 10 years	**1,513,546,156**	1,518,479,037
More than 10 years to 15 years	**1,895,016,653**	2,177,478,768
More than 15 years to 20 years	**2,114,945,942**	2,511,576,982
More than 20 years	**6,024,292,339**	8,732,285,054

Shown below is the average duration of the defined benefit obligation at the end of the reporting period:

	2021	2020
	(Years)	
Parent Company	**9**	11
NURC	**9**	12

32. **Income Taxes**

Provision for income tax consists of:

	December 31, 2021	December 31, 2020	December 31, 2019
Current	**₱1,680,592,982**	₱1,763,593,118	₱2,087,994,273
Deferred	**(101,921,756)**	209,612,202	(468,012,059)
	₱1,578,671,226	₱1,973,205,320	₱1,619,982,214

Components of the Group's net deferred tax assets and liabilities follow:

	Net deferred tax assets		**Net deferred tax liabilities**	
	2021	2020	**2021**	2020
Deferred tax assets on:				
Pension liabilities	**₱214,689,867**	₱252,456,867	**₱–**	₱171,368,029
Accrued expenses	**–**	–	**99,827,769**	163,366,945
Leases	**99,236,150**	71,342,988	**–**	158,445,022
Impairment losses on trade receivables and property and equipment	**84,839,934**	101,414,636	**2,797,164**	–
Inventory write-downs	**82,734,842**	62,212,573	**2,087,558**	11,223,749
Foreign subsidiaries	**42,413,828**	39,938,807	**–**	–
NOLCO	**39,270,200**	54,156,024	**–**	–
Net unrealized foreign exchange losses	**347,200**	–	**–**	–
	563,532,021	581,521,895	**104,712,491**	504,403,745
Deferred tax liabilities on:				
Gain arising from changes in fair value less estimated point-of-sale costs of swine stocks	**1,496,219**	1,030,416	**–**	–
Accelerated depreciation	**–**	–	**193,870,221**	366,814,562
Intangibles	**–**	–	**322,593,771**	2,923,321,145
Undistributed income of subsidiaries	**105,110,264**	6,988,650	**830,942,004**	1,015,191,150
Accrued revenue	**9,397,043**	14,951,034	**–**	–
Net unrealized foreign exchange gain	**–**	3,416,417	**–**	–
	116,003,526	26,386,517	**1,347,405,996**	4,305,326,857
Net deferred tax assets (liabilities)	**₱447,528,495**	₱555,135,378	**(₱1,242,693,505)**	(₱3,800,923,112)

As of December 31, 2021 and 2020, the Group's subsidiaries did not recognize deferred tax assets amounting to ₱313.6 million and ₱337.6 million, respectively, since management believes that future taxable income will not be available to allow all or part of the deferred tax assets to be utilized.

Reconciliation between the Group's statutory income tax rate and the effective income tax rate follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Statutory income tax rate	**25.00%**	30.00%	30.00%
Increase (decrease) in tax rate resulting from:			
Net income of subsidiaries with different tax rate	**(17.53)**	(13.20)	(14.17)
Income exempt from tax	**(1.04)**	(3.08)	(2.20)
Income subject to lower tax rate	**(0.24)**	(0.11)	–
CREATE Act adjustment	**(0.12)**	–	–
Equity in net income of a joint venture	**0.09**	0.07	(0.40)
Change in value of financial assets at FVTPL	**(0.08)**	(0.03)	0.01
Interest income subjected to final tax	**(0.04)**	(0.11)	(0.27)
Nondeductible interest expense	**0.01**	0.05	0.11
Others	**1.21**	1.91	1.90
Effective income tax rate	**7.26%**	15.50%	14.98%

Under Philippine tax laws, the Group is subject to income taxes, as well as other taxes (presented as 'Taxes and licenses' in the consolidated statements of income). Other taxes paid consist principally of documentary stamp taxes, real estate taxes and municipal taxes.

Corporate Recovery and Tax Incentives for Enterprises or "CREATE" Act
The Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act was signed into law on March 26, 2021. This aimed to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 of the CREATE Act introduced reforms to the corporate income tax and incentives systems. It took effect 15 days after its complete publication in the Official Gazette on April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact to the Company:

- Effective July 1, 2020, Regular Corporate Income Tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5.0 million and with total assets not exceeding 100.0 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%. Furthermore, effective July 1, 2020, interest expense allowed as a deductible expense is reduced by 20% from 33% of interest income subject to final tax.
- Minimum corporate income tax (MCIT) rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.
- Imposition of improperly accumulated earnings tax (IAET) is repealed.
- Applying the provisions of the CREATE Act, the Company is subject to lower RCIT rate of 25% effective July 1, 2020.
- Based on the provisions of Revenue Regulations (RR) No. 5-2021 dated April 8, 2021 issued by the BIT, the prorated corporate income tax rate of the Company for the year 2020 is 27.5%. Consequently, during the year, the Company reversed a portion of its 2020 income tax payable and provision for current income tax accounts amounting to ₱74.2 million. Also, it derecognized its deferred tax assets amounting to ₱89.0 million, provision for deferred income tax for ₱43.5 million, and other comprehensive income for ₱45.5 million.

Current tax regulations further provides that an Optional Standard Deduction (OSD) equivalent to 40.0% of gross income may be claimed as an alternative deduction in computing for the RCIT. For the years ended December 31, 2021, 2020, and 2019, the Group did not claim the OSD in lieu of the itemized deductions.

Entertainment, Amusement and Recreation (EAR) Expenses
Current tax regulations define expenses to be classified as EAR expenses and set a limit for the amount that is deductible for tax purposes. EAR expenses are limited to 0.5% of net sales for sellers of goods or properties or 1.0% of net revenue for sellers of services. For sellers of both goods or properties and services, an apportionment formula is used in determining the ceiling on such expenses. The Group recognized EAR expenses (included under ‘General and administrative expenses’ in the consolidated statements of income) amounting to ₱44.5 million, ₱40.9 million, and ₱76.2 million for the years ended December 31, 2021, 2020, and 2019, respectively.

MCIT
An MCIT on modified gross income is computed and compared with the RCIT. Any excess of the MCIT over RCIT is deferred and can be used as a tax credit against future income tax liability for the next three years.

33. Discontinued Operations and Disposal of Businesses

Sale of Oceania businesses
In July 2019, Intersnack, agreed to buy 40% of Oceania businesses of URC, to leverage on the Group’s and Intersnack’s know-how from their respective markets. This transaction is expected to yield better manufacturing, supply chain and sustainability practices and will set the groundwork for an even larger and more efficient Oceania operations. On December 23, 2019, the Australian Foreign Investment Review Board (FIRB) approved the transaction. Following the approval, the transaction was completed on the same date. Considerations received for the transaction consisted of cash and Yarra Valley net assets amounting to US$142.0 million (₱7.2 billion) and US$10.1 million (₱0.5 billion), respectively. As part of the agreement, Intersnack was also given an option to acquire an additional 9% equity share in UHC.

As a result of the sale, the equity interest of URC changed from 100.0% to 60.0%, and gave rise to 40% non-controlling interest in the consolidated financial statements. As the Group continued to exercise control over UHC, the partial disposal was accounted for as a transaction between owners in their capacity as owners, or an equity transaction, in accordance with the requirements of PFRS 3, *Business Combinations*. Accordingly, the excess of the total consideration received over the carrying amount of the equity transferred and call option issued to NCI amounting to ₱2.4 billion is presented under ‘Equity reserve’ in the consolidated statement of financial position.

On July 29, 2021, URC Oceania executed a share purchase agreement to sell its remaining 60% ownership interest in its Australia and New Zealand businesses (held under UHC) to Intersnack Group. The first tranche was the exercise of the call option from the 2019 transaction by Intersnack, which allowed it to acquire an additional 9% ownership interest (38,700 ordinary shares) in UHC at a pre-determined exercise price. This was immediately followed by the sale for cash of the remaining 51% ownership interest (219,300 ordinary shares) in UHC. The total cash received by URC Oceania from the 2021 disposal amounted to ₱24.0 billion.

The closing conditions were met, and the transaction was approved by the Australian Foreign Investment Review Board and New Zealand Overseas Investment Office on October 29, 2021. As a result of this transaction, the Group has relinquished control and ownership over UHC and its subsidiaries.

The derecognized assets and liabilities of UHC as of the date of deconsolidation follow:

Assets	
Cash and cash equivalents	₱1,638,743,847
Receivables	3,476,025,296
Inventories	2,115,987,811
Property, plant and equipment	10,905,146,480
Right-of-use assets	3,266,978,158
Goodwill	30,867,806,512
Intangibles	11,984,311,273
Deferred tax assets	104,923,273
Other assets	123,738,222
	₱64,483,660,872
Liabilities	
Accounts payable and other accrued liabilities	₱4,415,922,993
Income tax payable	18,419,235
Lease liabilities	3,863,641,971
Deferred tax liabilities	3,134,514,373
Other liabilities	33,278,489,808
	44,710,988,380
Net Assets	₱19,772,672,492

Cumulative translation adjustments related to Unisnack amounting to ₱214.8 million were also reclassified to profit and loss.

PFRS 5 requires income and expenses from disposal groups to be presented separately from continuing operations, down to the level of profit after taxes. The resulting profit or loss (after taxes) is reported separately in the consolidated statements of income. Accordingly, the consolidated statements of income for the years ended December 31, 2020 and 2019 have been restated to present the results of operations of Unisnack as 'Net income after tax from discontinued operations'.

The results of operations of Unisnack in the consolidated statements of income are presented below:

	2021	2020	2019
Sale of goods and services	**₱18,837,246,465**	₱19,978,296,082	₱19,771,310,360
Cost of sales	**12,856,083,612**	13,508,444,120	13,222,819,393
Gross profit	**5,981,162,853**	6,469,851,962	6,548,490,967
Selling and distribution costs	**2,862,499,842**	3,175,852,507	3,336,999,571
General and administrative expenses	**1,077,497,034**	1,143,290,085	942,643,189
Operating income	**2,041,165,977**	2,150,709,370	2,268,848,207
Finance revenue	**17,040,284**	19,081,780	41,760,824
Finance costs	**(740,256,456)**	(778,762,553)	(1,023,111,805)

(Forward)

	2021	2020	2019
Foreign exchange gain (loss) - net	**₱11,153,751**	₱17,892,394	(₱70,732,216)
Equity in net income of joint venture	**–**	31,586,911	19,842,245
Other income (expense) - net	**170,200,127**	(161,558,790)	(710,348,859)
Income before income tax	**1,499,303,683**	1,278,949,112	526,258,396
Provision for income tax	**319,170,663**	158,476,377	161,745,639
Net income	**₱1,180,133,020**	₱1,120,472,735	₱364,512,757
Gain on deconsolidation	**10,100,438,582**	–	–
Net income from discontinued operations	**₱11,280,571,602**	₱1,120,472,735	₱364,512,757

	2021	2020	2019
Attributable to Parent Company	**₱10,808,518,394**	₱672,283,641	₱145,805,103
Attributable to non-controlling interest	**472,053,208**	448,189,094	218,707,654
	₱11,280,571,602	₱1,120,472,735	₱364,512,757

Other comprehensive income from discontinued operations consists of the following:

	2021	2020	2019
Cumulative translation adjustments	**(₱214,775,311)**	₱514,552,426	₱1,071,875,373
Unrealized gain (loss) on cash flow hedge	**11,044,781**	(31,878,966)	–
	(₱203,730,530)	₱482,673,460	₱1,071,875,373

The related cash flows arising from Oceania businesses activities for the ten months ended October 31, 2021 follow:

Net cash provided by operating activities	₱1,816,495,886
Net cash used in investing activities	21,701,828,072
Net cash used in financing activities	(373,118,903)
Net cash flows from discontinued operations	₱23,145,205,055

The aggregate consideration received consists of:

Cash (net of transaction costs)	₱23,930,903,237
Non-controlling interest	6,244,876,706
Equity items	(302,668,869)
	₱29,873,111,074

Total gain on deconsolidation amounted to ₱10.1 billion, which is the difference between the consideration received and the carrying value of the Group's investment in Unisnack. The net cash outflow arising from the deconsolidation of cash and cash equivalents of Unisnack amounted to ₱1.6 billion.

34. **Earnings Per Share**

The following reflects the income and share data used in the basic/dilutive EPS computations:

	December 31, 2021	December 31, 2020	December 31, 2019
Net income attributable to equity holders of the parent	**₱23,323,672,422**	₱10,746,720,491	₱9,772,121,586
Weighted average number of common shares	**2,203,752,076**	2,204,161,868	2,204,161,868
Basic/dilutive EPS	**₱10.58**	₱4.88	₱4.43

The weighted average number of common shares excludes the treasury shares. There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these consolidated financial statements.

There were no potential dilutive shares for the years ended December 31, 2021, 2020, and 2019.

35. **Related Party Transactions**

The Group, in the regular conduct of its business, has entered into transactions with JGSHI, its ultimate parent, and other related parties principally consisting of sales, purchases, advances and reimbursement of expenses, regular banking transactions, leases and, management and administrative service agreements. Transactions with related parties are generally settled in cash.

Intercompany transactions with subsidiaries are eliminated in the accompanying consolidated financial statements. Details of related party transactions are as follows:

December 31, 2021									
Related Party	**Category/ Transaction**	**Amount/ Volume**	**Cash and Cash Equivalents** (Note 7)	**Short-term debt** (Note 18)	**Lease Liability** (Note 37)	**Trade Receivable (Payable) - net** (Notes 10 and 19)	**Non-trade Receivable (Payable) - net** (Notes 10 and 19)	**Terms**	**Conditions**
Ultimate Parent Company	Rental expense	**₱118,469,789**	**₱–**	**₱–**	**(₱706,413,557)**	**₱–**	**(₱9,341,133)**	On demand	Unsecured
	Management services	**47,994,974**	–	–	–	–	**(111,375,780)**	On demand	Unsecured
Entities under common control									
Due from related parties	Sales	**1,379,110,949**	–	–	–	**113,588,779**	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	**50,028,712**	–	–	–	–	**66,939,815**	On demand; non-interest bearing	Unsecured; no impairment
	Management services	**350,682,817**	–	–	–	–	**1,842,463,521**	On demand; non-interest bearing	Unsecured; no impairment
	Advances	–	–	–	–	–	**572,508,369**	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Rental expense	**227,831,704**	–	–	**(1,491,469,151)**	–	–	On demand	Unsecured
	Purchases	**1,298,087,872**	–	–	–	**(117,955,615)**	–	On demand	Unsecured
	Utilities	**346,722,292**	–	–	–	–	**(77,533,427)**	On demand	Unsecured
	Contracted services	**163,608,143**	–	–	–	–	**(41,116,399)**	On demand	Unsecured
Cash and cash equivalents	Cash in bank	**3,191,256,651**	**4,165,231,032**	–	–	–	–	Interest-bearing at prevailing market rate; due and demandable	Unsecured; no impairment
	Money market placements	**53,898,037**	**1,699,546,853**	–	–	–	–	Interest-bearing at prevailing market rate; due from 21 to 56 days; with interest ranging from 0.1% to 0.2%	Unsecured; no impairment
	Interest income	**4,299,202**	–	–	–	**866,393**	–	Due from 21 to 56 days	Unsecured
Short-term debt	Short-term debt	**200,000,000**	–	–	–	–	–		
	Interest expense	**2,776,111**	–	–	–	–	–		
Subsidiaries									
Due from related parties	Sales	**2,646,671,031**	–	–	–	**520,965,116**	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	**26,516,110**	–	–	–	–	**2,995,831**	On demand; non-interest bearing	Unsecured; no impairment
	Dividend income	**9,095,145,203**	–	–	–	–	–		
Due to related parties	Purchases	**14,185,149,708**	–	–	–	**(3,498,836,584)**	–	On demand	Unsecured
Joint Venture									
Due from related parties	Sales	**40,898,498**	–	–	–	**29,193,435**	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	**2,896,927**	–	–	–	**3,137,399**	–	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Purchases	**938,156,041**	–	–	–	**(137,124,921)**	–	1 to 30 days; non-interest bearing	Unsecured

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Related Party	Category/ Transaction	Amount/ Volume	Cash and Cash Equivalents (Note 7)	Short-term debt (Note 18)	Lease Liability (Note 37)	Trade Receivable (Payable) - net (Notes 10 and 19)	Non-trade Receivable (Payable) - net (Notes 10 and 19)	Terms	Conditions
Ultimate Parent Company	Rental expense	₱121,063,946	₱–	₱–	(₱764,321,855)	₱–	₱–	On demand	Unsecured
	Management services	40,414,311	–	–	–	–	(243,066,092)	On demand	Unsecured
Entities under common control									
Due from related parties	Sales	1,274,143,021	–	–	–	25,245,126	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	49,501,228	–	–	–	–	34,688,812	On demand; non-interest bearing	Unsecured; no impairment
	Engineering services	6,664,509	–	–	–	–	61,416,363	On demand; non-interest bearing	Unsecured; no impairment
	Management services	411,141,548	–	–	–	70,348,843	261,615,143	On demand; non-interest bearing	Unsecured; no impairment
	Advances	–	–	–	–	–	689,359,835	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Rental expense	211,864,735	–	–	(1,588,880,760)	–	–	On demand	Unsecured
	Purchases	673,852,625	–	–	–	(56,927,174)	–	On demand	Unsecured
	Utilities	262,792,339	–	–	–	–	(40,270,009)	On demand	Unsecured
	Contracted services	137,542,136	–	–	–	(68,741)	4,676	On demand	Unsecured
Cash and cash equivalents	Cash in bank	508,735,676	943,157,274	–	–	–	–	Interest-bearing at prevailing market rate; due and demandable	Unsecured; no impairment
	Money market placements	474,642,999	1,645,648,816	–	–	–	–	Interest-bearing at prevailing market rate; due from 7 to 119 days; with interest ranging from 0.1% to 0.6%	Unsecured; no impairment
	Interest income	9,817,642	–	–	–	1,464,611	–	Due from 7 to 119 days	Unsecured; no impairment
Short-term debt	Short-term debt	200,000,000	–	(200,000,000)	–	–	–	Interest-bearing at prevailing market rate; due within 30 days from availment; with interest of 2.8%	Unsecured
	Interest expense	46,027	–	(46,027)	–	–	–	Due within 30 days	Unsecured
Subsidiaries									
Due from related parties	Sales	2,776,408,565	–	–	–	552,967,141	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	22,573,198	–	–	–	–	–		
	Dividend income	357,000,000	–	–	–	–	–		
Due to related parties	Purchases	13,999,697,744	–	–	–	(4,656,218,581)	–	On demand	Unsecured
Joint Venture									
Due from related parties	Sales	52,408,053	–	–	–	14,901,911	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	1,498,893	–	–	–	1,923,368	–	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Purchases	1,063,089,575	–	–	–	(116,524,260)	–	1 to 30 days; non-interest bearing	Unsecured

		December 31, 2019						
Related Party	Category/ Transaction	Amount/ Volume	Cash and Cash Equivalents (Note 7)	Lease Liability (Note 37)	Trade Receivable (Payable) - net (Notes 10 and 19)	Non-trade Receivable (Payable) - net (Notes 10 and 19)	Terms	Conditions
Ultimate Parent Company	Rental expense	₱114,348,078	₱–	(₱812,744,581)	₱–	₱–	On demand	Unsecured
	Management services	94,979,667	–	–	–	(133,281,084)	On demand	Unsecured
Entities under common control								
Due from related parties	Sales	1,308,193,620	–	–	116,540,404	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	108,059,769	–	–	–	55,497,924	On demand; non-interest bearing	Unsecured; no impairment
	Engineering services	9,557,254	–	–	–	85,785,887	On demand; non-interest bearing	Unsecured; no impairment
	Management services	410,814,202	–	–	98,396,360	203,603,020	On demand; non-interest bearing	Unsecured; no impairment
	Advances	–	–	–	–	676,845,919	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Rental expense	123,978,820	–	(1,672,628,370)	–	–	On demand	Unsecured
	Purchases	953,972,641	–	–	(1,728,788)	–	On demand	Unsecured
	Utilities	464,081,720	–	–	–	(50,765,776)	On demand	Unsecured
	Contracted services	125,798,697	–	–	–	3,501,234	On demand; non-interest bearing	Unsecured; no impairment
Cash and cash equivalents	Cash in bank	99,590,571	435,189,020	–	–	–	Interest-bearing at prevailing market rate; due and demandable	Unsecured; no impairment
	Money market placements	1,645,648,816	1,645,648,816	–	–	–	Interest-bearing at prevailing market rate; due from 7 to 71 days; with interest ranging from 1.5% to 2.8%	Unsecured; no impairment
	Interest income	50,723,345	–	–	717,908	–	Due from 11 to 71 days	Unsecured; no impairment
Short-term debt	Short-term debt	–	–	–	–	–		
	Interest expense	–	–	–	–	–		
Subsidiaries								
Due from related parties	Sales	1,802,420,482	–	–	1,025,248,922	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	22,558,622	–	–	–	–		
	Dividend income	306,000,000	–	–	–	–		
Due to related parties	Purchases	15,344,794,857	–	–	(255,059,464)	–	On demand	Unsecured
Joint Venture								
Due from related parties	Sales	55,252,314	–	–	12,828,560	–	On demand; non-interest bearing	Unsecured; no impairment
	Rental income	1,427,517	–	–	514,288	–	On demand; non-interest bearing	Unsecured; no impairment
Due to related parties	Purchases	1,034,585,102	–	–	(64,894,000)	–	1 to 30 days; non-interest bearing	Unsecured

The Group maintains savings and current accounts and time deposits with an entity under common control which is a local commercial bank. Cash and cash equivalents earn interest at the prevailing bank deposit rates.

As of December 31, 2021 and 2020, the Group has advances from stockholders amounting to ₱196.2 million and ₱187.9 million, respectively (see Note 19). These advances are non-interest bearing and payable on demand.

Transactions with the retirement plan
The Parent Company entered into an agreement to lease the land of the retirement plan for a period of one (1) year, renewable annually. Rentals incurred amounted to ₱25.3 million for the years ended December 31, 2021 and 2020. Terms are unsecured, noninterest-bearing and payable on demand.

<u>Compensation of Key Management Personnel</u>
The compensation of the Group's key management personnel by benefit type follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Short-term employee benefits	**₱359,557,483**	₱250,161,746	₱332,029,853
Post-employment benefits	**37,335,668**	205,220,282	123,379,622
	₱396,893,151	₱455,382,028	₱455,409,475

There are no agreements between the Group and any of its directors and key officers providing for benefits upon termination of employment, except for such benefits to which they may be entitled under the Group's pension plans.

Approval Requirements and Limits on the Amount and Extent of Related Party Transactions
Material related party transactions (MRPT) refers to any related party transaction/s, either individually, or in aggregate over a twelve (12)-month period with the same related party, amounting to ten percent (10%) or higher of the Group's total consolidated assets based on its latest audited financial statements.

All individual MRPT's shall be approved by at least two-thirds (2/3) vote of the BOD, with at least a majority of the Independent Directors voting to approve the MRPT. In case that a majority of the Independent Directors' vote is not secured, the MRPT may be ratified by the vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock.

Aggregate RPT transactions within a 12-month period that meets or breaches the materiality threshold shall require the same BOD approval mentioned above.

36. Registration with the BOI

Certain operations of the Parent Company are registered with the BOI as preferred pioneer and nonpioneer activities. As a registered enterprise, the Parent Company is subject to some requirements and is entitled to certain tax and non-tax incentives which are considered in the computation of the provision for income tax.

<u>Sugar Millsite - Sonedco</u>
On June 29, 2018, Sugar Millsite - Sonedco was registered with the BOI as an expanding producer of refined sugar and its by-product (molasses).

Under the terms of the registration and subject to certain requirements, Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of three (3) years from September 2018 (as an expanding producer of refined sugar and its by-product) or actual start of commercial operation, whichever is earlier, but availment shall in no case be earlier than the date of registration; (b) importation of capital equipment, spare parts and accessories at zero (0) duty under EO No. 22 and its Implementing Rules and Regulations. Only capital equipment, spare parts and accessories directly needed and exclusively used in its operation shall be entitled to zero duty; (c) exemption from taxes and duties on imported spare parts and consumable supplies for export producers with Customs Bonded Manufacturing Warehouse (CBMW) exporting at least seventy percent (70%) of production; (d) additional deduction for labor expense for a period of five (5) years from registration an amount equivalent to fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (e) importation of consigned equipment for a period of ten (10) years from date of registration, subject to posting of re-export bond; (f) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; (g) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies; (h) exemption from wharfage dues, and export tax, duty, impost and fee for a period of ten (10) years from the date of registration; (i) access to CBMW subject to the Customs rules and regulations, and (j) additional deduction from taxable income equivalent to 100% of expenses incurred in the development of necessary and major infrastructure facilities.

The said expansion started commercial operation on November 27, 2018.

<u>Sugar Millsite - Balayan</u>
On September 8, 2017, Sugar Millsite - Balayan was registered with the BOI as an expanding producer of raw sugar and its by-product (molasses).

Under the terms of the registration and subject to certain requirements, Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of three (3) years from November 2018 (as an expanding producer of raw sugar and its by-product) or actual start of commercial operation, whichever is earlier but in no case be earlier than the date of registration; (b) importation of capital equipment, spare parts and accessories at zero (0) duty under EO No. 22 and its Implementing Rules and Regulations. Only equipment directly needed and exclusively use in its operation shall be entitled to capital equipment incentives; (c) additional deduction from taxable income of fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (d) importation of consigned equipment for a period of ten (10) years from date of registration, subject to posting of re-export bond; (e) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; and (f) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies.

The said expansion started commercial operation early of 2019.

Sugar Millsite – URSUMCO
On April 29, 2021, Sugar Millsite - URSUMCO was registered with the BOI as an expanding producer of refined sugar and its by-product (molasses).

Under the terms of the registration and subject to certain requirements, Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of three (3) years from April 2021 (as an expanding producer of refined sugar and its by-product) or actual start of commercial operation, whichever is earlier but availment shall in no case be earlier that the date of registration; (b) importation of capital equipment, spare parts and accessories at zero (0) duty under EO No. 85 and its Implementing Rules and Regulations. Only capital equipment, spare parts and accessories directly needed and exclusively use in its operation shall be entitled zero (0) duty; (c) additional deduction for labor expense for a period of five (5) years from registration an amount equivalent to fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (d) importation of consigned equipment for a period of ten (10) years from date of registration, subject to posting of re-export bond; (e) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; (f) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies; (g) exemption from wharfage dues, and any export tax, duty, impost and fee for a period of ten (10) years from date of registration; (h) access to Custom Bonded Manufacturing Warehouse (CBMW) subject to Custom rules and regulations; (i) tax and duty exemption on imported breeding stocks and genetic materials within ten (10) years from date of registration; and (j) tax credit on tax and duty portion of domestic breeding stocks and genetic materials within ten (10) years from date of registration.

The said expansion started commercial operation on April 1, 2021.

Cogeneration
On September 26, 2014, Cogeneration was registered with the BOI as a Renewable Energy (RE) developer of Bagasse-fired power plant.

Under the terms of the registration and subject to certain requirements, the Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of seven (7) years reckoned from the state at which the RE Plant generated the first kilowatt-hour of energy after commissioning or testing, or two (2) months from date of commissioning or testing, whichever is earlier, as certified by Department of Energy (DOE); (b) duty-free importation of RE machinery, equipment, and materials including control and communication equipment; within the first ten (10) years from the issuance of the DOE certificate of registration; (c) tax exemption of carbon credits; (d) special realty tax rates on equipment and machinery, (e) NOLCO during the first three years from the start of commercial operation shall be carried over as a deduction from the gross income as defined in the National Internal Revenue Code (NIRC) for the next seven (7) years immediately following the year of such loss; (f) after availment of the ITH, the enterprise shall pay a corporate tax of 10% on its taxable income as defined in the NIRC, provided that it shall pass on the savings to the end users in the form of lower power rates; (g) the plant, machinery, and equipment that are reasonably needed and actually used for the exploration, development, and utilization of RE resources may be depreciated using a rate not exceeding twice the rate which would have been used had the annual allowance been computed in accordance with the rules and regulations prescribed by the Department of Finance and the provisions of the NIRC. The enterprise that applies for accelerated depreciation shall no longer be eligible to avail of the ITH; (h) the sale of fuel or power generated by the enterprise from renewable sources of energy such as biomass as well as its purchases of local supply of goods, properties, and services needed for the development, construction, and installation of its plant facilities, and the whole process of exploration and development of RE sources up to its conversion into power shall be subject to zero percent VAT pursuant to NIRC; (i) tax credit equivalent to 100% of the value of VAT and custom duties that would have been paid on the purchase of RE machinery, equipment, materials and parts had these items been imported shall be given to the enterprise that purchases machinery, equipment, materials and parts from a domestic manufacturer.

Distillery

Producer of bioethanol (anhydrous) under RA 9513

On September 30, 2020, the Parent Company took over the operations of the Distillery from Roxol Bioenergy Corporation (RBC) after executing a Deed of Sale on the purchase of RBC's land and assets. The Distillery operations was registered with the BOI on October 24, 2008 as new producer of bioethanol (anhydrous) and potable (hydrous) ethanol under E.O. 226.

Per BOI letter dated October 22, 2014, the BOI registration as new producer of bioethanol (anhydrous) was transferred from E.O. 226 to R.A. 9513 (Renewable Energy Act of 2008) subject to new terms and conditions.

On February 24, 2021, the Certificate of Accreditation No. DOE-COA-2021-BE003A and Certificate of Registration No. RE-B2013-11-077A were both awarded by the Department of Energy (DOE) to the Parent Company. In addition, on March 24, 2021, the DOE issued a letter of endorsement to the BIR in relation to the Parent Company's application of 10% Corporate Tax Rate for income generated from the Distillery operations.

Under the new terms of the registration under RA 9513, the Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for seven (7) years reckoned from the date of actual commercial operations, as certified by the DOE; (b) duty-free importation of RE machinery, equipment and materials including control and communication equipment, within the first ten (10) years from the issuance of BOI certificate of registration or until October 23, 2018; (c) tax exemption of carbon credits; (d) special realty tax rates on equipment and machinery; (e) the NOLCO during the first three years from the start of commercial operation shall be carried over as deduction from the gross income as defined in the NIRC for the next seven consecutive taxable years immediately following the year of such loss; (f) after availment of the ITH, the enterprise shall pay a corporate tax of 10% on its taxable income as defined in the NIRC, provided that it shall pass on the savings to the end users in the form of lower rates; (g) the plant, machinery, and equipment that are reasonably needed and actually used for the exploration, development and utilization of RE resources may be depreciated using a rate not exceeding twice the rate which would have been used had the annual allowance been computed in accordance with the rules and regulations prescribed by the Department of Finance and the provisions of the NIRC. The enterprise that applies for accelerated depreciation shall no longer be eligible to avail of the ITH; (h) the sale of power generated by the enterprise as well as its purchases of local supply of goods, properties, and services needed for the development, construction, and installation of its plant facilities, and the whole process of exploration and development of RE sources up to its conversion into power shall be subject to zero percent VAT pursuant to NIRC; (i) the enterprise may be entitled to a cash generation-based incentive per kilowatt-hour rate generated, equivalent to fifty percent (50%) of the universal charge of power needed to service missionary areas, chargeable against the universal charge for missionary electrification; (j) tax credit equivalent to 100.0% of the value of VAT and custom duties that would have been paid on the RE machinery, equipment, materials and parts had these items been imported shall be given to the enterprise that purchases machinery, equipment, materials and parts from a domestic manufacturer.

Renewable energy developer of biomass resources
On August 28, 2013, Distillery was registered with the BOI as a manufacturer of bio-ethanol (fuel grade ethanol).

Under the terms of the registration and subject to certain requirements, the Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of seven (7) years from March 2014 or date of commissioning, whichever is earlier; (b) duty-free importation of RE machinery, equipment, and materials including control and communication equipment; within the first ten (10) years from the issuance of the BOI certificate of registration; (c) tax exemption of carbon credits; (d) special realty tax rates on equipment and machinery, (e) NOLCO during the first three years from the start of commercial operation shall be carried over as a deduction from the gross income as defined in the NIRC for the next seven (7) years immediately following the year of such loss; (f) after availment of the ITH, the enterprise shall pay a corporate tax of 10% on its taxable income as defined in the NIRC, provided that it shall pass on the savings to the end users in the form of lower power rates; (g) the plant, machinery, and equipment that are reasonably needed and actually used for the exploration, development, and utilization of RE resources may be depreciated using a rate not exceeding twice the rate which would have been used had the annual allowance been computed in accordance with the rules and regulations prescribed by the Department of Finance and the provisions of the NIRC. The enterprise that applies for accelerated depreciation shall no longer be eligible to avail of the ITH; (h) the sale of fuel or power generated by the enterprise from renewable sources of energy such as biomass as well as its purchases of local supply of goods, properties, and services needed for the development, construction, and installation of its plant facilities, and the whole process of exploration and development of RE sources up to its conversion into power shall be subject to zero percent VAT pursuant to NIRC; (i) tax credit equivalent to 100% of the value of VAT and custom duties that would have been paid on the purchase of RE machinery, equipment, materials and parts had these items been imported shall be given to the enterprise that purchases machinery, equipment, materials and parts from a domestic manufacturer.

Robina Farms (RF) - Poultry
Expanding producer of table eggs
On July 23, 2018, RF - Poultry was registered as an expanding producer of table eggs for the new commercial layer houses, with a non-pioneer status.

RF - Poultry is eligible to the grant of the following incentives: (a) ITH for three (3) years from July 2018 or actual start of commercial operations, whichever is earlier, but shall in no case be earlier than the date of registration. Income qualified for ITH shall be limited to the income directly attributable to the eligible revenue generated from registered project; (b) exemption from taxes and duties on imported spare parts and consumable supplies for export producers with CBMW exporting at least seventy percent (70%) of production; (c) additional deduction for labor expense for a period of five (5) years from registration an amount equivalent to fifty percent (50%) of wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (d) importation of consigned equipment for a period of ten (10) years from date of registration subject to posting of re-export bond; (e) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; (f) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies; (g) exemption from wharfage dues, and any export tax, duty, impost and fee for a period of ten (10) years from date of registration; (h) access to CBMW subject to the Customs rules and regulations; and (i) additional deduction from taxable income equivalent to 100% of expenses incurred in the development of necessary and major infrastructure facilities.

Robina Farms (RF) - Hogs
Producer of processed meat products
On October 28, 2019, RF - Hogs was registered with the BOI as a new producer of processed meat products, with a non-pioneer status.

Under the terms of the registration and subject to certain requirements, the Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of four (4) years from October 2019 or actual start of commercial operations, whichever is earlier, but availment shall not be earlier than the date of registration. The income qualified for ITH shall be limited to the income directly attributable to the eligible revenue generated from registered project. The enterprise can avail of bonus year subject to certain terms and conditions provided that the aggregate ITH availment (regular and bonus years) shall not exceed eight (8) years. The ITH bonus year shall not be applicable to expansion and modernization project; (b) importation of capital equipment, spare parts and accessories at zero (0) duty under Executive Order No. 85 and its Implementing Rules and Regulation; (c) exemption from taxes and duties on imported spare parts and consumable supplies for export producers with CBMW exporting at least seventy percent (70%) of production; (d) additional deduction for labor expense for a period of five (5) years from registration an amount equivalent to fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (e) importation of consigned equipment for a period of ten (10) years from date of registration subject to posting of re-export bond; (f) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; (g) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies; (h) exemption from wharfage dues, and any export tax, duty, impost and fee for a period of ten (10) years from date of registration; (i) access to CBMW subject to the Customs rules and regulations; (j) tax and duty exemption on imported breeding stocks and genetic materials within ten (10) years from the date of registration; and (k) tax credit on tax and duty portion of domestic breeding stocks and genetic materials within ten (10) years from date of registration.

URC Flour
On December 5, 2018, URC Flour was registered with the BOI as an expanding producer of flour, with a non-pioneer status.

Under the terms of the registration and subject to certain requirements, the Parent Company is entitled to the following fiscal and non-fiscal incentives: (a) ITH for a period of three (3) years from July 2019 or actual start of commercial operations, whichever is earlier, but availment shall not be earlier than the date of registration. The income qualified for ITH shall be limited to the income directly attributable to the eligible revenue generated from registered project; (b) importation of capital equipment, spare parts and accessories at zero (0) duty under Executive Order No. 57 and its Implementing Rules and Regulations; (c) exemption from taxes and duties on imported spare parts and consumable supplies for export producers with CBMW exporting at least seventy percent (70%) of production; (d) additional deduction for labor expense for a period of five (5) years from registration an amount equivalent to fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH; (e) importation of consigned equipment for a period of ten (10) years from date of registration subject to posting of re-export bond; (f) employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; (g) simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies; (h) exemption from wharfage dues, and any export tax, duty, impost and fee for a period of ten (10) years from date of registration; (i) access to CBMW subject to the Customs rules and regulations; and (j) additional deduction from taxable income equivalent to 100% of expenses incurred in the development of necessary and major infrastructure facilities.

37. Commitments and Contingencies

Milling Contracts
Milling contracts with various planters provide for a 60%-70% share to the planters (including related parties) and 30%-40% share to the Group of sugar and molasses produced from sugar canes milled. The Sugar Industry Development Act of 2015 provides that, to ensure the immediate payment of farmers and secure their income from sugarcane, farmers may enter into any payment method with the sugar mill.

Sugar under Custody but Not Owned
As of December 31, 2021 and 2020, the Group has in its custody sugar owned by several quedan holders amounting to ₱1.4 billion (862,837 Lkg) and ₱1.6 billion (963,224 Lkg), respectively. The said volume of sugar is not reflected in the consolidated statements of financial position since this is not owned by the Group. The Group is accountable to both quedan holders and sugar traders for the value of these trusteed sugar or their sales proceeds.

Leases
The Group's leases mostly pertain to land, office spaces, warehouses, machinery and equipment, transportation equipment and furniture and fixtures. Leases of land, office spaces, warehouses, machinery and equipment, transportation equipment and furniture and fixtures generally have terms ranging from two (2) to thirty (30) years.

Right-of-use Assets
Set out below are the carrying amounts of ROU assets recognized and the movements during the year ended December 31, 2021 and 2020:

	As of and for the year ended December 31, 2021					
	Land and Land improvements	**Buildings and Improvements**	**Machinery and Equipment**	**Transportation Equipment**	**Furniture and Fixture**	**Total**
Cost						
Balance at beginning of year, as restated	**₱1,059,912,417**	**₱6,257,085,523**	**₱57,551,568**	**₱24,555,252**	**₱1,615,368**	**₱7,400,720,128**
Additions	**–**	**138,509,999**	**17,292,372**	**1,884,898**	**10,243,075**	**167,930,344**
Divestment of business (Note 33)	**–**	**(4,221,784,563)**	**(46,381,967)**	**(25,648,019)**	**(11,874,363)**	**(4,305,688,912)**
Other adjustments	**(1,196,601)**	**75,135,471**	**2,429,036**	**308,317**	**15,920**	**76,692,143**
Balance at end of year	**1,058,715,816**	**2,248,946,430**	**30,891,009**	**1,100,448**	**–**	**3,339,653,703**
Accumulated Depreciation						
Balance at beginning of year	**212,016,298**	**1,109,076,025**	**49,366,537**	**12,665,524**	**1,615,368**	**₱1,384,739,752**
Depreciation	**1,819,240**	**634,427,844**	**12,290,512**	**7,008,423**	**2,015,106**	**657,561,125**
Divestment of business (Note 33)	**–**	**(983,187,524)**	**(33,112,194)**	**(18,764,642)**	**(3,646,394)**	**(1,038,710,754)**
Other adjustments	**(159,978)**	**118,503,294**	**2,346,154**	**191,143**	**15,920**	**120,896,533**
Balance at end of year	**213,675,560**	**878,819,639**	**30,891,009**	**1,100,448**	**–**	**1,124,486,656**
Net Book Value at End of Year	**₱845,040,256**	**₱1,370,126,791**	**₱–**	**₱–**	**₱–**	**₱2,215,167,047**

	As of and for the year ended December 31, 2020					
	Land and Land improvements	Buildings and Improvements	Machinery and Equipment	Transportation Equipment	Furniture and Fixture	Total
Cost						
Balance at beginning of year, as restated	₱1,061,412,216	₱3,132,730,630	₱53,335,968	₱26,272,904	₱3,561,600	₱4,277,313,318
Additions	–	3,093,822,172	9,489,761	(172,815)	1,507,895	3,104,647,013
Disposals and other adjustments	(1,499,799)	30,532,721	(5,274,161)	(1,544,837)	(3,454,127)	18,759,797
Balance at end of year	1,059,912,417	6,257,085,523	57,551,568	24,555,252	1,615,368	7,400,720,128
Accumulated Depreciation						
Balance at beginning of year	105,990,119	518,359,253	31,326,481	5,920,992	2,136,960	₱663,733,805
Depreciation	105,953,754	555,433,937	22,970,297	7,618,849	2,853,858	694,830,695
Disposals and other adjustments	72,425	35,282,835	(4,930,241)	(874,317)	(3,375,450)	26,175,252
Balance at end of year	212,016,298	1,109,076,025	49,366,537	12,665,524	1,615,368	1,384,739,752
Net Book Value at End of Year	₱847,896,119	₱5,148,009,498	₱8,185,031	₱11,889,728	₱–	₱6,015,980,376

Depreciation
The breakdown of depreciation and amortization of ROU asset follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Cost of sales (Note 24)	**₱117,462,530**	₱145,054,774	₱159,135,411
Selling and distribution costs (Note 25)	**131,861,122**	158,870,355	118,948,184
General and administrative expenses (Note 26)	**98,993,165**	102,513,545	103,415,962
Discontinued operations (Note 33)	**309,244,308**	288,392,021	292,273,914
	₱657,561,125	₱694,830,695	₱673,773,471

Lease Liabilities
The rollforward analysis of the Group's lease liabilities as at December 31, 2021 and 2020 follow:

	2021	2020
As at January 1	**₱6,678,556,563**	₱3,721,018,209
Additions	**393,623,329**	3,104,647,013
Accretion from continued operations (Note 30)	**203,442,993**	216,814,477
Accretion from discontinued operations (Note 33)	**134,272,943**	169,124,714
Derecognition	**(4,138,618,730)**	–
Payments	**(814,968,947)**	(830,570,104)
Other adjustments	**24,459,445**	297,522,254
As at December 31	**₱2,480,767,596**	₱6,678,556,563

The maturity analysis of lease liabilities is disclosed in Note 4, *Financial Risk Management Objectives and Policies.*

Derecognitions arose from disposal of business (Note 33) and lease terminations during the period.

Summarized below are the amounts recognized in the 2021 and 2020 consolidated statement of comprehensive income in relation to the Group's leases:

	2021	2020
Cost of Sales		
Cost of services - depreciation of ROU assets	**₱395,012413**	₱410,674,528
Rent expense - short term leases	**190,368,277**	184,028,580
	585,380,690	594,703,108
Operating Expenses		
Selling and distribution costs:		
Depreciation of ROU assets	**₱139,532,638**	₱166,559,051
Rent expense - short term leases	**367,951,289**	572,155,505
General and administrative expenses:		
Depreciation of ROU assets	**123,016,074**	117,597,117
Rent expense - short term leases	**74,375,388**	79,864,265
	704,875,389	936,175,938
Finance Cost and Other Charges - Accretion of Lease Liabilities	**₱337,715,936**	₱385,939,191
Rent Income	**₱58,792,660**	₱79,747,622

Operating Lease Commitments - Group as a Lessor
The Group has entered into (1) one-year renewable, noncancellable leases with various related parties covering certain land and buildings where office spaces are located. Future minimum rentals receivable under noncancellable operating leases amounted to ₱70.6 million, ₱72.1 million, and ₱72.5 million for the years ended December 31, 2021, 2020, and 2019, respectively.

Operating Lease Commitments - Group as a Lessee
The Group leases land where certain of its facilities are located. The operating lease agreements are for periods ranging from one to twenty years from the date of the contracts and are renewable under certain terms and conditions. The Group's rentals incurred on these leases (included under 'Cost of sales, 'Selling and distribution costs' and 'General and administrative expenses' in the consolidated statements of income) amounted to ₱632.7 million, ₱836.0 million, and ₱887.6 million for the years ended December 31, 2021, 2020, and 2019, respectively.

Future minimum rentals payable under noncancellable operating leases follow:

	December 31, 2021	December 31, 2020	December 31, 2019
Within one year	**₱473,308,116**	₱829,801,162	₱744,058,305
After one year but not more than five years	**1,441,900,057**	2,961,540,951	2,195,913,016
More than five years	**2,110,381,626**	6,069,158,735	2,718,442,085
	₱4,025,589,799	₱9,860,500,848	₱5,658,413,406

Others
The Group has various contingent liabilities arising in the ordinary conduct of business which are under either pending decision by the courts, arbitration or being contested, the outcomes of which are not presently determinable. In the opinion of management and its legal counsel, the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Group's financial position and results of operations. The information usually required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, is not disclosed on the grounds that it can be expected to prejudice the outcome of these lawsuits, claims, arbitration and assessments.

38. Supplemental Disclosure to Cash Flow Statements

The Group's noncash activities are as follows:

	December 31, 2021	December 31, 2020	December 31, 2019
Cumulative translation adjustment (Note 23)	**₱507,763,509**	(₱1,333,855,802)	₱1,197,749,346
Sale of equity interest without loss of control (Note 22)	–	–	513,794,155

The table below provides for the changes in liabilities arising from financing activities:

	Short-term debts	**Long-term debts**	**Total liabilities from financing activities**
January 1, 2021	**₱2,668,790,196**	**₱31,337,551,136**	**₱34,006,341,332**
Cash flows from availment	**9,200,000,000**	**–**	**9,200,000,000**
Cash flows from settlement	**(4,002,001,432)**	**–**	**(4,002,001,432)**
Foreign exchange movement/CTA	**(58,759,313)**	**1,533,234,208**	**1,474,474,895**
Divestment of Oceania businesses	**–**	**(33,049,122,390)**	**(33,049,122,390)**
Others	**–**	**178,337,046**	**178,337,046**
December 31, 2021	**₱7,808,029,451**	**₱–**	**₱7,808,029,451**

	Short-term debts	Long-term debts	Total liabilities from financing activities
January 1, 2020	**₱3,848,485,273**	**₱30,386,077,608**	**₱34,234,562,881**
Cash flows from availment	**2,125,000,000**	−	**2,125,000,000**
Cash flows from settlement	**(3,202,003,095)**	−	**(3,202,003,095)**
Foreign exchange movement/CTA	**(102,691,982)**	**853,097,627**	**750,405,645**
Others	−	**98,375,901**	**98,375,901**
December 31, 2020	₱2,668,790,196	₱31,337,551,136	₱34,006,341,332

Part of the proceeds from disposal of property, plant and equipment in 2021 is a noncurrent receivable from an affiliate (Note 17).

39. Approval for the Release of the Financial Statements

The accompanying consolidated financial statements of the Group were authorized for issue by the AC and the BOD on March 4, 2022.

SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Universal Robina Corporation
8th Floor, Tera Tower, Bridgetowne
E. Rodriguez, Jr. Avenue (C5 Road)
Ugong Norte, Quezon City, Metro Manila

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Universal Robina Corporation and Subsidiaries (the Group) as at December 31, 2021 and 2020, for each of the three years in the period ended December 31, 2021, included in this Form 17-A and have issued our report thereon dated March 4, 2022. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The schedules listed in the Index to Consolidated Financial Statements and Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68 and are not part of the basic consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Miguel U. Ballelos, Jr.

Miguel U. Ballelos, Jr.
Partner
CPA Certificate No. 109950
Tax Identification No. 241-031-088
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 1566-AR-1 (Group A)
April 3, 2019, valid until April 2, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-114-2022, January 20, 2022, valid until January 19, 2025
PTR No. 8853488, January 3, 2022, Makati City

March 4, 2022

Universal Robina Corporation and Subsidiaries
Schedule A - Financial Assets
December 31, 2021

Name of Issuing Entity and Description of Each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet/ Notes	Valued Based on Market Quotations at Balance Sheet Date	Income Received and Accrued (including Dividends Received)
Various/Equity Securities		₱513,705,225	₱513,705,225	₱32,302,870

See Note 8 of the Consolidated Financial Statements.

Universal Robina Corporation and Subsidiaries
Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2021

Name of Debtor	Balance at Beginning of Period	Additions	Collections	Balance at End of Period		
				Current	Noncurrent	Total
Various employees	₱145,279,300	₱–	(₱38,134,770)	₱107,144,530	₱–	₱107,144,530

See Note 10 of the Consolidated Financial Statements.

Universal Robina Corporation and Subsidiaries
Schedule C - Amounts Receivable from Related Parties Which are Eliminated During the Consolidation of Financial Statements
December 31, 2021

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Amounts Collected	Others	Amounts Written Off	Balance at End of Period		
						Current	Noncurrent	Total
URC Snack Ventures, Inc.	₱332,632,867	₱–	₱–	₱–	₱–	₱332,632,867	₱–	₱332,632,867
URC Beverage Ventures, Inc.	98,252,781	–	(183,264,354)	–	–	(85,011,573)	–	(85,011,573)
CFC Corporation	186,022,617	20,993,575	–	–	–	207,016,192	–	207,016,192
URC International Company, Ltd. and its Subsidiaries	2,632,480,535	–	(3,491,892,921)	–	–	(859,412,386)	–	(859,412,386)
Nissin - Universal Robina Corporation	200,552,577	–	(69,799,732)	–	–	130,752,845	–	130,752,845
	₱3,449,941,377	₱20,993,575	(₱3,744,957,007)	₱–	₱–	(₱274,022,055)	₱–	(₱274,022,055)

Universal Robina Corporation and Subsidiaries
Schedule D - Intangible Assets - Other Assets
December 31, 2021

Description	Beginning Balance	Additions at Cost	Deductions/Amortizations		Other Charges– Additions (Deductions)	Ending Balance
			Charged to cost and Expenses	Charged to Other Accounts		
Goodwill	₱31,194,495,817	₱20,372,536,451	₱–	₱–	(₱30,295,309,039)	₱21,271,723,229
Trademark	9,362,936,671	1,317,532,957	–	–	(9,286,328,917)	1,394,140,711
Customer relationship	1,805,490,811	–	(62,553,846)	–	(1,742,936,965)	–
Product formulation	425,000,000	–	–	–	–	425,000,000
Software costs	6,415,738	–	(4,637,606)	–	(1,778,132)	–
Other intangibles	–	1,497,003	–	–	–	1,497,003
Intangible Assets	₱42,794,339,037	₱22,781,912,878	(₱67,191,452)	₱	(₱41,936,418,236)	₱23,092,360,943

See Note 15 of the Consolidated Financial Statements.

Universal Robina Corporation and Subsidiaries
Schedule E - Long-Term Debt
December 31, 2021

Name of Issuer and Type of Obligation	Amount Authorized By Indenture	Amount Shown as Current	Amount Shown as Long-term	Total

NONE TO REPORT

See Note 20 of the Consolidated Financial Statements.

Universal Robina Corporation and Subsidiaries
Schedule F - Indebtedness to Related Parties (Long-Term Loans from Related Companies)
December 31, 2021

Name of Related Party	Balance at Beginning of Period	Balance at End of Period

NONE TO REPORT

Universal Robina Corporation and Subsidiaries
Schedule G - Guarantees of Securities and Other Issuers
December 31, 2021

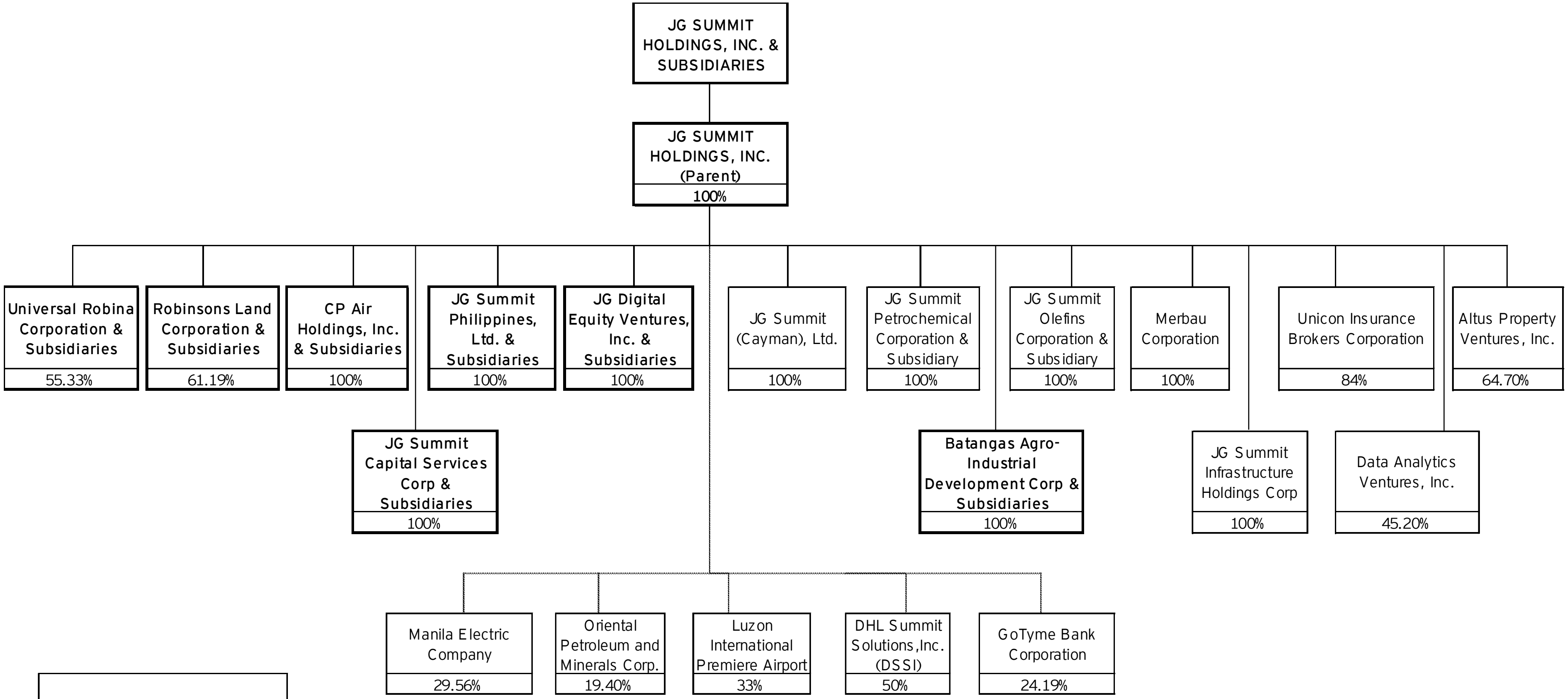
Name of Issuing Entity of Securities Guaranteed by the Company for which this Statement is Filed	Title of Issue of Each Class of Securities Guaranteed	Total Amount Guaranteed and Outstanding	Amount Owned by Person for which this Statement is Filed	Nature of Guarantee

NONE TO REPORT

Universal Robina Corporation and Subsidiaries
Schedule H - Capital Stock
December 31, 2021

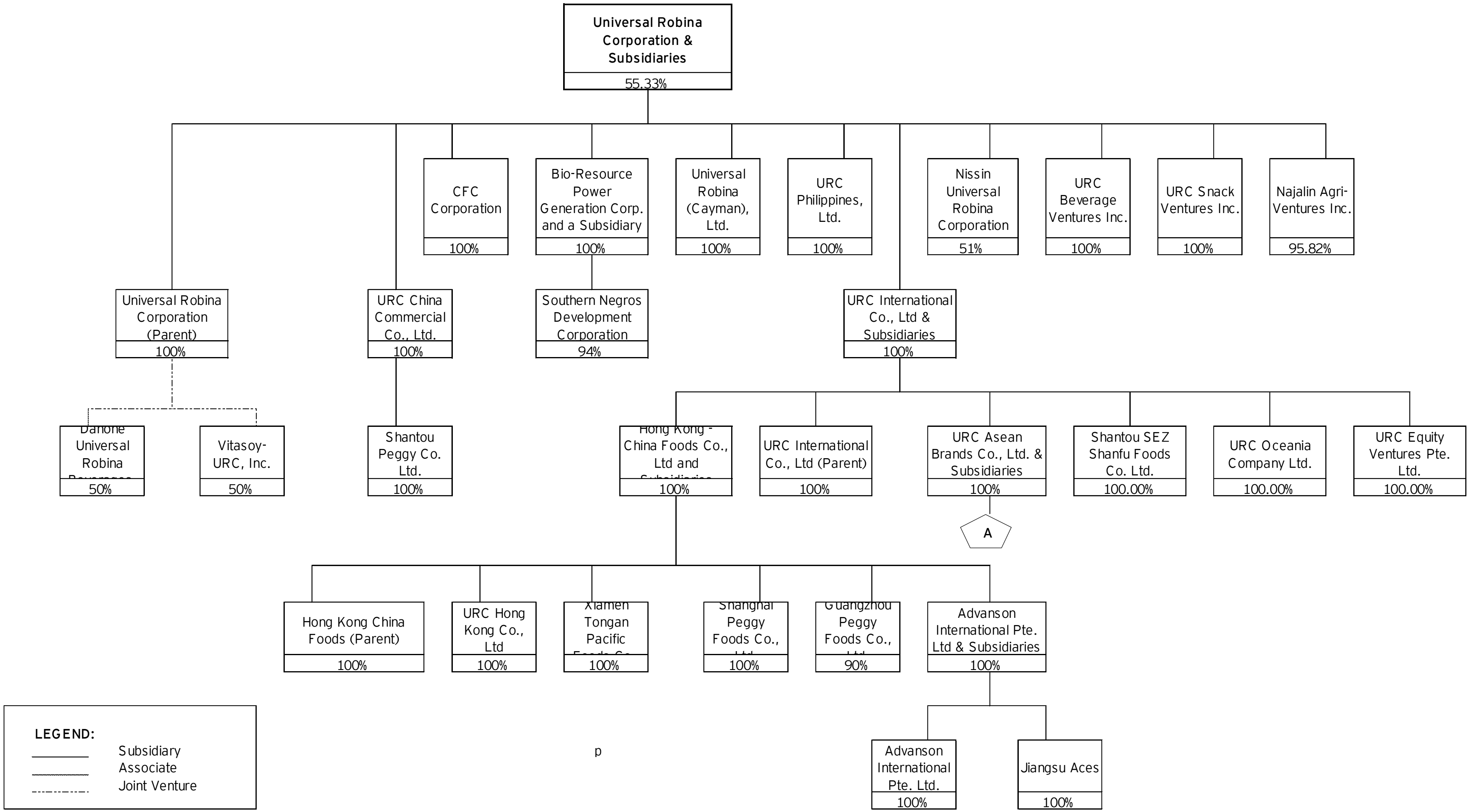
Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding (Net of Treasury Shares)	Number of Shares Reserved for Options, Warrants, Conversions and Other Rights	Number of Shares Held by		
				Affiliates	Directors, Officers and Employees	Others
Preferred stock - ₱1 par value	2,000,000	None	–	–	–	–
Common stock - ₱1 par value	2,998,000,000	2,200,983,378	–	1,217,841,260	1,814,077	981,328,041

See Note 22 of the Consolidated Financial Statements.

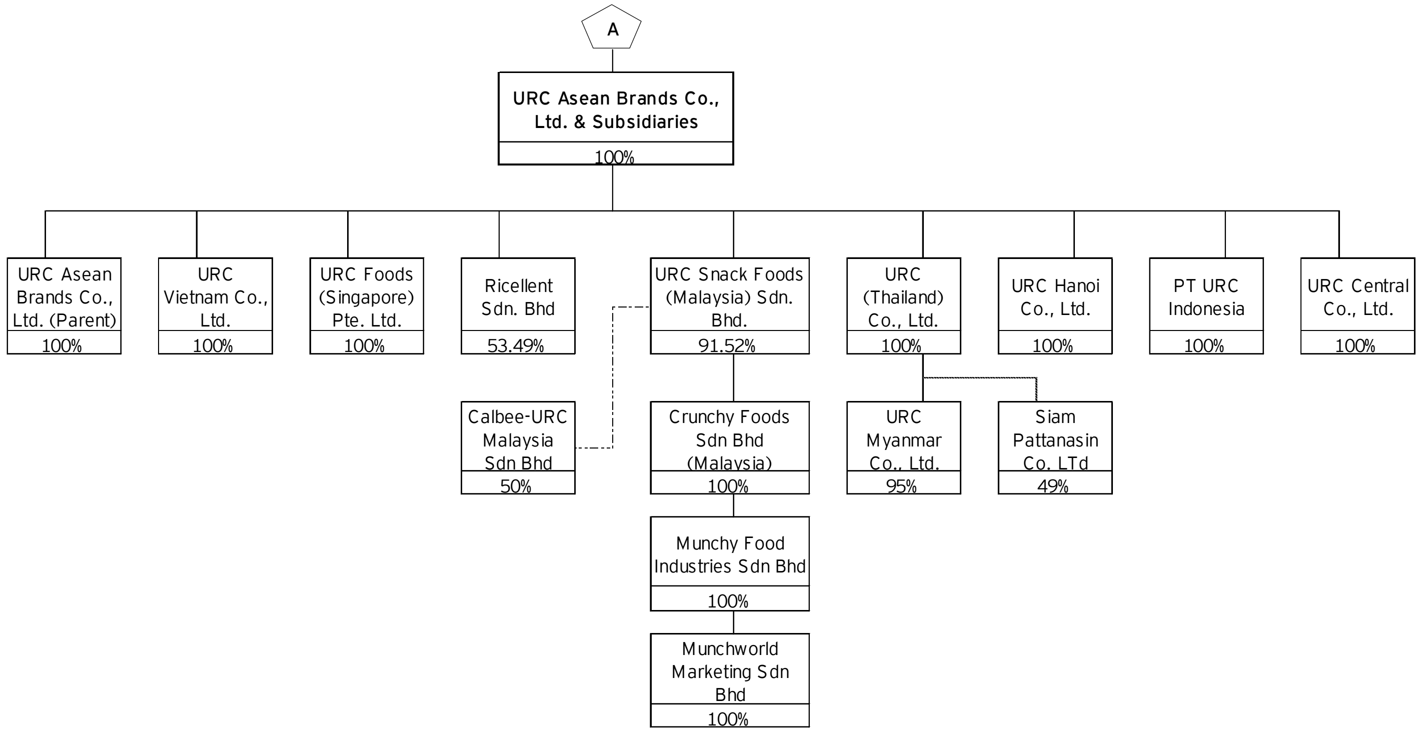


LEGEND:
Subsidiary
Associate
Joint Venture

NOTE: Please see separate sheets for the organizational structures of the various consolidation groups.



Universal Robina Corporation & Subsidiaries
55.33%
Universal Robina Corporation (Parent)
100%
URC China Commercial Co., Ltd.
100%
CFC Corporation
100%
Bio-Resource Power Generation Corp. and a Subsidiary
100%
Southern Negros Development Corporation
94%
Universal Robina (Cayman), Ltd.
100%
URC Philippines, Ltd.
100%
Nissin Universal Robina Corporation
51%
URC Beverage Ventures Inc.
100%
URC Snack Ventures Inc.
100%
Najalin Agri-Ventures Inc.
95.82%
URC International Co., Ltd & Subsidiaries
100%
Danone Universal Robina
50%
Vitasoy-URC, Inc.
50%
Shantou Peggy Co. Ltd.
100%
Hong Kong - China Foods Co., Ltd and
100%
URC International Co., Ltd (Parent)
100%
URC Asean Brands Co., Ltd. & Subsidiaries
100%
A
Shantou SEZ Shanfu Foods Co. Ltd.
100.00%
URC Oceania Company Ltd.
100.00%
URC Equity Ventures Pte. Ltd.
100.00%
Hong Kong China Foods (Parent)
100%
URC Hong Kong Co., Ltd
100%
Xiamen Tongan Pacific
100%
Shanghai Peggy Foods Co.,
100%
Guangzhou Peggy Foods Co.,
90%
Advanson International Pte. Ltd & Subsidiaries
100%
Advanson International Pte. Ltd.
100%
Jiangsu Aces
100%
LEGEND:
Subsidiary
Associate
Joint Venture
p


A
URC Asean Brands Co., Ltd. & Subsidiaries
100%
URC Asean Brands Co., Ltd. (Parent)
100%
URC Vietnam Co., Ltd.
100%
URC Foods (Singapore) Pte. Ltd.
100%
Ricellent Sdn. Bhd
53.49%
URC Snack Foods (Malaysia) Sdn. Bhd.
91.52%
URC (Thailand) Co., Ltd.
100%
URC Hanoi Co., Ltd.
100%
PT URC Indonesia
100%
URC Central Co., Ltd.
100%
Calbee-URC Malaysia Sdn Bhd
50%
Crunchy Foods Sdn Bhd (Malaysia)
100%
URC Myanmar Co., Ltd.
95%
Siam Pattanasin Co. LTd
49%
Munchy Food Industries Sdn Bhd
100%
Munchworld Marketing Sdn Bhd
100%

SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT
COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Stockholders and the Board of Directors
Universal Robina Corporation
8th Floor, Tera Tower, Bridgetowne
E. Rodriguez, Jr. Avenue (C5 Road)
Ugong Norte, Quezon City, Metro Manila

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Universal Robina Corporation and Subsidiaries (the Group) as at December 31, 2021 and 2020, and for each of the three years in the period ended December 31, 2021, and have issued our report thereon dated March 4, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's financial statements as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Miguel U. Ballelos, Jr.

Miguel U. Ballelos, Jr.
Partner
CPA Certificate No. 109950
Tax Identification No. 241-031-088
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 1566-AR-1 (Group A)
April 3, 2019, valid until April 2, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-114-2022, January 20, 2022, valid until January 19, 2025
PTR No. 8853488, January 3, 2022, Makati City

March 4, 2022

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES

SUPPLEMENTARY SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
AS OF DECEMBER 31, 2021 AND 2020

Financial Ratios	Formula	2021	2020
Current ratio	Current assets Current liabilities	1.73	1.22
Gearing ratio	Total financial debt (short-term debt, trust receipts payable and long-term debt, including current portion) Total equity (equity holders + non-controlling interests)	0.14	0.42
Debt-to-equity ratio	Total liabilities (current + noncurrent) Total equity (equity holders + non-controlling interests)	0.39	0.80
Asset-to-equity ratio	Total assets (current + noncurrent) Total equity (equity holders + non-controlling interests)	1.39	1.80
Operating margin	Operating income Sale of goods and services	10.9%	12.3%
Earnings per share	Net income attributable to equity holders of the Parent Company Weighted average number of common shares	10.58	4.88
Interest coverage ratio	Operating income plus depreciation and amortization Finance costs	32.23	30.30

UNIVERSAL ROBINA CORPORATION AND SUBSIDIARIES
SUPPLEMENTARY SCHEDULE OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

The table below presents the retained earnings available for dividend declaration as at December 31, 2021:

Unappropriated retained earnings as at December 31, 2020		₱4,374,209,620
Adjustments:		
Fair value adjustment on financial asset at FVTPL	727,526,853	
Loss arising from changes in fair value less estimated costs to sell of swine stocks	(37,039,948)	
Deferred tax assets, excluding those arising from remeasurements	(287,766,870)	402,720,035
Unappropriated retained earnings, as adjusted as at December 31, 2020		4,776,929,655
Net income actually earned/realized during the year		
Net income during the period	13,631,076,120	
Add: Fair value adjustment of financial assets at FVTPL	(87,194,548)	
Gain arising from changes in fair value less estimated costs to sell of swine stocks	(2,550,156)	
Movements of deferred tax assets, excluding those arising from remeasurements	(10,123,887)	13,531,207,529
Sub-total		18,308,137,184
Less: Dividend declarations during the year	(7,273,734,164)	
Treasury shares	(1,099,761,235)	(8,373,495,399)
Total retained earnings available for dividend declaration as at December 31, 2021		₱9,934,641,785

SUSTAINABILITY REPORT

Contextual Information

Company Details	
Name of Organization	Universal Robina Corporation (URC)
Location of Headquarters	Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila
Location of Operations	Philippines, Myanmar, Vietnam, Thailand, Malaysia, and Indonesia
Report Boundary: Legal entities (e.g. subsidiaries) included in this report*	The economic section and environment covers total URC, including Branded Consumer Foods (BCF) and Agro-Industrial and Commodities business (AIC). There are some limitations on the coverage under social performance which will be mentioned in each section. As we get better in our journey, we will further expand the coverage of our disclosure.
Business Model, including Primary Activities, Brands, Products, and Services	Our business is segmented into two groups, the Branded Consumer Foods (BCF) group and the Agro-industrial and Commodities (AIC) group. BCF forms majority of the business segment of URC. It is composed of strong household brands from the categories of snack foods, beverage and noodles. Snack foods is further segmented into salty snacks, candies, chocolates, biscuits, and cakes. Beverage is divided into powdered and ready-to-drink segment, while noodles is composed of the pouch and cup segments. URC was able to build strong regional brands over the years such as Jack 'n Jill for snack foods, C2 Cool and Clean for ready-to-drink tea, and Great Taste for coffee. We also sell pasta products under the El Real Brand. AIC is composed of the Agro-Industrial Group (AIG), Sugar & Renewables Group (SURE) and Flour Division. The AIG is composed of the Farms, Feeds, Food Services, Drugs and Disinfectants business segments. SURE produces raw sugar, refined sugar, molasses, bioethanol, power cogeneration and liquid CO_2. The Flour Division manufactures hard and soft wheat flour for both the commercial and institutional markets, and offers flour by-product such as wheat germ, bran, and pollard.
Reporting Period	January 1, 2021 to December 31, 2021
Highest Ranking Person responsible for this report	David J. Lim Jr. Chief Supply Chain and Sustainability Officer

**If you are a holding company, you could have an option whether to report on the holding company only or include the subsidiaries. However, please consider the principle of materiality when defining your report boundary.*

Materiality Process

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.
Our materiality process started when we first developed the Sustainability Report of URC in 2016 with (Global Reporting Initiative) GRI-Referenced Claim. The exercise required the involvement of all relevant stakeholders and leaders in the organization until we identified our most important focus areas. This involved a group-wide materiality assessment, which started with an extensive stakeholder engagement defined by our leadership team and key people in the organization, namely, international business partners, shareholders, employees, consumers/customers, suppliers, government, and local communities. This rigorous exercise gave us a perspective on how to further understand our opportunities and gaps, which helped define our five sustainability focus areas specifically, Natural Resources, People, Product, Supply Chain, and our Economic Contribution. Having the well-defined focus areas gave people the north star direction on where the company should focus our resources and expertise which can yield the most social impact. **I. IDENTIFY & ENGAGE** **A.) BENCHMARKING:** Our exercise started with an industry benchmarking process versus our peers in the food and beverage industry. **B.) STAKEHOLDER ENGAGEMENT:** A series of more in-depth analysis, engagement with internal and external stakeholders via survey testing, focus group discussions with consumers, key institutional investors, regulators that we engage with, nominated suppliers, local communities where we operate, employees, and senior leadership team (Corporate, Philippines, and Regional) of the company, gave foundation to our material aspects. **II. PRIORITIZE & DESIGN** Our materiality process assessed a range of issues facing our business, and the food and beverage industry as a whole. Problems were identified through the following sources: the group-wide stakeholder engagement process, industry benchmarking, external ratings and reporting frameworks, and reports from industry and multilateral organizations. In terms of scope and boundaries, our material issues have been defined from those within management control, with respect to the principles of relevance to business, business control, completeness, stakeholder inclusiveness, and materiality. Our materiality in 2016 continues to evolve, given the changes in business conditions, its alignment to United Nations' Sustainable Development Goals (SDG) as well as relevance to the key stakeholder. Below are the findings that firmed our material factors as a result of the rigorous exercise we did along with our sustainability steering committee and the inputs of our stakeholders. From the preliminary results, we further evaluate each of the material areas to firm up our materiality or key focus areas based on the following principles: people, trust, value, and risk & opportunity. **PHASE 1:** **1. Natural Resources** Our natural resources materiality is based on how we will address operational efficiency, such as the use of energy and water in our operations that will eventually free up capital for reinvestment. This also addresses our waste in terms of production as we optimize our processes and look at opportunities in embedding a circular economy.

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.

2. **People**

   Our materiality towards people encompasses both internal and external stakeholders such as the employees and the community. This material area looks at the connection of the engagement with people to the success of business operations through knowledge transfer and capacity building given that they are URC's greatest asset. How the value of the business will be shaped is based on the combined efforts of the people that mold it.

3. **Products**

   Product materiality combines the process of producing the product as well as the composition of the product itself. We uphold safety as our number one priority as we proactively align towards global standards ensuring the safety in our operations and products. Second, innovation has been the catalyst of URC in the last 65 years. We are driving our strength in the product development on emerging consumer needs in wellness and eco-designed packaging. We are also looking at expanding our products portfolio as competition for market differentiation toughens.

PHASE 2:

4. **Supply Chain**

   Our supply chain management materiality promotes responsible supplier relationships across our business units. Our stakeholders believe that we have to further influence our tier 1 to tier 2 suppliers in transforming their processes towards traceability, which is through supplier assessment, training, and policies. In 2020, we have assembled the principles relevant to business, business control, stakeholder inclusiveness, and materiality through the creation of the Eight Guiding Principles for Responsible Sourcing which include (1) Transparency and fairness to all stakeholders; (2) Good Governance; (3) Risk-based engagement; (4) Innovation Ecosystem; (5) Strategic partnership and programs for shared success; (6) Resource Efficiency and Circularity; (7) Safe and healthy workplace; and (8) Climate action for sustainable future.

5. **Economic Performance**

   Our responsibility drives our values towards shared success with our stakeholders. As our business grows, we are achieving inclusive growth with our stakeholders driven by the integration of sustainability in our governance and corporate strategy. We use the term "sustainable" intentionally in two dimensions. First, our approach should drive "sustainable, profitable growth." While businesses will have ups and downs, our where-to-play and how-to-win strategies must enable stable profit cash flow growth. Second, our approach should support "sustainable consumption and development." This means embracing business practices that protect and enhance our people and natural resources. This will ensure that our business, our people, our consumer base, and the communities in which we live and operate will continue to thrive in a sustainable future.

III. FEEDBACK

The final design was presented to the sustainability steering committee of URC to get the last sign off on the identified materiality areas based on the nature of the business, vision, and long-term strategy of URC. After the approval stage from the steering committee, materiality was unveiled for the first time to the organization during the Leadership Summit of JG

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.
Summit in Q4 2017, where the top 400 leaders of the JG Summit group were present, including the senior leaders of URC. **IV. MODIFY** In 2019, in order to show the social impacts of our materiality, we supplemented our Phase 1 with long term commitments as a part of our responsibilities to our stakeholders. From our baselining exercise in 2018, we were able to develop our long-term strategies, and we developed Key Performance Indicators (KPIs) which were communicated with the corporate level to the plant level across our business operations in the region. In 2020, our main priority was to accelerate our growth momentum and maintain the relevance and competitiveness of our brands. With that, we renewed the next 3-year sustainability strategies supporting Phase 1 of the Sustainability journey which focused on People, Natural Resources and Product. At the same time, we accelerated Phase 2 by developing goals and actions to promote responsible sourcing of key ingredients such as palm oil, potato, corn, cocoa, tea and coffee beans. We also aligned our materiality with the SDG to give a more significant meaning on how we can contribute to the society. Based on our materiality, we carefully assessed our KPIs with the most relevant SDG based on its indicators and KPIs. In 2021, URC became the first Fast Moving Consumer Goods (FMCG) supporter of Task Force on Climate-related Financial Disclosure (TCFD) in the Philippines. We also renewed our sustainability targets based on our key focus areas such as People and Communities, Climate Action, Water, Product, Packaging and Sourcing. Our commitments and refreshed targets for each focus areas will be discussed in each section under management approach. The company continues to improve and expand the coverage of our disclosure. Specifically, in 2021, URC expanded its environmental performance report boundary to include SURE, AIG, head offices, and distribution centers in the Philippines which previously was not covered in this report. Also, our data in renewable sources now captures our solar energy from company-owned facilities and electricity purchased from our geothermal energy provider. Consequently, we also added our energy consumption and GHG emission from our company-owned vehicles. In July 2021, the company leveraged on the benefits of digitalization through the development of the environmental, health and safety management online reporting system called Sustainability Digital Dashboard. Employing the Agile approach of project management, the project aims to deliver an enterprise-wide platform on sustainability that promotes safe and environment-friendly culture for total URC. This year, we will report our Environment Social and Governance (ESG) performance using internationally recognized reporting standards and frameworks. This includes reporting guidelines, indicators and terminologies developed by TCFD, Sustainability Accounting Standards Board (SASB), the GRI guidelines, and UN SDGs. Correspondingly, we revisited the material areas of the company given the significant disruptions brought by the pandemic. The result of the materiality review along with other data disclosures not covered by this report will be published along with the 2021 Annual Report in May 2022.

ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Quantity	Units
Direct economic value generated (revenue)	148,710	In million PHP
Direct economic value distributed:	131,938	In million PHP
a. Employee wages and benefits	17,746	In million PHP
b. Payments to suppliers, other operating costs	101,778	In million PHP
c. Dividends given to stockholders and interest payments to loan providers	9,021	In million PHP
d. Taxes given to government	3,371	In million PHP
e. Investments to community (e.g. donations & CSR)	22	In million PHP

Note:

- Employee wages and benefits include salaries and wages, other employee benefits, pension expense, direct labor under cost of goods sold (COGS) and contracted services
- Payments to suppliers and other operating costs include cost of sales, operating expense (excluding personnel cost, direct labor under COGS, contracted services, licenses and taxes), net foreign exchange gains (losses), market valuation loss on financial assets and liabilities at fair value through profit or loss – net, other income (expense)
- Dividends given to stockholders and interest payments to loan providers include dividends paid and finance cost
- Taxes given to government include provision for income tax and payments to government (taxes and licenses)
- Investment to community include key significant community engagement initiatives, COVID-19 donations in cash, food and beverage conducted by the company within the year
- Gross revenue includes sale from goods and services, market valuation gain on fair value through profit or loss, finance revenues, forex gains and other revenues (e.g.: gain from sales of Oceania Business and idle land)

What is the impact and where does it occur? What is the organization's involvement in the impact?

Impacts: About 89% of our revenue flows back to society. The remaining 11% is reinvested in the organization given that we are on the path to growth based on our 5-year strategy.

Stakeholders: Shareholders, employees, regulators, consumers, communities where we operate, suppliers, and customers.

Risks:
We recognize risks in the following areas:

1) Competition
The Company and its subsidiaries face competition in all segments of its businesses both in the Philippine market and in the international markets where it operates. The Philippine food industry in general is highly competitive. Although the degree of competition and principal competitive factors vary among the different food industry segments in which the Company participates, the Company believes that the principal competitive factors include price, product quality, brand awareness and loyalty, distribution network, proximity of distribution outlets to customers, product variations and new product launches.

The Company's ability to compete effectively is due to the continuous efforts in product sales and marketing of its existing products, new products development and cost rationalization.

2) Financial Market
The Company has foreign exchange exposure primarily associated with fluctuations in the value of the Philippine Peso against the U.S. dollar and other foreign currencies. Majority of the Company's revenues is denominated in Pesos, while certain portion of its expenses, including debt servicing and raw material costs, are denominated in U.S. dollars or based on prices determined in U.S. dollars.

What is the impact and where does it occur? What is the organization's involvement in the impact?
Prudent fund management is employed to minimize effects of fluctuations in interest and currency rates. **3) Raw Materials** The Company's production operations depend upon obtaining adequate supplies of raw materials in a timely manner. Its profitability depends on obtaining materials at a competitive pricing considering foreign currency exchange rates, since a portion of the Company's raw material requirements is imported. To mitigate these risks, multiple alternative sources of raw materials are used in the Company's operations. **4) Food Safety Concerns** The Company's business could be adversely affected by an actual or alleged contamination or deterioration of its flagship products, or of similar products produced by third parties. The risk of contamination or deterioration of its food products exists at each stage of the production cycle, including the purchase and delivery of food raw materials, the processing and packaging of food products, the stocking and delivery of the finished products to its customers, and the storage and display of finished products at the points of final sale. The Company conducts extensive research and development for new products, line extensions for existing products and for improved production, quality control and packaging, as well as customizing products to meet the local needs and flavors in the international markets for its food business. For its agro-industrial business, its researchers are continually exploring advancements in breeding and farming technology. The Company regularly conducts market research and farm-testing for all of its products. Moreover, the Company ensures that the products are safe for human consumption, and that the Company conforms to standards and quality measures prescribed by regulatory bodies such as Bureau of Food and Drugs, Sugar Regulatory Authority, Bureau of Animal Industry, and Department of Agriculture. **5) Mortalities** The Company's agro-industrial business is greatly affected by the outbreaks of various diseases. The Company faces the risk of outbreaks of foot and-mouth disease and African Swine Fever, which is highly contagious and destructive to susceptible livestock such as hogs, and avian influenza or bird flu for its chicken farming business. These diseases and many other types could result to mortality. Disease control measures are adopted by the Company to minimize and manage these risks. **6) Intellectual Property Rights** Approximately 71.4% of the Company's sale of goods and services in 2021 were from its branded consumer foods segment. The Company has put considerable efforts to protect the portfolio's intellectual property rights, including trademark registrations. Security measures are continuously taken to protect its patents, licenses and proprietary formulae against infringement and misappropriation. **7) Weather and Catastrophe** Severe weather conditions may have an impact on some aspects of the Company's business such as its sugar cane milling operations due to reduced availability of sugar canes. Weather conditions may also affect the Company's ability to obtain raw materials as well as the cost of those raw materials. Moreover, Philippines have experienced a number of major natural catastrophes over the years including typhoons, droughts, volcanic eruptions, and earthquakes. The Company and its subsidiaries continually maintain sufficient inventory levels to neutralize any shortfall of raw materials from major suppliers whether local or imported.

What is the impact and where does it occur? What is the organization's involvement in the impact?
8) Environmental Laws and Other Regulations The Company is subject to numerous environmental laws and regulations relating to the protection of the environment and the human health and safety, among others. The nature of the Company's operations will continuously subjected to stringent environmental laws and regulations that may increase the costs of operating its facilities above currently projected levels and may require future capital expenditures. The Company is continually complying with the environmental laws and regulations mandated by the Department of Environment and Natural Resources (DENR). The Company shall continue to adopt policies and controls that are financially conservative to manage the various business risks it faces.

Management Approach (Impact and Risks)
URC currently has mitigation plans that may affect financial risks. These include operational improvements such as upgraded processes, regular review, and follow ups for accounts receivables, retraining of employees and regular audits, ensuring that third party service providers understand the process regarding billing, mitigating declining market value of assets, sourcing of input materials, and foreign exchange risk mitigation, among many others.

Management Approach on Opportunities
Our Economic contribution and performance are part of our materiality and a more comprehensive approach in addressing both the risks and opportunities that associated with it is currently being developed. On top of our financial risks and opportunities, URC recognizes that non-financial risks could grossly affect its bottom line, thus affecting its economic value distribution. In light of this, a more comprehensive approach at consolidating and understanding these risks will be made in the short- to the mid-term horizon as part of our overall sustainability strategy.

Climate-Related Risks and Opportunities

Governance, Risks, Strategy
Governance: Our President and Chief Executive Officer (CEO) acts as the overall Sustainability Champion guided by the Board of Directors, who ensures alignment and consistency with the overall business strategy and risk management framework. Our Sustainability Steering Committee is composed of corporate officers appointed by the CEO. The roles of these corporate officers are closely related to their functional roles in the organization. They are responsible for the long-term strategy as well as its execution. Climate change is currently embedded in our environment materiality reporting, where we measure our greenhouse gas (GHG) emissions, and which we address through the lowering of our energy use ratio on a per unit basis and by reducing our emissions which we will discussed under the management approach of environmental impact management section. In 2021, the company started to formalize the roles and responsibilities of the Sustainability Steering Committee to strengthen our commitments and initiatives under each of the sustainability focus areas. **Risks:** URC is a manufacturing business that offer products varying from branded snacks and beverage, agro-industrial, flour, sugar and renewables. The use of natural resources is a very important component on how we create value for our stakeholder. The rise in the global mean temperature and any other climate related risks have a substantial impact not only on our direct operations, but also within our entire supply chain. On the upstream supply chain, it may pose disruption on our procurement operation in terms of sourcing availability and raw materials quality. On the downstream it may affect the behavior of consumers and their purchasing power. Some of the key critical raw ingredients of our business

Governance, Risks, Strategy
include coffee, cocoa, potato, and sugar which may be deemed as climate sensitive. This may affect not only the direct cost of our production but also the volume of the product produced. URC recognizes the following key risks that impact its value chain as a result of climate impact: • Reputational Risk - anything that could negatively impact the company or brand's reputation and image • Strategic Risk - mergers, acquisition, divestiture, market dynamics, shareholder relations, major initiatives, planning and resource allocation, and crisis communication • Operations Risk – physical assets, supply chain, brand marketing, customer relationship management, product, sales, and third-party relationships • People Risk - recruitment and retention, health and safety, labor relations, employee development and performance, and succession planning • Financial Risk - internal and external accounting reporting and disclosures, market risks, liquidity and credit risks, and capital structure • Compliance and Governance Risk - conformance to relevant laws and regulations, code of conduct, policies and procedures • Information Technology Risk - cybersecurity, data protection, IT infrastructure, and IT systems • Emerging Risk - climate change, sustainability, natural calamity, pandemic, and political instability **Strategy:** To ensure that climate action is given utmost priority across all levels in the organization, this sustainability focus area is embedded in overall corporate strategy under the "People and Planet Friendly Culture". Accordingly, we integrated our target in efficient energy use to the supply chain transformation strategy driven by lean manufacturing program and supply chain optimization. As we continue to progress with our sustainability journey, we will further develop climate strategy and related scenarios aligned with TCFD recommendations. Our roadmap to complete our scope 1 and 2 emissions management is until 2025, while scope 3 will be until 2030. The detailed discussion about our initiatives and programs on climate action is presented further in the environment section under resource management.

Risk Management
As a part of our goal to build the company's Resilience, we underwent an Enterprise Risk Management process together with JG Summit to be able to determine the top risks which would greatly impact the business. Adopting Committee of Sponsoring Organizations (COSO) framework principles, we started with identifying risks for each of the conglomerates' and subsidiaries' business drivers while integrating Sustainability Risks through looking at Megatrends and Sustainability Systems Maps. These risks were assessed based on their impact to the business and likelihood of occurrence. Those identified as Medium, High and Very High Severity Risks were further evaluated through Risk Prioritization by considering the ability of the business to respond in case these risks occur. Those identified as High and Very High Risks from the Risk Prioritization process now make up the top risks of the company. Further evaluation and review were done with our stakeholders to confirm and validate the results. After top risks were validated, mitigation responses were also developed for each of these risks.

Metrics and Targets
Our strong commitment on Climate Action is to move towards a low-carbon economy by optimizing the use of renewable energy and by using offset mechanisms to reduce impact of GHG emissions. As a company, we have committed to substantially improve the energy consumption in our facilities by improving our Energy Use Ratio (EUR) to 30% by 2030, and by gearing towards achieving net zero carbon emissions by 2050. EUR is the measurement of energy consumption in relation to total products produced per category. This covers all energy sources of the company. In 2021, URC became the first Fast Moving Consumer Goods (FMCG) supporter of Task Force on Climate-related Financial Disclosure (TCFD) in the country. We will continuously improve our approach on climate action, as we complete our Scope 1, 2, and 3 management-based on the roadmap that is mentioned above in the strategy section. We will start aligning our strategies and targets based on the TCFD recommendations.

Procurement Practices

Proportion of Spending on Local Suppliers

Disclosure	Quantity	Units
Percentage of procurement budget used for significant locations of operations that is spent on local suppliers	58	%

Note: Data covers BCF-PH and BCF-INT which composed of direct materials (raw material and packaging material) only

Impact, Stakeholders, and Management Approach
Impact: As a food and beverage business, procurement process plays a significant role within our value chain. Our procurement policies have set parameters on quality, traceability, and compliance. We also make sure that we involve the quality management team in the procurement process to ensure safety and quality from the source. Implementing an efficient and effective procurement practices can provide timely and tangible cost improvements to the company. **Stakeholders**: Suppliers, farmers, employees, shareholders, customers and end-consumers **Management Approach**: **Accreditation Policy** The Company follows the Supplier Accreditation Policy (found in Annex 2) to ensure that the Company's suppliers and contractors meet the standard criteria on supply agreement. Suppliers and contractors undergo accreditation and orientation on Company policies. URC follows group-wide policies on managing procurement, which is implemented through the Business Supplier Accreditation Team (BUSAT), supervised by each Business Unit's Procurement team. **Quality Management across the Value Chain** URC's passion for quality is anchored on the vision of providing our customers with brands of exceptional quality and value. Good manufacturing practices are strictly implemented in our facilities. Our Quality Management Systems are regularly assessed and aligned with international standards. Quality at the source is heavily promoted, starting with our supplier partners. We conduct regular testing of our raw materials, in-process goods, and finished products to ensure that we uphold our high-quality measures in every area of our value chain.

What are the Risk/s Identified?
Sourcing Risks: As part of our business continuity, we recognize that the risks in severe weather conditions may have an impact on some aspects of the Company's business, such as raw materials sourcing that will impact our cost of goods. As a food and beverage company, URC uses significant input materials to sustain its production. The availability of these raw materials can be affected by the changes in climate, especially climate-sensitive critical raw materials such as coffee, cocoa, potato, and sugar. These changes can affect the livelihood of the farmers whom we source out our materials from and can result lower yield and quality of the harvest. On top of this, crisis situations such as a pandemic and supply chain disruptions can pose serious risks in sourcing of our raw materials, packaging, essential services, and spare parts. **Currency Devaluation:** 42% of our raw and packaging input materials from domestic and international business (excluding our Myanmar, China, Hong Kong and Singapore business units) are imported. If the Peso experienced devaluation especially against the US dollar, it may impact our profitability. **Breach**: The company recognizes the risk once a supplier fails to deliver their commitments in the agreed-upon contract. This will potentially cause delays and production disturbances in the company. **Management Approach:** Our procurement practices are aligned with our commitment to ensure the quality of our products. Our growth and experience in the last 65 years enabled us to improve our standards and technical expertise in sourcing. Through the years, we ensure that we look for the finest sources of materials through stringent material and supplier accreditation. We also share best practices in terms of sourcing amongst our strategic partners like Danone of France and Nissin of Japan, where we look for synergistic opportunities and learnings. Given that we operate in different regions and we produce high-quality products, our input materials are sourced both locally and abroad. For our top materials (based on spending and the number of products that use them), we ensure that we have three different sources from different locations for business continuity. For other materials that may have less than three alternative sources, we established an ongoing risk management program like alternative supplier qualification and alternative site qualification. As for our procurement process, we centralize our procurement where negotiations are done in the headquarters to leverage scale, harmonize quality specifications, provide corporate visibility, and ensure alignment to our policy. **Physical Hedging:** We do forward contracts or physical hedging on specific raw materials that we believe will have material changes in price and/or face possible supply constraints. **Vertical Integration:** Our sugar and flour milling operations in URC give us benefits in sourcing in terms of availability and quality management, especially since sugar and flour are part of our top 10 input materials. On top of sugar and flour, we also have our own packaging company through URC Flexible Packaging. **Supplier Accreditation:** URC's procurement and sourcing practices are managed from supplier accreditation, requirement identification to sourcing, contracting, and order fulfillment. In doing so, we consistently meet the needs of our stakeholders by sourcing from accredited suppliers at the right time, quality, quantity, and at the most competitive price. Specific to the food processing sector, it is also critical that URC's raw materials and production inputs are traceable, thus ensuring that we

What are the Risk/s Identified?
uphold food safety standards. Proper procurement practices are also given priority to avoid any incidence of missing targets and objectives.

Opportunities, Stakeholders, Management Approach

Key opportunities in our strategy towards a more sustainable sourcing:

1. Influence our Supplier Towards Responsible Sourcing and Traceability - As we focus more on sustainable operations, it is critical for URC's raw and input materials to be traceable and responsibly-sourced, thereby ensuring that we uphold the highest food safety standards. For example, our palm oil, which is one of our critical raw materials, is already being sourced from Roundtable on Sustainable Palm Oil (RSPO)-certified suppliers like Cargill. Moving forward, given that Supply Chain is part of our materiality, we have to influence our suppliers towards responsible sourcing through our accreditation process-and cascade of our Responsible Sourcing Policy and Supplier Code of Conduct.

2. Strategic Partnerships and Programs - As a company, we support sustainable sourcing on tea, potato, and corn with our existing programs. We can further increase our scale across markets where we operate as we embed sustainability in our international business strategy ensuring inclusive growth and quality from the source.

3. Partnership with Supplier for Innovation - We started doing partnerships with some suppliers that will drive our competitive advantage. We believe innovation can also be sourced from our partners; thus, this is an excellent opportunity to strengthen our sourcing practices further as we become more hands-on and involved with our suppliers in their respective operations.

4. Enhance Supplier Accreditation - We continue to update our supplier accreditation based on best-in-class practices on our input materials. Audit and management should cover tier 1 to tier 2 level of suppliers to ensure responsible sourcing.

Stakeholders: Farmers, Suppliers, Consumers, Shareholder

URC commits to the highest standards of legal, environmental, ethical and social responsibility. The company commits to promote responsible sourcing of raw and packaging materials, demonstrate environmental stewardship and enable sustainable development of communities where we operate.

We aim to create and contribute shared success with our stakeholders. Towards this goal, the approach will be a collaboration with suppliers to continuously improve our sourcing activities. By 2030, our vision is to 100% responsibly-sourced our key ingredients such as palm oil and chipping potato and 50% responsibly-sourced for our coffee beans and cocoa.

URC will transform towards a sustainable value chain through our sustainable raw materials, sustainable supply chain, sustainable farming and climate protection programs. We will integrate responsible sourcing into the corporate sourcing strategy, business practices and Supplier Code of Conduct and leverage other sourcing functions to drive responsible sourcing practices. We will conduct formal risk and materiality assessment to identify and prioritize risks and impacts in the supply chains.

We work with suppliers that have a strong commitment to sustainability and leverage regional procurement as we continue to improve our overall supplier management. For the past three years, we promote and build the foundation of sustainable agriculture for our stakeholders:

In 2021, we have procured and used 20% RSPO-certified palm oil in our operations, to ensure that highest standards and industry practices in sourcing of palm oil and its derivatives are in place. Also,

Opportunities, Stakeholders, Management Approach
this year, 100% of our chipping potatoes were sourced from GAP-certified suppliers. Additionally, AIG received recognition from US Soybean Export Council as the first to use sustainable US Soy Seal in Southeast Asia while SURE has signed a Memorandum of Agreement (MOA) on Sustainable Sugarcane Farming for a hundred (100) hectares farm land near the URC SONEDCO Sugar Mill Site. In the Philippines, we continue to help the local farmers increase their yield and scale-up productivity by providing high quality chipping potato seeds as farm inputs to selected potato farming communities in Cordillera, Bukidnon, and Davao del Sur through Sustainable Potato Program. We also continue to support sugar cane farmers in Negros, Batangas, and corn farmers in Ilocos Sur, in partnership with the local government through Project Salig. Further details regarding the Sustainable Potato Program and Project Salig are discussed under Relationship with Community section.

Anti-Corruption

Training on Anti-Corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anticorruption policies and procedures have been communicated to[1]	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to[2]	100	%

Note:
[1] 100% of new employees undergo onboarding training. The Code of Business Conduct and Offenses Subject to Disciplinary Action are part of the onboarding presentation. These policies and programs are also made available online for easy access to the rest of the employees for their reference and guidance.
[2] This accounts for total suppliers to whom the Code of Business Conduct, the Code of Discipline, and related Offenses Subject to Disciplinary Actions (OSDA) have been communicated to during the onboarding and orientation processes.

Upon boarding, the board of directors (BOD) receive orientation on URC's Code of Conduct which includes anti-graft corruption policy. The Company is committed to promoting transparency and fairness to all stakeholders. The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program. Some of the Company's Anti-Corruption programs are embodied in the Code of Business Conduct and Ethics, Conflict of Interest, OSDA, among others.

The anti-corruption policies and programs are made available online for easy access to the rest of the employees in the organization for their reference and guidance. Through the facilitation of the HR team, URC will also roll-out an eModule of the Code of Business Conduct where all of the Company employees shall be asked to watch and take the exam to gauge their comprehension and retention of the Company policies and guidelines.

An anti-corruption and conflict of interest training was held last Oct. 15, 2021, and was attended by the following members of the Board of Directors:

1. Lance Gokongwei (November 25, 2021)
2. Antonio Periquet
3. Cesar Purisima
4. Christine Marie Angco
5. Irwin Lee
6. Johnson Robert Go
7. Patrick Henry Go
8. Rizalina Mantaring

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#
Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

Impacts and Risks: Where they occur, URC's involvement, stakeholders affected
Impacts: Corruption undermines URC's ability to equitably distribute economic value to the right stakeholders. If rampant, it could erode a culture of integrity, transparency and trust that is necessary in ensuring collaboration between employees, innovation, and synergy between business units. **Stakeholder:** Employees, Management **Risks:** Our governance recognize the risk incidents of corruption such as government penalties and reputational risk to URC, which in turn could result in plummeting of stock market price.
Management Approach for Impacts and Risks
Anchored on JG Summit's anti-corruption program, we are committed to promoting transparency and fairness to all stakeholders. The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program. Some of the Company's Anti-Corruption programs are embodied in the Code of Business Conduct and Ethics, Conflict of Interest, OSDA, among others. The same are disseminated to all employees across the Company through trainings to embed them in the Company's culture. New employees are oriented regarding policies and procedures related to Business Conduct and Ethics and similar policies. All employees are given periodic reminders. Further, all concerned employees are required to comply with the Annual Self-Disclosure Activity on an annual basis, to disclose potential conflicts of interest. The Company also has an established suitable framework for whistleblowing and ensures its enforcement to allow employees and other stakeholders to freely communicate their concerns about illegal or unethical practices without fear of retaliation, and to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns. **Conflict of Interest** The Company's Code of Business Conduct and Conflict of Interest Policy require employees to make a conscious effort to avoid conflict of interest situations such that his/her judgment and discretion is not influenced by considerations of personal gain or benefit. A conflict of interest may also occur because of the actions, employment, or investments of an immediate family member of an employee. **Conduct of Business and Fair Dealings** The Company's employees that recommend, endorse, or approve the procurement or sale of goods and services should make a conscious effort to avoid any conflict of interest situation in transactions that they are involved in. **Receipt of Gifts from Third Parties** The Company allows the acceptance of gifts only during the Christmas Season. There is no restriction in the value of the gift accepted. However, accepted gifts with an estimated value over PHP 2,000 must be disclosed to the Conflicts of Interest Committee.

Impacts and Risks: Where they occur, URC's involvement, stakeholders affected
Compliance with Laws and Regulations The Company ensures that all transactions comply with relevant laws and regulations. Any deficiencies are immediately rectified. **Respect for Trade Secrets / Use of Non-Public Information** The Company has policies that ensure proper and authorized disclosure of confidential information. Disclosures to the public can only be done after disclosure to the SEC and PSE by the Company's authorized officers. **Use of Company Funds, Assets, and Information** Employees are required to safeguard Company resources and assets with honesty and integrity. Employees must ensure that these assets are efficiently, effectively, and responsibly utilized. **Employment and Labor Laws and Policies** The Company's Human Resources Unit ensures compliance with employment and labor laws and policies. **Disciplinary Actions** Violation of any provision of the Code of Business Conduct may result to disciplinary action, including dismissal and reimbursement for any loss to the Company that result from the employee's action. If appropriate, a violation may result in legal action against the employee or referral to the appropriate government authorities. **Whistle Blower** Any employee may discuss or disclose in writing any concern on potential violation of the Code of Business Conduct with the Conflicts of Interest Committee (CICOM). Reports or disclosures can be made in writing or by e-mail. All information received in connection with the reports or disclosures shall be strictly confidential and shall not be disclosed to any person without prior consent of CICOM. **Conflict Resolution** The CICOM submits recommendations on courses of action to be taken on conflicts of interest situations. Decision is done by the Executive Committee. Integral to URC Purpose, Values, and Ambition (PVA), which employs a four-pronged approach to cultivating trust within the organization, the Open-Door Policy is a management commitment to leave the proverbial door open to all employees and cultivate trust across all levels in the chain of command.
Opportunities & Management Approach
URC sees an opportunity in developing platforms where updates in anti-corruption policies can be cascaded internally, through retraining and numerous communication channels. There is also an opportunity to evaluate the effectiveness of the policies covering anti-corruption, especially the channels through which complaints may be filed.

ENVIRONMENT

Resource Management

Energy Consumption within the Organization

Disclosure	Quantity	Units
Energy consumption (renewable sources)	890,013[1]	GJ
Energy consumption (electricity)	1,459,621	GJ
Energy consumption (fossil fuel)	4,397,320[2]	GJ
Energy consumption (Total)	6,746,954	GJ

Note:
Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, head offices, and external distribution centers in the Philippines)

[1] Renewable sources include power generated from solar and biomass/biogas owned facilities and electricity purchased from our geothermal energy provider
[2] Includes fossil fuel used from operations and company-owned vehicles

Impact, Stakeholders, and Management Approach
Impact: High energy consumption can affect our cost to produce on a per-unit basis, thereby impacting our margins. Emissions from our non-renewable energy sources can negatively impact communities where we operate if we do not treat the quality of emissions or reduce our dependency on non-renewable sources. **Stakeholders:** Communities where we operate and employees **Management Approach:** Our strong commitment towards Climate Action is to move towards a low-carbon economy by optimizing use of renewable energy and by using offset mechanisms to reduce impact of GHG emissions. As a company, we have committed to substantially improve our energy consumption in our facilities by improving our Energy Use Ratio (EUR) by 30% by 2030 and by gearing towards achieving net zero carbon emissions by 2050. EUR is the measurement of energy consumption in relation to total products produced per category. This covers all energy sources of the company. To drive this commitment, URC continuously implements LEAN Manufacturing methodology under our Supply Chain Transformation strategy which aims to lower production downtime, reduce waste, minimize GHG emissions, and optimize the use of our natural resources. The Lean Manufacturing program is currently being implemented and replicated across our operations under the Branded Foods Business. To support this major program, Project JAGUAR (Journey in Achieving Sustainability Goals thru Utilities and Assets Renewal) was established and implemented in 14 BCF PH Plants with an investment of PHP 868M. This covers the improvement of major plant utility equipment like Boilers, Air Handling Units, and Compressors which will generate PHP 322M savings per year while improving energy efficiency. The expected impact of Project JAGUAR in the energy use ratio of these plants is a reduction of 14% and equivalent to 42,000 CO_2 tonnes. Comparing to the 2018 baseline level of energy consumption, we were able to improve our EUR by 6% and showed year on year positive trend driven by energy conservation programs and machine efficiency initiatives, like leak detection and correction. An added process improvement is the development of the energy calculator which can provide the standard usage of energy per equipment and will be the reference for any improvement action.

Risks, Stakeholders, and Management Approach on Risks
Risks: The company recognizes the risks to energy security due to increased competing demands from energy intensive sectors, including domestic consumption. The company also recognizes that energy generation from traditional sources can create a negative impact to air quality, health, and contribute to climate change. Overdependence on fossil fuels also exposes the country to fluctuations in energy prices, which has financial implications to our business.

Risks, Stakeholders, and Management Approach on Risks

Physical Risks

Climate Risks to our Direct Operations: Our home market, the Philippines, has experienced several major natural catastrophes over the years, including typhoons, droughts, volcanic eruptions, and earthquakes that have a direct impact on our entire supply chain operations. On the human resource side, we recognize risks involving problems in working conditions such as health-related concerns that will affect our workplace safety.

Regulatory Risks

We recognize regulatory risks since URC is subject to numerous environmental laws and regulations relating to the protection of the environment and human health and safety, among others, as a manufacturing company.

Fuel and electricity are significant input materials for a manufacturing plant. Specifically, in URC, we use different types of fuel to generate energy, such as diesel, bunker, liquified petroleum gas (LPG), coal, electricity, compressed natural gas (CNG), Liquefied natural gas (LNG). Total consumption per energy source is reported to the Department of Energy.

We acknowledge the presence of regulatory risks in all markets where we operate, and how this can affect our operations. Compliance is always followed in the handling, storage, use and disposal of these fuels.

Capital Market Risks

As investors are becoming more conscious in responsible investing, sustainability has become a critical value driver aside from financials, with climate becoming a more common parameter in their negative screening process. Our investors have started to request more action towards climate risk as they demand a more deliberate climate action strategy, actionable plans, progress, and transparency.

Market Risks due to Price Competitiveness

Higher energy can affect our cost to produce which will give us less room to manage our prices if there's a significant inflation in our input materials.

Stakeholders: Communities where we operate, Employees, Local Government, Regulatory

We want to contribute to a positive impact on the world's natural resources by transforming our operations, ensuring we conserve water, reduce our GHG emissions, and optimize our energy use.

Management approach:

Leadership Transformation - As we become a premier snack food and beverage company today and, in the future, we believe transforming our leadership with sustainability as one of their crucial agenda is imperative to drive both strategy and initiatives based on our commitments. KPIs, demonstrated behavior, mindset to invest, operational routines, and accountability are areas of leadership where sustainability must be embedded. Leadership should also align with our total URC 2030 commitments to ensure cohesiveness across business divisions and markets. Lastly, we believe the sustainability mindset is driven by having a cultivation paradigm in pursuit of new business and operating models that are planet friendly.

Culture Transformation - One of the key agendas of our Chairman and our President and CEO is having a culture of sustainability; therefore, it is important to drive our programs organically. We believe we have to embed in each individual that URC is a workplace where everyone must do their part in conserving energy and water through constant innovation. We encourage ideas across the organization, and let them flourish and come to life to engage everyone in living out our sustainability

Risks, Stakeholders, and Management Approach on Risks
journey. Our champions will continue to push communication and learning through strategic communications in order to fully equip our organization to develop ideas in line with sustainability. **Systems -** We believe technology is a strong enabler in achieving our environmental commitments, primarily our responsibility towards climate action. Our integrated management systems and infrastructure upgrades are the first steps towards more planet-friendly operations. We are prepared to invest in assets that will further drive our energy and water conservation use in line with our commitments to the United Nations' Sustainable Development Goals in Climate and Water. These investments will also drive significant cost savings in our business as another positive outcome of our drive towards sustainability. We want to capitalize on Industry 4.0 moving forward, which will serve as a great enabler in achieving our strategy towards the environment and climate action. **Compliance -** URC's full compliance with environmental laws and regulations is imperative to achieve business continuity. Full ecological compliance is evaluated based on applicable national and local laws and regulations as required by the DENR, Energy Regulatory Commission (ERC), Department of Energy (DOE), Municipal Environment and Natural Resources Office (MENRO) and other pertinent government agencies. In the process of ensuring environmental compliance, URC identifies all applicable regulatory requirements; determines and assesses the gaps, identify the permits and licenses needed per facility; establishes the relevant guidelines; develops and implements action plans and provides the required infrastructure and other resources to fulfill the permit conditions and requirements of all government agencies. It is the responsibility of all URC BUs to comply with applicable environmental laws and regulations. This is also managed at the JG Summit Holdings level under the Government Affairs, Legal, and Corporate Governance departments. In managing environmental compliance, evaluation is done through audits by both internal and external auditors. **ESG Integration in Corporate Strategy:** The integration of ESG are becoming relevant in their investment decisions. Having an active ESG program makes URC less exposed to all risks mentioned above. **Stakeholder Engagement:** Our Investor Relations Group is proactively responsible for communicating with stakeholders in this area, like institutional investors, brokers, and our investor relations officers are engaging key rating agencies. This IR team is also equipped with strong capabilities to regularly engage investors on ESG regarding our strategy while they also respond annually to sustainability raters. Additionally, we also have JG Summit – Corporate Affairs supporting URC by engaging stakeholders like government, regulators, communities, and the media. Since May 2021, URC has set up the Corporate development and External Affairs unit to provide support in the management of company's reputation and relations activities for the business.

Opportunities and Management Approach
Opportunities: **Operating Efficiencies** As the threat of climate change increases, companies like URC are looking for opportunities to increase the efficiency of existing processes and cultivate the growth in renewable resource practices within the system. **Technology** The rise of Industry 4.0 across the world has demonstrated efficiencies in different industries. We see this as a great opportunity to save in both financial and natural resources as well as improve our

Opportunities and Management Approach
operating efficiency. Installation of sensors will give our operations a more agile approach in addressing problems quickly as well as effectively measure what we can improve. **Management Approach:** **Lean Mindset** We continue to implement the "LEAN mindset" across our facilities. The use of LEAN mindset enabled savings piloted in Calamba and replicated in other plants. Some examples would be improvements in utilities usage in both water and energy. The LEAN mindset enabled the organization to be more responsive towards addressing issues raised by operations, who are now enabled by upskilling of appropriate capabilities via training and education, immersion on the job and use of available analytical tools and techniques. **Renewable Sources** To integrate the broader goal of URC in achieving net zero target by 2050, the company signed an agreement with renewable energy producers to supply 20 of its facilities with geothermal, solar and hydro energy. These include our manufacturing sites in Pasig City, Laguna, Cavite, Pampanga, Antipolo and Bulacan, as well as facilities in Cebu and Negros Occidental. In 2021, the company started to purchase its electricity from geothermal sources for its BCF – Bagumbayan facility procuring around 6,000 GJ of electricity. Consequently, URC continues to expand its utilization of renewable energy from our owned power generation facilities. In the Philippines, BCF Canlubang is operating solar panels up to 1 megawatt while Vitasoy facility in San Fernando, Pampanga generates up to 21 kilowatts. Internationally, BCF Thailand subsidiary has finished installing solar panels on six factories and four warehouses at its compound in Samut Sakhon province, southwest of Bangkok. The solar panels can generate an estimate of 6 megawatts of power. In 2021, the company generated a total of 12,500 GJ of energy from BCF Canlubang and BCF Thailand solar power project. In URC SURE, bagasse, a fibrous material leftover extracted from sugarcane is fed to the boilers to produce electricity used to power the mill's operations. In our poultry and hog farms, manure is collected to produce biogas which is converted to green energy through anaerobic digestion. In 2021, a total of 871,000 GJ of energy was produced from the utilization of these biomass/biogas. During milling season (from September to June) when there is an excess bagasse utilized in the Biomass-fired plant, SURE is selling the excess energy to the grid. URC long term goal is to have all the plants utilize electricity from 100% renewable energy by 2025. This year, the company's total renewable energy accounts for almost 38% of our total electricity consumption. Through solar at scale project, URC will continue to expand its solar projects at the Calamba, Laguna, Misamis Oriental, Tarlac, Pampanga and Cebu plants. There are also plans to install solar panels in our international business units. BCF Vietnam is currently installing a 3 MW Solar rooftop system in its coffee plant located in the Vietnam Singapore Industrial Park Binh Duong. The solar panels cover 18,500 square meters of roof area and will supply 21% of actual electricity consumption of the plant. Geared towards achieving 100% renewable energy by 2025 and net zero by 2050, the company will begin to integrate its climate action projects by adopting Agile Project Management by 2022. URC will explore opportunities to shift to green fuel alternatives and best available technologies to reduce coal consumption. We will also study the potential benefits and applications of plant-based fuels (e.g. crops and woods) and waste (e.g. plastics) as a possible alternative source of energy/fuel.

Water Consumption within the Organization

Disclosure	Quantity	Units
Water withdrawal[1]	19,350,717	Cubic meters
Water consumption[2]	14,081,714	Cubic meters
Water recycled and reused[3]	866,792	Cubic meters

Note:
Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, head offices, and external distribution centers in the Philippines)
[1] Water withdrawal is the volume of water extracted from third party water, ground water, surface water and sea water
[2] Water consumption is computed as difference between water withdrawal vs water discharge
[3] Water recycled and re-used is the volume of water from wastewater and rainwater recovery

Impact, Stakeholders and Management Approach
Impact: As a food and beverage company, we utilize water at every stage of our value creation process. We understand the importance of efficient water management, given that our water use affects operational cost, the stability of water supply, compliance with government standards, and overall business continuity. **Stakeholders:** Our employees, communities where we operate in, regulatory, and local government **Management Approach:** Our commitment to sustainability means that we use water responsibly and safeguard its resources. As a company, we have strongly committed to substantially use water efficiently in our facilities by increasing our Water Use Ratio (WUR) target from 30% to 60% by 2030, double our original goal set in 2018. WUR is the measurement of water consumption in relation to total products produced per category. This metric covers both our internal sources (deep wells) and external sources. We are continuously monitoring our performance based on the requirements of the National Water Resources Board (NWRB). We withdraw water from different sources and adhere to the maximum allowable extraction rate. URC utilizes a mix source of water, from deep wells and municipal water. It is good to note that URC SURE reduces its water consumption by using recycled water in its operations. In 2021, they were able to recycle 855,994 cubic meters of water equivalent to 10% of their total water consumption. Since the 2018 baseline data, the company has approximately saved 11.5 million cu meters of water and improved water use ratio by 49%. Compared to our baseline numbers, we were able to decrease our water withdrawn and increase our utilization through water conservation initiatives. Additional actions around process improvements have significantly improved water usage like utilizing recycled water, eliminating wastage, optimizing water intensive cleaning activities, reducing frequent changeovers, to name a few. Leak detection and correction was a major undertaking since 2019. The results from the water mapping activity guided the plants in the deployment prioritization of actions for improvement.

What are the Risk/s and Opportunities Identified?
Risks: URC highlights the value of water as vital to our business and we recognize that water shortages may cause significant risks across our value chain, both directly and indirectly. The direct risk is easily seen with the impact of drought where insufficient water supply can interrupt our day-to-day operations and worse, can stop us from manufacturing our products.

What are the Risk/s and Opportunities Identified?

Our business faces indirect risks as well, starting with significant adverse economic impacts. With prolonged drought and declining water resources, we will face an increase in cost to procure water from alternative sources, and potentially, the regulatory body might put some limitations and restrictions to water extraction from deep wells.

Similarly, we recognize supply chain risks on our input materials that are water intensive. Therefore, we need to carefully assess our business partners and ensure that they have reliable access to water supply that allows them to operate as well.

Based on World Resources Institute (WRI) Aqueduct Water Risk Atlas, 21% of the total water withdrawal of URC in 2021 were extracted from the regions with high baseline water stress. Baseline water stress measures the ratio of total water withdrawals to available renewable surface and groundwater supplies. This indicate that our facilities located in the identified areas such as Bulacan, Cebu, Tarlac and Pampanga will possibly experience water risk because of water supply competition in the region.

To address the risk in water availability, the company recognizes the need to conduct Source Water Protection Plan based on the result of source vulnerability assessment (SVA).

Management Approach:

Practice of 3Rs (Reduce, Reuse, and Recycle)

As a company, we recognize that water is a non-renewable resource, and that it is an essential input material in the production of our products. In URC, we practice the principle of the three Rs: Reduce, Reuse, and Recycle. Implementation of the three Rs is based on the need or requirement of the plant. An assessment is being done by comparing the actual versus the general water usage of each product category or plant. We set our priorities given to product categories or plants with high water usage.

We reduce water usage by detecting and correcting the leaks in the pipelines, eliminating wastages from the production, improving the efficiency of our water treatment facilities and by utilizing rainwater harvesting system. We Reuse our water in our daily activities such as for cleaning of pallets, watering the greenery and for toilet- flushing. We Recycle by using non-virgin water in initial washing of some of our critical raw materials in snacks, such as unpeeled potato, which is considered one of the most water intensive activities in our value chain and by utilizing of waste water effluent for top up water for cooling towers.

Lean Mindset:

We continue to implement the “LEAN mindset” across our facilities. The use of LEAN mindset enabled savings piloted in Calamba and replicated in other plants. Some examples would be improvements in utilities usage in both water and energy. The LEAN mindset enabled the organization to be more accountable and responsive towards addressing issues raised by operations, who are now enabled by the upskilling of appropriate capabilities via education and training, immersion on the job and use of available analytical tools and techniques.

Opportunities:

Geared towards improving our WUR by 60% by 2030, the company has an opportunity to optimize its water usage by adapting innovative methods in the production that would utilize less water. Consequently, we continue to identify and adapt best available technologies and process improvements that drives the increase of the use of recycled water versus the virgin water. We will expand and replicate successful practices in water conservation programs (e.g.: Rainwater harvesting,

What are the Risk/s and Opportunities Identified?
effluent water re-use, installation of waterless cooling pumps, automated water tank valves, shift to high water efficiency fixtures and equipment).

Materials used by the Organization

Disclosure	Quantity	Units
Materials used by weight or volume		
• Renewable[1]	2,127,573	Tonnes
• Non-Renewable[2]	600	Tonnes
Percentage of recycled input materials used to manufacture the organization's primary products and services[3]	5.96	%

Note:
Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, and external distribution centers in the Philippines)
[1] Renewable are waste materials used as alternative fuel to generate our own energy. Data include coffee spent ground, spent tea leaves, bagasse, spent wash, molasses, chicken manure, and pit dung
[2] Non-renewable are waste materials re-used or recycled for other purposes other than conversion to energy. Data includes re-grind PET bottles reused to mix with virgin resin for bottle making of BCF-PH.
[3] Percentage of recycled input materials is computed as the amount of re-grind PET used as feedstock divided by the total input materials (virgin resin + re-grind PET).

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: Effective use of these materials reduces both costs and GHG emissions created in production. This impacts our direct operations like production waste which goes to landfills. **Stakeholder:** Employees, government, suppliers and communities **Risks:** As a company, we acknowledge that the risk of over extracting limited natural resources to set up more facilities or producing primary products is possible through the unchecked use of non-renewable resources.
Management Approach for Impact and Risks
URC focuses on finding solutions that lead to seamless and efficient operations. The responsible use of natural resources — intrinsic to our business — entails that we minimize our environmental impact and optimize synergies where possible, whether in the careful sourcing of raw materials from select suppliers, or in the proper use, reuse, or disposal of these same materials and the material by-products generated from our operations. **Upcycling**: URC's commitment to quality usually entails rejecting packaging materials that do not pass inspection, however small the blemish or dent. Added to which, scrap plastics remain after the materials have been cut and folded or shaped into the desired packaging. Rather than dispose of these materials in a landfill, URC has found ways to reincorporate them into new products. For one, URC's scrap polyethylene terephthalate (PET) material – including bottle rejects – is grounded into PET flakes and mixed with virgin PET resin to create new containers. We only upcycle materials within our system to ensure that the products are clean and do not impose a threat towards safety and quality. The company intensified its efforts to convert waste to energy through co-processing and production of Refuse Derived Fuel in partnership with cement plants.
Opportunities & Management Approach
There are opportunities to increase the use of recycled materials that URC can take advantage of by ensuring that the company keeps abreast of the latest information and applying them across business

units when ready. PET is currently recyclable; we can look for ways to recycle other packaging materials such as films by converting multi-layer films into mono materials.

Ecosystems and Biodiversity (whether in upland/watershed or coastal/marine)

Disclosure	Quantity	Units	Boundaries
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	12.548	Ha	Across URC operations, only Davao Flour Mill located in Km 10 Sasa, Buhangin District, Davao City, Davao del Sur is adjacent to a key biodiversity area listed by DENR-Biodiversity Management Bureau. Davao Gulf situated in the southeastern part of Mindanao is one of the priority conservation areas of the Sulu-Sulawesi Marine Ecoregion. It is a breeding and nursery ground for small and large species, with frequent sightings of whale sharks, dugongs and leatherback turtles, among the list of species cited in the Convention on the International Trade of Endangered Species (Source: World Wildlife Fund)
Habitats protected or restored	7,699	Seedlings	URC-wide tree planting and nurturing activities were conducted across different sites identified to be with high biodiversity value.
IUCN Red List species and national conservation list species with habitats in areas affected by operations	0	#	The company has no operations affecting the habitats of species listed in IUCN Red list species and national conservation list species.

Note: Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, head offices, and external distribution centers in the Philippines)

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: Every component of our day-to-day operations interact with the environment such as the extraction of water and raw materials, usage of electricity, effluent discharges, generation of waste, and air emissions. These can potentially impact (directly and indirectly) the biodiversity and ecosystem of the areas including the boundaries where our businesses are located. If these environmental aspects were not managed effectively, it might lead to adverse impacts such as water, air and land-based pollution, contribution to climate change, and scarcity of food and material. **Stakeholder:** Employees, Local Communities, local government units (LGUs), and DENR **Risks:** URC recognizes that changes in the biodiversity and ecosystems can pose significant threats to the flora, fauna and the people which might result in notable risks such as habitat loss, displacement of species, coral bleaching, and development of diseases in the local communities due to disturbances in the ecosystem. This might also affect business operations in various ways where day-to-day activities might be delayed and halted.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Management Approach for Impact and Risks
URC acknowledges that our business has an impact on the biodiversity and surrounding ecosystem. Therefore, it is our responsibility to comply with all the environmental laws to ensure that employees, surrounding communities, and the environment, are not exposed to any unnecessary amount of hazard due to our business operations. In addition, it is our corporate social responsibility to conduct programs and activities that support conservation efforts, biodiversity preservation, and ecosystems protection. To strengthen the company's commitment in safeguarding natural resources, URC conducts company-wide environmental stewardship initiatives such as reforestation programs, coastal, river, and drainage clean-up drives, and mangrove planting activities. In 2021, 7,699 seedlings were planted across different sites in partnership with LGU and DENR Municipal Environment and Natural Resource Office (MENRO) / Community Environment and Natural Resources Office (CENRO). In support to the Expanded National Greening Program (NGP) stated in Executive Order 193, SURE URSUMCO and PASSI have signed MOA with DENR CENRO to Adopt-a-Forest of 3 Ha in Tanglad, Manjuyod, Negros Oriental and 5 Ha in San Enrique, Iloilo. This partnership will rehabilitate the forest/watershed identified by DENR through establishment of seedling and plantation nursery as well as conducting maintenance and protection activities in 3 years. In addition, back-to-back coastal and river cleanup drives were also conducted by SURE and Flour while BCF ESMO conducted an adopt-a-creek program in partnership with their respective LGUs and MENRO/CENRO. As part of URC sustainability promise, the company plans to expand its adopt-a-watershed project by protecting nearby watersheds and forests near sites where URC operates.
Opportunities & Management Approach
URC recognizes that there is a need to integrate biodiversity and ecosystems management into business policies, strategies, and operational processes. In addition, there is still a need to expand the company's conservation efforts and improve the programs and activities that promote biodiversity and ecosystems protection. These will raise awareness among the employees through shared activities to protect the ecosystems. There is also the chance to build a strong relationship and camaraderie with the local communities, government agencies, and LGUs.

Environmental Impact Management

Air Emissions

GHG

Disclosure	Quantity	Units
Direct (Scope 1) GHG Emissions	294,674	Tonnes CO2e
Energy indirect (Scope 2) GHG Emissions	260,642	Tonnes CO2e
Emissions of ozone-depleting substances (ODS)	26.69[1]	Tonnes

Note:
- GHG Emissions covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, head offices, and external distribution centers in the Philippines) while ODS data covers BCF-PH only
- GHG Protocol requires that CO_2 emissions from biomass are tracked separately from fossil CO_2 emissions. Thus, Biomass CO_2 emissions are not included in the overall CO_2-equivalent emissions inventory.

[1] The refrigerants consumed by the plants includes R22 / Freon, R134a, R404, R407, R410, R507, R141B, R417, R32. R22 will be phased out consistent with the phase-out schedule set by DENR Administrative Order (DAO) 2013-25. In 2021, we have reduced the consumption of R22 by almost 70% in the production area of BCF-PH. Main contributors to these are the replacement of old Air Conditioning Units that uses R22. In addition, as part of the company's efforts in reducing the ODS usage, we are transitioning to centralized chiller systems to maintain only 1-4 types of ODS across different plants through Project JAGUAR.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: Our air emissions are directly related to our energy consumption. GHG emissions from our operations contribute to the overall amount of greenhouse gases sourced from anthropogenic activities,

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
which is the single most significant driver of climate change. URC recognizes energy as part of our materiality, and this will have a positive impact to the organization and the environment, resulting not only in regulatory compliance but also reduced carbon footprint, lower production cost, and significant savings on operational expenditures (OPEX). **Stakeholder:** Employees, government, suppliers and community **Risks:** URC recognizes that the risks associated with climate change are numerous: increased temperature and droughts, stronger typhoons, reduced water aquifers, and agricultural yields. All of these impacts the operational activities of the company in various ways. Tracking GHG emissions helps the company better understand its contribution to climate change. This also affects the company's assessment of its climate-related risks. The efficient usage of electricity and fuel reduces operational costs for all business units.
Management Approach for Impact and Risks
Our strong commitment towards Climate Action is to move towards a low-carbon economy by optimizing use of renewable energy and by using offset mechanisms to reduce impact of GHG emissions. As a company, we have committed to substantially improve our energy consumption in our facilities by improving our Energy Use Ratio (EUR) by 30% by 2030 and by gearing towards achieving net zero carbon emissions by 2050. EUR is the measurement of energy consumption in relation to total products produced per category. This covers all energy sources of the company. To drive this commitment, URC incorporated LEAN Manufacturing methodology under our Supply Chain Transformation strategy which aims to lower production downtime, reduce waste, minimize GHG emissions, and optimize the use of our natural resources. The Lean Manufacturing program is currently being implemented and replicated across our operations under the Branded Foods Business. To support this major program, Project JAGUAR (Journey in Achieving Sustainability Goals thru Utilities and Assets Renewal) was established and implemented in 14 BCF PH Plants with an investment of PHP 868M. This covers the improvement of major plant utility equipment like Boilers, Air Handling Units, and Compressors which will generate PHP 322M savings per year while improving energy efficiency. The expected impact of Project JAGUAR in the energy use ratio of these plants of these plants is a reduction of 14% and equivalent to 42,000 CO_2 tonnes. **Renewable Sources** To integrate the broader goal of URC in achieving net zero target by 2050, the company signed an agreement with renewable energy producers to supply 20 of its facilities with geothermal, solar and hydro energy. These include our manufacturing sites in Pasig City, Laguna, Cavite, Pampanga, Antipolo and Bulacan, as well as facilities in Cebu and Negros Occidental. This will significantly reduce our GHG emission estimated around 160,000 tonnes of CO2. In 2021, the company started to purchase its electricity from geothermal source to its BCF – Bagumbayan facility procuring around 6,000 GJ of electricity. Consequently, URC continues to expand its utilization of renewable energy from our owned power generation facilities. In the Philippines, BCF Canlubang is operating solar panels up to 1 megawatt while Vitasoy facility in San Fernando, Pampanga generates up to 21 kilowatts. Internationally, BCF Thailand subsidiary has finished installing solar panels on six factories and four warehouses at its compound in Samut Sakhon province, southwest of Bangkok. The solar panels can generate an estimate of 6 megawatts of power. In 2021, the company generated a total of 12,500 GJ of energy from BCF Canlubang and BCF Thailand solar power project equivalent to estimated 1,500 tonnes of CO2.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
In URC SURE, bagasse, a fibrous material leftover extracted from sugarcane is fed to the boilers to produce electricity used to power the mill's operations. In our poultry and hog farms, manure is collected to produce biogas which is converted to green energy through anaerobic digestion. In 2021, a total of 871,000 GJ of energy was produced from the utilization of these biomass/biogas. URC long term goal is to have all the plants utilize electricity from 100% renewable energy by 2025. This year, the company's total renewable energy accounts to almost 38% of its total electricity consumption. Through solar at scale project, URC will continue to expand its solar projects at the Calamba, Laguna, Misamis Oriental, Tarlac, Pampanga and Cebu plants. There are also plans to install solar panels in our international business units. BCF Vietnam is installing a 3 MW Solar rooftop system in its coffee plant located in the Vietnam Singapore Industrial Park Binh Duong. The solar panels will cover 18,500 square meters of roof area and supply 21% of actual consumption of the plant. This will reduce our GHG emission for about 6,500 tonnes of CO2.
Opportunities & Management Approach
Geared towards achieving 100% renewable energy and net zero by 2050, the company will begin to integrate its climate action projects by adopting Agile Project Management by 2022. URC will explore opportunities to shift to green fuel alternatives and best available technologies to reduce coal consumption. We will also study the potential benefits and applications of plant-based fuels (e.g.: crops and woods) and waste (e.g. plastics) as a possible alternative source of energy/fuel. Lastly, we will explore opportunities for adopt-a-watershed programs that will help in carbon sequestration.

Air Pollutants

Disclosure[1]	Quantity	Units
NOx	124.849	Tonnes
SOx	191.036	Tonnes
Persistent organic pollutants (POPs)	*	-
Volatile organic compounds (VOCs)	*	-
Hazardous air pollutants (HAPs)	*	-
Particulate matter (PM)	28.63	Tonnes

Note:

- Data covers information from air pollution sources equipment (APSE) specifically from the boilers of BCF-PH with air emission test result expressed in tonnes per year and were conducted by a DENR Accredited Laboratory. The company will cover all the APSE including the generator sets and company vehicles as soon as DENR EMB releases the policy on Mass Emission Rate Standards for Stationary Sources and once the Scope 3 of GHG Inventory is established, respectively.
- Per National Emission Standards for Source Specific Air Pollutants, all our emission test result expressed in mg/Nm^3 were within the set standard of DENR EMB.
- URC's boilers, generator sets and company-owned vehicles undergo mandatory emission testing as mandated by the DENR and Land Transportation Office. Moving forward, URC will evaluate and determine appropriate monitoring process as part of the continuous alignment with the Clean Air Act.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: URC operation generates air pollutants from food production and transportation and agricultural activities. The company acknowledges that air pollutants from our APSE may result to environmental and long-term health effects of our employees and general public particularly if emission do not meet the National Emission Standards and Ambient Air Quality Standards stipulated thru Republic Act No. 8749, otherwise known as the Philippine Clean Air Act of 1999. **Stakeholder:** Employees, Communities, and General public

Risks: We recognize air pollutants pose risks to environment, public health and employees which would result in grievances and complaints from labor unions, the general public, and environmental activists.
Management Approach for Impact and Risks
To reduce the negative impacts of air pollutants to the environment and its harmful effect to human health, we ensure to fully comply with Clean Air Act and its implementing rules and regulations by constantly conducting environmental compliance monitoring and validation in our facilities and by ensuring proper and regular maintenance to our APSE. We ensure to lessen our air pollutants by improving our air pollution control installation and by transitioning from bunker fuel to diesel used in boilers.

Opportunities & Management Approach
Improving the efficiency of URC's processes and systems toward resource efficiency and cleaner production via better technology and process enhancement can provide continuous opportunities to offset our air pollutants. Correspondingly, the company will explore opportunities to shift to green fuel alternatives to reduce our air emissions.

Solid and Hazardous Wastes

Solid Waste

Disclosure	Quantity	Units
Total solid waste generated	3,133,574	Tonnes
Recyclable (Biodegradables[1] and Non-Biodegradables[2])	984,511	Tonnes
Incinerated	0	Tonnes
Residual/Landfilled[3]	21,490	Tonnes
Renewable[4]	2,127,573	Tonnes

Note:
Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, and external distribution centers in the Philippines).
[1] Biodegradable wastes are originated from plant or animal sources which may be broken down by other living organisms
[2] Non-biodegradable wastes are sold as scrap or returned to the recycling stream (e.g.: used as feeds to AIG, and waste to energy)
[3] Residual/Landfilled – waste that poses substantial or potential threats to public health and the environment
[4] Renewable are waste materials used as alternative fuel to generate our own energy (e.g.: Coffee Spent Grounds used as alternative fuel to boiler to produce steam for the production)

Hazardous Waste

Disclosure	Quantity[1]	Units
Total weight of hazardous waste generated	1,336	Tonnes
Total weight of hazardous waste transported	1,096	Tonnes

Note: Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, and external distribution centers in the Philippines)

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: The company recognizes that improperly handled waste can result in adverse environmental impact and ill-effect to human health. **Stakeholder:** Employees, Communities, General public **Risks:** URC recognizes that leakages in the waste management system can create a variety of hazards, from being a source of health problem, aesthetic nuisance, or being a source for ecosystem contamination. Unlawful discharges of hazardous waste into various land and water bodies can pollute the water table and affect the drinking water supply of many communities living within the vicinity. Unlawful discharges by third party contractors can result in fines or sanctions for business units. Other stakeholders affected include the government, waste pickers, and exposed communities.

Management Approach for Impact and Risks
Managing our waste has been embedded in the way we operate in line with our compliance to local government and our social responsibility to communities where we operate. All our hazardous waste haulers are strictly screened to ensure that they are DENR accredited provider before we engage on their services. Designated staff, accredited pollution control officers (PCO), and key employees are trained and tasked to manage waste in all aspects, including facilities, equipment, and employee engagement. All our Hazardous waste is transported and treated in a DENR accredited treatment, storage, and disposal (TSD) facility. Wastes are kept monitored and secured in the facility until such time it is scheduled to be transported for treatment by the licensed transporter and treater of the DENR We started our waste profiling using Waste Analysis and Characterization Study (WACS) to push towards zero waste to landfill as well as to extract more value from waste for circular economy purposes. For BCF PH, we already started monitoring the waste to landfill. As a collective unit, we commit to effectively initiate and support efforts to manage waste and reduce its generation while ensuring that it does not end up in landfills as well as waterways and oceans which has been a visible issue around the world. Note that different countries have different systems for classification of their hazardous waste. Since majority of our facilities are located in the Philippines, we follow the definition and classification of hazardous waste stipulated in DAO 2013-22 Revised Procedures and Standards for the Management of Hazardous Wastes. Hazardous waste is defined as substances that are without any safe commercial, industrial, agricultural or economic usage and are shipped, transported or brought from the country of origin for dumping or disposal into or in transit through any part of the territory of the Philippines. It includes by-products, side products, process residues, spent reaction media, contaminated plant or equipment or other substances from manufacturing operation sand as consumer discards of manufactured products which present unreasonable risk and/or injury to health and safety and to the environment. As part of the company's efforts in reducing waste and the goal of zero waste to landfill, several sustainability projects were developed in 2021, namely: • Scrap Recovery – Standard practice to sell waste materials with high potential value to verified scrap buyers to drive circularity back to recycling stream. • Project LTE (Laminates to Energy) – Implementing co-processing and refuse-derived fuel initiatives to 10 plants in BCF and diverting 323 Tonnes of plastic waste. • Project BAR (Boiler Ash Recycling) – Diverting coal ash away from landfill and recycling to produce concrete hallow blocks (CHB) while promoting circularity and helping community where we operate. • Project LITRO (Liter of Recycled Oil) – Ensuring sustainable management of used vegetable oil while promoting compliance on managing hazardous waste. • Project RESCUE (Reuse of Sacks Through Circular Business for the Environment) - Started the feasibility of inter-business unit collaboration between BCF and Flour to re-use old sugar sacks and reduce consumption of new packaging plastic material. Estimated of 60,000 sacks to be given a second purpose. This year, URC established the Plastic Committee Workstream, a committee composed URC leaders who are tasked to develop initiatives, programs and projects to address the threats, impacts and risks of waste issues to our business. Our external affairs and public relations strategy workstream is proactively engaging with our policy makers and relevant stakeholders in order to effectively communicate our position in terms in tackling plastic waste pollution (e.g. Extend Producer Responsibility Bill, Single-use Plastic Products Regulation Act). The packaging and recycling strategy

workstream are tasked to develop solutions to address the potential regulatory risks to the business. Correspondingly, the company conducted GREEN WAR Games in 2021, a solid waste workshop with participation from URC leaders intended to strategize the company's response to the threat of solid waste pollution and potential regulatory risks to the business. Also, in 2021, several waste management donations were conducted such as donation of shredding machine by BCF ESMO, donation of used sacks for clean-up drives by Flour and AIG. Additionally, SURE donated empty drums in their respective communities for garbage collection, aimed at promoting proper waste disposal and management.
Opportunities & Management Approach
Operationalizing our targets in Plastic Neutrality by 2030, the company will begin to integrate its sustainability projects addressing our waste issues and challenges by adopting Agile Project Management by 2022. URC will continuously look for opportunities at their waste management systems to see how segregation and recovery can be improved. The company will seek out collaborative projects on waste management that include community engagement and linking with local recyclers to seize opportunities in scaling up partnerships with these stakeholders. Lastly, the company will conduct feasibility of venturing to new business of PET recycling which includes PET collection, sourcing, and conversion to recycled PET resin. We will also establish conglomerate-wide post-consumer plastic waste collection programs and study the different waste diversion options and how it can fit waste collection within the conglomerate.

Effluents

Disclosure	Quantity	Units
Total volume of water discharges	5,269,003	Cubic meters
Percent of wastewater recycled[1]	16%	%

Note:
Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, and External Distribution Centers in the Philippines)
[1] Percent of wastewater is computed as the total volume of water recycled and reused over the total volume of water discharges.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: URC's operations generate wastewater from food production and agricultural activities. It is among the most difficult and costly waste to manage because wastewater from food processing contains large quantities of nutrients, suspended and dissolved solids, and high biochemical oxygen demands. The company acknowledges that untreated wastewater may contaminate the water bodies surrounding our business operations particularly if discharges do not meet the Water Quality Guidelines and General Effluent Standard stipulated thru DENR Administrative Order 2016-08. **Stakeholder:** Employees, Communities, General public **Risks:** As a food and beverage business, water holds an essential value in the sustainability of the company. We recognize that the risks in discharging contaminated wastewater can pose significant threats to communities and other stakeholders directly or indirectly affecting our social license to operate.
Management Approach for Impact and Risks
Managing our production waste like effluents and other types of waste has been embedded in the way we operate in line with our compliance to local government and our social responsibility to communities. We regularly conduct monitoring and validation, to ensure compliance with our

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
environmental laws and regulations, such as the wastewater treatment plants as required by the DENR to lessen the effect of these risks. We ensure that 100% of our wastewater is being treated in accordance with the requirements of DENR before discharging to any water bodies. We have wastewater treatment facilities in place across all our business operations to treat used water before discharging them. We also employ the use of recycled water and implement conservation efforts by improving employee practices.

Opportunities & Management Approach
Recognizing the challenges from managing our effluents, the company has an opportunity to optimize its wastewater usage by identifying processes that would re-use or/and recycle the effluent. Consequently, we continue to identify and adapt new wastewater technologies and process improvements that are cost efficient and can reduce level of contaminants to a level that is safe for reuse (e.g.: electro-coagulation)

Environmental Compliance

Non-compliance with Environmental Laws and Regulations

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	PHP
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	#
No. of cases resolved through dispute resolution mechanism	0	#

Note: The company or any of its subsidiaries is not a party to, and its properties are not the subject of, any material pending legal proceedings involving fines or non-monetary sanctions that could be expected to have a material adverse effect on the Company's financial position or results of operations.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: URC recognizes that environmental compliance is essential to ensure that affected stakeholders, including employees, surrounding communities, and the environment, are not exposed to any unnecessary amount of hazard due to our business operations. Environmental compliance is hygienic towards responsible resources management materiality and our 2030 commitments, which is essential in securing our social license. **Stakeholder:** Employees, Management, Communities, General public **Risks:** We recognize risks of sanctions from local and national regulations as well as standards imposed by permit officials is an ever-present risk if business activities are not monitored well.
Management Approach for Impacts and Risks
Over time, we have continued to enhance the overall approach in our environmental compliance through our strategic cadences. This is led by URC's compliance and legal, ensuring all our facilities are compliant, which is also a cross-functional requirement for our business continuity planning. As a publicly listed company, we fully comply with the regulations of the countries where we operate and sell our products to, as well as any conditions required by our customers. In our home market, we are continuously monitoring our performance based on environmental regulations put forward by the Philippine, DENR, NWRB, and the pertinent City or CENRO/MENRO. Aside from these, we also seek to comply with the requirements of energy regulatory bodies such as the DOE and the ERC.

Our environmental compliance is evaluated based on governing laws and requirements prescribed by our regulators, including but not limited to the Philippine Clean Water Act (Republic Act No. 9275); Clean Air Act (R.A. No. 8749); Ecological Solid Waste Management Act (R.A. No. 9003); Toxic Substances and Hazardous and Nuclear Wastes Control Act (R.A. No. 6969); Pollution Control Law (R.A. No. 3931, as amended by Presidential Decree 984); the Environmental Impact Statement System (P.D. No. 1586); and the Laguna Lake Development Authority (LLDA) Act of 1966 (R.A. No. 4850). Our Environmental Compliance Certificates (ECCs) fulfill the requirements of Presidential Decree No. 1586, under DENR Administrative Order No. 2003-30. Given that we generate renewable energy and sell our excess power supply, we also comply with the Renewable Energy Act (R.A. No. 9513) and the Electric Power Industry Reform Act (R.A. No. 9136). To ensure compliance to all environmental regulations, the company ensure that every facility has a DENR-Accredited PCO that will manage the environmental aspects and impacts of the operation. To guarantee that there will be no lapses, the company also assigned an Alternate PCO which will handle concerns should the Main PCO be unavailable. The company in coordination with the Pollution Control Association of the Philippines, Inc. (PCAPI) conducted the Basic PCO Training, and Managing Heads Training last January 2021 with 50 attendees and 20 attendees respectively to ensure that assigned employees are knowledgeable to the task at hand. We also designated our maintenance managers as energy managers to ensure we comply with requirements set by ERC and DOE. The Environment, Health, and Safety (EHS) Compliance Officers, in coordination with the Corporate EHS Managers, conducted the Compliance Assessment throughout all URC sites which is the mechanism to ensure that the company is 100% compliant to all regulatory requirements. The compliance assessment aims to revalidate the compliance of all facilities in the permit acquisitions and permit conditions. Issues that were being experienced by the plants were discussed and given proper directions. The Integrated Environment, Health, and Safety Assessment was also conducted in various sites to confirm the current status of the plant’s EHS implementation which will help drive the achievement of EHS Goals, increase of compliance obligation conformance and the reduction of EHS risks and impacts. The Corporate Quality and Environment, Health and Safety Department (CQESH) organized a series of learning sessions that was titled STEP UP! Compliance and Stakeholder’s Management Course for Plant Leaders which ran from July- September 2021 composing of 6 informative sessions that tackled about the Salient Features of RA 9275 (Clean Water Act) and RA 8749 (Clean Air Act), Chemical Management, Solid Waste Management Hazardous Waste Management, Occupational Safety, Fire Safety Management, Food Safety Management, Salient Features of PD 1086 (National Building Code of the Philippines), and Crisis Management. The sessions were delivered by the respective consultants and experts of their field and from the respective regulatory agencies of the government. The session was attended by an average of 240 employees composed of plant leaders throughout all the sites of URC. A session for RA 11285 – Energy Efficiency and Conservation Act was conducted last 31 March 2021 was attended by 115 employees mainly composed by Plant Leaders.
Opportunities & Management Approach
Moving to go above and beyond 100% compliance, we can develop a structured and rigorous approach for the development of an effective Environmental Management System that aims at achieving ambitious objectives. Consequently, the company will proactively engage with our policy makers and relevant stakeholders in order to align our strategies in the new laws and regulations.

SOCIAL

Employee Management

Employee Hiring and Benefits

Employee Data

Disclosure	Quantity	Units
Total number of employees	12,317	#
a. Number of female employees	3,722	#
b. Number of male employees	8,595	#
Attrition rate[1]	7.3	%
Ratio of lowest paid employee against minimum wage[2]	1:1	Ratio

Note: Data covers the total number of URC regular employees as of December 31, 2021

[1]Attrition rate is the total voluntary turnover of current year over average total no. of employees of current year (including new hires for the year)

[2] The ratio is based on the comparison between the wage of the lowest paid employee (base fare) and the minimum wage on the specific region. URC is compliant with the minimum wage requirement. Other compensation provided to regular employees are indicated in the table below.

-Reduction by 14% from 2020 data in the total number of employees were attributed to the divestment of our operations in Australia and New Zealand. It does not yet include our employees from Munchy's Malaysia, which we acquired in December 2021.

Employee Benefits

List of Benefits[1]	Y/N	Type of Data	% of Female Employees	% of Male Employees
SSS		Covered	100%	100%
PhilHealth		Covered	100%	100%
Pag-ibig		Covered	100%	100%
Parental leaves		Covered	100%	100%
Vacation leaves		Covered	100%	100%
Sick leaves		Covered	100%	100%
Medical benefits (aside from PhilHealth)		Covered	100%	100%
Housing assistance/ Provision for Staff Houses (aside from Pag-ibig)[2]		Availing	0.3%	0.8%
Retirement fund (aside from SSS)		Covered	100%	100%
Further education support (company loans for education)		Covered	100%	100%
Company stock options[3]		Availing	0.01%	0.03%
Telecommuting		Availing	33%	9%
Flexible-working Hours[4]		Availing	6%	5%
(Others)				
Group Life Insurance		Covered	100%	100%
Christmas Package		Covered	100%	100%
Subsidies for motivational programs such as company outing, Christmas party, sports fest, and family day		Covered	100%	100%
Company Loans for Emergencies		Covered	100%	100%
Special Leaves such as Emergency and Nuptial Leave		Covered	100%	100%

Note:

[1] The information covers the total number of URC PH regular employees

[2] Data on housing assistance are only applicable to selected AIG, Flour, and SURE employees
[3] Company stock options are only applicable to select executive officers
[4] Flexible working hours are only applicable to employees working in the head office

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: Our employees serve as the foundation of our value creation given that our success was built by different generations of employees who have been passionate in ensuring that we delight our consumers. Through hiring and provision of competitive benefits, URC employees are better able to cover their cost of living, perform roles outside the workplace, afford better quality of life, and stay longer in the company. **Stakeholder:** Management, Employees **Risks:** Given the nature of our business which is manufacturing, our highest priority is to ensure a safe, efficient, and engaging work environment for our employees. The operations might be disrupted if there are limited number of employees.
Management Approach for Impact and Risks
We seek to engage and empower our employees towards high performance and growth. We strengthen our people by equipping them with capabilities on how to respond to change, opportunities, and address specific business challenges. URC complies with and goes beyond the government mandated benefits. In response to the rapid developments in working arrangement, URC continuously benchmarks with market practices to ensure that we address the changing needs of the employees. To manage and further develop our pool of talent, URC recently rolled out Darwin box, a company-wide talent management platform for all our employees. To promulgate employee engagement, we also conduct Annual Pulse Surveys where employees can voice their concerns and provide feedback on their employee experience.
Opportunities & Management Approach
URC sees opportunity to differentiate itself as an employer from other desirable companies in the country. Grievance mechanisms and numerous communication channels, such as town hall meetings, are made available to employees. This allows URC to capture the other dimensions of employee satisfaction, such as professional development.

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees	268,698	hours
Average training hours provided to employees	21	hours/employee

Note: Data covers the total number of URC regular employees who underwent training in 2021
No breakdown between male and female in 2021. However, part of the plan moving forward is to monitor per gender

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: We understand that continuous training and provision of career growth opportunities should be valued. It will create an interconnected benefit for the individual employee as well as for the company. Employees are able to develop new skills valuable for progression and career development. The organization can benefit as it increases the possibility of attracting highly capable employees, improving employee retention, loyalty, satisfaction and performance standards as well as discovering areas for improvement. **Stakeholder:** Employees

Risks: Inadequate training and career growth opportunities will negatively impact workforce productivity and quality of service. On the other hand, employees may leave and choose better opportunities elsewhere after getting sufficient training.

Management Approach for Impact and Risks

Our People Ambition is to be the best talent's top of mind for being a global organization that stays true to its values. We want our employees to work as an open, remote network of teams where everyone is empowered to work in a fluid way to solve problems and deliver to their full potential. We want to ensure that everyone belongs and feels free to bring all of their passion, creativity, and talent.

With this, the URC brand of leadership development is aimed to build capability from personal leadership to guiding individuals and teams and in managing the business. The trainings provided to the employees cover across the business unit within the company, including the domestic and international operations.

In our Growth in Talent commitment, we achieved an average of 21 training hours per employee across the entire organization thru our capability-development goals, namely: Shift to Digital Learning, Develop Next Generation Leaders, and Build Agile Academy.

Shift to Digital Learning

We continued to shift to digital learning platform by providing more accessible learning through agile and innovative channels. In 2021, we released URLearning EdFlix Season 1 with the objective to offer various types of contents to cater to employees' learning styles by front-loading content and make it possible for the learners to consume as much as they want, making them stay on the platform to learn more and learn better. The following are the catalog or series we rolled out as part of the 1st season:

- **Code of Business Ethics:** A Netflix inspired self-paced learning series which aims to cultivate the value of ethical practices that should be applied in day-to-day business and professional dealings. There are 5 episodes that depict actual work scenarios that covers sections in OSDA.
- **URC Workplace Essentials:** Teaches how to do vital employee tasks such as how to file attendance or leaves, how to log in URLearning and ESS, etc. These modules also teach employees how they can maximize URC's digital systems, which is especially important given that most employees work remotely.
- **Values Learning Series:** A values-based self-paced learning series thru bite-sized content such as articles, podcast, book summaries, micro-learning, and videos.
- **Agile Basics:** A series of 8-10-minute videos tackling specific topics of Agile such as the different agile roles, ceremonies, units, and agile principles.

As we continue to offer functional learning courses through the online platform and virtual instructor-led trainings, we have seen a significant increase in the number of accounts created as of December 2021. 1,619 learners, have accessed and completed courses in the platform.

Develop Next-Gen Leaders

In addition to our virtual learning initiatives, we continued to future proof the business through the following leadership capability-building programs anchored on core values and leadership competencies:

- **Excellerate Innovation Bootcamp**, a learning journey to equip the participants with the basic toolkit, frameworks, and theories for innovation leaders. The boot camp touches on 5 key areas, namely: (1) strategic intent, (2) insights generation, (3) ideation, (4) refining through shaping and pre-mortem, and (5) disciplined experimentation.

- **Leadership Excellence and Advancement Development (LEAD)**, a development program designed for Middle Managers that focuses on developing a "coaching culture" in the next 2-3 years.
- **Leadership Enrichment and Advancement Program (LEAP)**, a development program designed for Managers and Supervisors that focuses on basic management skills, better conversations, and team development.

In 2021, 30 Excellerate participants have graduated from the program last July with an average presentation score of 85.03%. 15 LEAD participants graduated last February with average presentation score of 86%. We have also covered all the BCF Plant Mancom in LEAP for Line Managers who graduated last July with an overall learning experience of 3.82/4.00. LEAP was also launched in URC Thailand and URC Myanmar, and are currently managed by the respective HRBPs.

Build Agile Academy

Lastly, we expanded the agile capability across the organization by building knowledge and awareness of agile practices and ways of working through continuous flow of relevant learning and development programs for all agile roles through the Agile Academy. This is designed to equip our employees with an in-depth understanding of Enterprise Agile, its key elements and what the transition journey looks like for the organization. It also enabled the participants to move from understanding the theory of Agile, to deciding and committing to the transformation that revolves around four elements: Knowledge, Experience, Peer Interaction, and Tools.

In 2021, learning sessions under Agile Academy contributed a total of 57,227 training hours covering Executive MBA, Agile Bootcamps, and Agile in Sprint sessions.

These programs are uniquely designed and modified to cater to the enhancement of employees in order to increase value in the company. The programs are not just a physical facility but a foundation built with the collection of leadership and skilled curriculum. It is based on a well-designed framework that aligns the learning needs of the employees with the requirement of the business.

Opportunities & Management Approach

URC sees opportunity to differentiate itself as a company that equips its employees to drive his own career journey while being provided the right tools, insights, and guidance from his leader on how she can navigate through the different career routes possible.

With the launch of URJourney, URC's career development program, employees will be guided on how he can grow and develop his career. URJourney powered by Darwin box allows us to integrate different modules. We get data from performance management to feed into our assessment and career plans. Development plans also builds into our Advancement Planning system

Specific to competency development, the employee can now create development plan based on his needs through a holistic assessment, build the targeted competencies and track his progress.

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements (CBA)	42	%
Number of consultations conducted with employees concerning employee-related policies*	13	#

Note: Data covers the total number of URC regular employees

In 2021, Thirteen (13) collective bargaining agreement were signed and concluded with the labor union in URC:

- Four (4) Collective Bargaining MOA were signed with the labor unions which are as follows:
  - URC BCF – (a) Meat and Canning Division New Employees and Workers United Labor Organization (NEW-ULO), (b) URC Labor Union Independent (URCLUI), (c) United Labor Union Universal Robina Corp El Salvador Plant – BCF R & F Employees, (d) Kilusan sa Pakikibaka sa Universal Robina Corporation (KSP-URC) ALU-TUCP.
- One (1) Collective Bargaining MOA was signed with URC AIG labor union, URC Employees Union Farm Division ANGLO-KMU (URCEU-FD-ANGLO-KMU)
- One (1) Collective Bargaining MOA was signed with URC Flour labor union, Continental Milling Company Workers Union (CMCWU).
- Seven (7) Collective Bargaining MOA were signed with the labor unions which are as follows: URC SURE – (a) CARSUMCO R&F Union PACIWU-TUCP, (b) CARSUMCO Supervisory Union NACUSIP-TUCP, (c) PASSI R&F Union-FFW, (d) PASSI Supervisory Union Independent Union-FFW, (e) URSUMCO Supervisory Union CIO-NACUSIP, (f) SONEDCO Supervisory Union CIO-NACUSIP, (g) Distillery R&F Union PACIWU.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: The management communicates with employee unions on employee governance and compensation, benefits and company policies and other union matters. URC is also able to effectively gather employee concerns through various communication initiatives its dialogue and partnership with the employees. **Stakeholder:** Collective Bargaining Agreement (CBA) covered Employees, Labor Union, Management, Government **Risks:** If labor unions and URC do not reach an agreement, labor unrest may happen, disrupting the company's operations and overall productivity. Issues that remain unaddressed may cause employee dissatisfaction and could ultimately result in Department of Labor and Employment (DOLE) and National Labor Relations Commission (NLRC) cases.
Management Approach for Impacts and Risks
URC proactively and continually listens to employee concerns during negotiations in order to reach sustainable and practicable agreements to the benefit of all stakeholders. In order to ensure our strong engagement with the union groups, we conduct the following initiatives: - Conclude CBA between labor unions and the management in a peaceful (i.e. no strike, no lock-out) manner and signed MOA for the thirteen (13) CBAs by adapting to the new normal with a combination of virtual and face-to-face meetings following the minimum health protocols - Implemented various employee initiatives to ensure health and safety of the employees in the workplace - Conduct Labor-Management Council meetings - Union Partners as part of the COVID-19 Committee to ensure strict implementation of COVID-19 Safety Protocols and in handling cases, and in conducting learning sessions - Conduct quarterly "Leaders Update" virtual and face-to-face meeting combination to promote education and information in relation to New COVID-19 Guidelines/Protocols and Cases, update on Philippine Economy and Employment Rate including URC Business Performance and Organizational Update. Another communication initiative is the quarterly "Cluster's Catch" Up Session with Union Partners. This also serves as a platform to promote fellowship between union members and the management and provide focus to address issues and concerns at the Plant Level. Effective management of various initiatives for URC AIG. The Kabalikat Spirit as manifested in our Labor-Management Coordination Council was tested once again thru the following initiatives: - Smooth CBA negotiation for URCEU-FD-ANGLO for a 3-year contract in consideration to the minimal adjustments offered by the company. - Seamless continuation of Project Optima where repurposing and retooling of positions was done to align with the new organizational set-up.

- Reinforcement of Health and Safety policies and committees in AIG Sites by empowering and accrediting Union officers to be Safety Officers 1 and making them part of the EHS Council.
Opportunities & Management Approach
URC will continue to provide a platform to foster good levels of communication and strengthen our partnership with our CBA covered employees through formal and informal meetings. URC will create a more systematic approach to address concerns raised by our CBA covered employees.

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	30	%
% of male workers in the workforce	70	%
Number of employees from indigenous communities and/or Sector	currently not tracked	#

Note: Data covers the total number of URC regular employees

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: A diverse workforce is beneficial to the success of business. By gathering employees with different backgrounds, the company also creates a large pool of strengths, ideas, and perspectives that can provide better innovative solutions which can also cater to a wider range of market. **Stakeholder:** Employees **Risks:** Having a homogeneous group, instead of diverse workforce, will cause URC to miss opportunities to gain a competitive advantage over other companies.
Management Approach for Impact and Risks
URC believes in diversity and fairness, elements critical for women to be successful at work. Respect for women begets results from women. URC strictly hires based on competencies required of the position and does not discriminate on race, color, religion, sexual orientation, disabilities. URC adheres to its antidiscrimination policy. We ensure that we observe fair labor practices while upholding equal opportunity and workforce diversity. HR is up-to-date on societal trends influencing the workforce demographic and is positioned to open discussions on complements to hiring based on competencies.
Opportunities & Management Approach
URC can provide reasonable, preferential hiring to the vulnerable sector, staying true to our commitment of empowering the organization through our People and Planet Friendly Culture initiatives.

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Total Man-Hours[1]	70,590,482	Man-hours
No. of work-related injuries[2]	320	#
No. of work-related fatalities	3	#
No. of work-related ill-health	-	#
No. of safety drills[3]	79	#

Note: Data covers information of total URC (BCF-PH, BCF-INT, Flour, SURE, AIG, head offices, and external distribution centers in the Philippines)
[1] Total man-hours are the number of hours worked in the reporting period. These includes regular employees and third-party employees that are performing work in the workplace that is controlled by the organization
[2] Number of work-related injuries include First-Aid Treatment Injury (FTI), Medical Treatment Injury (MTI), and Lost-time
[3] Per Section 4.3 of the Memorandum Circular 2020-022: Suspension of Fire Safety Lectures, Seminars, and/or Workshops, and Fire Drills, released by the Bureau of Fire Protection (BFP) on July 20, 2020, conducting of fire drills were suspended until the community quarantine is lifted in the particular area where our business operates.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: An effective EHS system promotes a healthy and safe working environment which increases workplace satisfaction and productivity among employees. Understanding the high-risk and labor-intensive nature of our domestic and international operations, workplace health and safety (WHS) is crucial to promote employee wellness, prevent work-related accidents, and maintain full compliance with regulatory requirements and industry standards. **Stakeholder:** Employees **Risks:** An ineffective health and safety system could potentially lead to injuries, put lives at risks, damage to properties, and lessen workforce productivity. Furthermore, failure to comply with health and safety standards could cause penalties from regulators, and pose negative impacts on our employee retention and customer reputation.
Management Approach for Impact and Risks
The company implements world class safety culture across total URC through safety initiatives called LIFE (Living in an Incident Free Environment). Guided by the Corporate EHS Team and respective Plant Managers, EHS Engineers ensure that all mandatory compliance requirements enforced by LGU, DOLE, DOH, BFP, DENR-EMB, and LLDA are conformed. Project T.L.C. (Training, Leading and Coaching) provides various training in order to empower our EHS Leaders on operational control programs as well as to equip them on the requirements needed for the certification of PCOs, Safety Officers and Radiation Protection Safety Officers. In 2021, URC celebrated One URC Sustainability Month, a month-long celebration that showcases the achievements and best practices, programs, and initiatives of business units relevant to sustainability focus areas supporting the People, Product, Natural Resources, Sourcing and Supply Chain component of our Sustainability Agenda. One of the key highlights of the event is, the LIFE Excellence Award in Safety which recognizes how the plant embraces a Safety Culture which resulted in achieving exemplary performance for Safety, while the GREEN Awards recognizes the best performance in the areas of Sustainability. Also, through EHS qualification and competency matrix, Quick Risk Prediction (QRP) and Behavior Based Safety (BBS) were the programs that plant leaders need to be qualified. They must reach certain levels of competency by using a Health Check form. To strengthen the safety awareness through visual management, Juan Life Saving Rules (LSR) was launched in 2017 and currently, updated and additional focus areas were included in the LSR called LSR 2.0 were the new set of Life Saving Rules were aligned to the current situation of the plants. Each rule is aligned to a global standard, local legislation and company safety procedures. Accordingly, the BBS program which started 2019 promotes positive safe behavior in the work place. BBS 2.0 was launched in 2021 to include COVID-19 control and aims to include third party leaders to be involve in conducting BBS observation and coaching. The program came out due to the high number of incidents for third party employees.

Currently, the following safety programs and initiatives are implemented across our facilities:

Quick Risk Prediction
Program that aims to conduct pro-active and timely risk assessment for non-routine and unplanned activities and install the necessary control measures. This activity will prevent potential incidents resulting from unplanned machine troubleshooting' and repair.

Near Miss Reporting
Near miss is sometimes referred to as "close call" or "near hit" and it signals a system weakness that if not corrected would lead to a significant consequence in the future. Through near miss reporting, deficiencies can be corrected thus preventing any accidents in the future.

COVID-19 Response
COVID-19 has fundamentally changed the way we live and our ways of working. As early as February 2020, URC developed guidelines on the preparedness and response to COVID-19. Since the initial lockdowns in March 2020, we have been consistently implementing group-wide health and safety programs to safeguard the health and safety of the employees, business partners and the communities where we operate.

To mitigate the impacts of COVID-19, work-from-home arrangements were implemented for office-based employees while the essential workforce was strictly monitored thru daily mandatory health and travel declaration forms across total URC. All employees working onsite were required to strictly adhere to the COVID-19 Guidelines and Protocol such as social distancing, use of face shield and facemask, frequent handwashing and use of alcohols, etc.

Furthermore, suspect, probable, and confirmed cases were required to use their leave credits and undergo strict self-quarantine consistent with DOH Guidelines. Consequently, RT-PCR testing was provided to regular employees and its dependents through the COVID CARE program of JGS. The program of JGS also provides telemedicine services to third-party employees. The company with the support of JGS has also partner hospitals to accommodate emergency COVID-19 cases. Teleconsultation services were also offered to both probationary and regular employees and their dependents to allow them to connect directly with highly experienced health professionals via phone, instant messaging and e-mail, whichever is most convenient. Moreover, the URC Health mobile application was launched to automate the contact tracing and social distancing protocols using smartphones.

In addition, we ensure that every Juan is connected and stay updated on the latest development on the COVID-19 situation. We continuously conducted Integrated COVID-19 Mandatory Training to every employee through the URLearning portal. The company also conducted several Sustainability Learning Sessions covering COVID-19 vaccines, and new variants of concern.

Furthermore, we continue to strengthen our information, education and communication campaign on health and safety reminders. Informational series for COVID-19 called InfoCOV and InfoVAX were constantly released weekly through our online portals. These provide latest information on COVID-19 as well as guidance from verified sources regarding the latest updates on the vaccines and immunization programs.

In 2021, vaccinations and booster shots among URC employees including its dependents, and third-party manpower were given highest priority. Majority of our facilities in BCF PH and SURE were also awarded with safety seal certification given by DOLE Bureau of Working Condition. The Safety Seal Certification is a voluntary certification scheme that affirms that an establishment is compliant with the minimum public health standards set by the government and uses or integrates its contact tracing with StaySafe.ph

Opportunities & Management Approach
URC seeks to improve its integrated EHS management system focusing on leadership and culture, infrastructure improvement, systems harmonization and capability building. URC promotes the establishment of the EHS Committee, and implementing EHS Policy and Programs. The company has an opportunity to transition from person-based safety to process safety.

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallows violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor	Y	Compliance with labor laws is incorporated by reference in Code of Discipline
Child labor	Y	
Human Rights	Y	• Policy on Sexual Harassment • Policy on Health, Safety and Welfare • Corporate Environment, Health and Safety Policy • Drug-Free Workplace Policy • Workplace Policy on Prevention Control of HIV and AIDS, Hepatitis B and Tuberculosis • Special Benefits for Women/Magna Carta for Women • Solo-Parent Leave Policy • Whistleblowing Policy • Data Privacy Policy

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: URC respects and follows labor and human rights regulations in the workplace as stipulated by law. Non-compliance or violation of these rights will affect overall sustainability, impact URC productivity, employee retention, and employee engagement. **Stakeholder:** Employees, Management, Government **Risks:** Violation of the rights of the employees will put URC at risk of being penalized, and increase employee turnover
Management Approach for Impact and Risks
URC duly follows the Labor Code of the Philippines and enforces internal policies and the guidelines with respect to labor unions. These policies include the Code of Discipline, and other guidelines on confidentiality, corporate governance, information technology (IT) security, non-competition, special leave benefits for women (per Republic Act No. 9710, or the Magna Carta of Women), sexual harassment (per Republic Ac. No. 7877), and maintaining a drug-free workplace (per Republic Act No. 9165).
Opportunities & Management Approach
URC will continue to adhere to highest ethical and lawful conduct in the way it handles its employees.

Supply Chain Management

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy:
We follow the Supplier Accreditation Policy of JG Summit Holdings Inc. (See Annex 1)

Do you consider the following sustainability topics when accrediting suppliers?

Topic	Y/N	If Yes, cite reference in the supplier policy
Environmental performance	Y	Procurement employees are trained on Responsible Sourcing to ensure compliance with the Company's Policies as well as government rules and regulations.
Forced labor	Y	
Child labor	Y	
Human rights	Y	
Bribery and corruption	Y	

Impact, Stakeholders, & Management Approach
Impact: As a food and beverage manufacturer, supply chain management is part of our materiality. The impact of supply chain management affects our entire operations and also our corporate reputation. We recognize the effect towards our ESG status if our practice involves child labor, unfair practice in employment, forced labor, corruption, and negative environmental impacts such as deforestation. **Stakeholders:** Smallholder farmers, traders, direct suppliers, shareholders and employees We work with suppliers that have a strong commitment to sustainability and leverage regional procurement as we continue to improve our overall supplier management. For the past three years, we promote and build the foundation of sustainable agriculture for our stakeholders: In 2021, we have procured and used 20% RSPO-certified palm oil in our operations, to ensure that highest standards and industry practices in sourcing of palm oil and its derivatives are in place. Also, this year, 100 of our chipping potato were sourced from GAP-certified suppliers. Additionally, AIG received recognition from US Soybean Export Council as the first to use sustainable US Soy Seal in Southeast Asia while SURE has signed a Memorandum of Agreement (MOA) on Sustainable Sugarcane Farming in 100 Hectares farm land near the URC SONEDCO Sugar Mill Site. In the Philippines, we continue to help the local farmers increase their yield and scale-up productivity by providing high quality chipping potato seeds as farm inputs to selected potato farming communities in Cordillera, Bukidnon, and Davao del Sur. Further details regarding the Sustainable Potato Program is discussed under Relationship with Community section. We also continue to support sugar cane farmers in Negros, Batangas, and corn farmers in Ilocos Sur, in partnership with the local government through Project Salig. Further details are discussed under Relationship with Community section. **Supplier Accreditation:** Our company has a dedicated supplier selection team that handles the stringent supplier selection process that meets responsible sourcing criteria. We prefer suppliers that share our values in promoting the responsible production, fair trade practices, and a growing concern for origin.

Risks, Opportunities, and Management Approach
Risks: Reputation Risks, Regulatory Risks, Supply Chain Risks, Market Risks, and Governance Risks URC commits to the highest standards of legal, environmental, ethical and social responsibility. The company commits to promote responsible sourcing of raw and packaging materials, demonstrate environmental stewardship and enable sustainable development of communities where we operate. We aim to create and contribute shared success with our stakeholders. Towards this goal, the approach will be a collaboration with suppliers to continuously improve our sourcing activities. By 2030, our vision is to 100% responsibly-sourced our key ingredients such as palm oil and chipping potato and 50% responsibly-sourced for our coffee beans and cocoa. URC will transform towards a sustainable value chain through our sustainable raw materials, sustainable supply chain, sustainable farming and climate protection programs. We will integrate responsible sourcing into the corporate sourcing strategy, business practices and Supplier Code of Conduct and leverage other sourcing functions to drive responsible sourcing practices. We will conduct formal risk and materiality assessment to identify and prioritize risks and impacts in the supply chains.

Relationship with Community

Significant Impacts on Local Communities

Operations with significant impact on local communities: AIG Kabalikat Program
URC's Agro-Industrial Group (AIG), consolidated under Robina Agri Partners (RAP), initiated the Kabalikat Program in a bid to transform the lives of people in our host communities. The program leverages on AIG's expertise in farming operations to teach locals proper hog raising and other farming practices. It is part of URC's thrust to promote training, lifelong learning, and livelihood opportunities. AIG's Kabalikat Program, which started in June 2014 with the Uno+ Kabalikat Farms (Kfarms), provides farmers, especially hog raisers, knowledge on the latest farming technology and management practices. The program hinges on the principles of being a "kabalikat" (partner), both to our consumers through the promise of "kalidad" (quality), and to our partner farmers through "kita" (profit). Through the Kabalikat Program, we demonstrate that AIG is not just an ordinary supplier of quality feeds and veterinary medicine, it is also a "kabalikat sa pag-unlad" (partner in progress). Managed by the Marketing Team of AIG, the program was initially conceptualized as a brand-building program which, through community engagement, created positive learning experiences for the farmers and their local communities. Through their testimonials, our partner farmers themselves become AIG's brand ambassadors. We also teach our partner farmers bio-security systems so that they can protect their animals against diseases or harmful biological agents; this, in turn, also ensures that their meat products are clean and safe for human consumption. Knowledge transfer is done through lectures and discussions with AIG personnel and through hands-on training and on-site practice in AIG farms. AIG technicians also conduct weekly monitoring to ensure the continuous learning of our partner farmers, and to also motivate them to implement the best practices they just learned. In 2021, the program has grown to include 927 Kabalikat partners, and has helped increase the number of hog raisers nationwide. This nationwide reach was made possible through the Barangay Uno+ Hog Farms, the Barangay Supremo Gamefowl Farms, and the Kabalikat Poultry Farms, with plans to further

Operations with significant impact on local communities: AIG Kabalikat Program
expand the program's reach through partners for Top Breed Dog Meal and Robina Farms Premium Farm Products. Also in this year, AIG has rolled out its Kabalikat Village Hub, wherein anyone can start their own business by running a "hub" that a neighborhood can turn to for their food needs. URC supplies these hubs with its wide range of premium-quality products, including fresh meats and eggs, processed meats, and even pet care needs. These hubs, in turn, become a source of livelihood for households. They likewise provide communities around them access to products that can be ordered online and delivered quickly. This lessens health risks to everyone. Over the course of three years, the program has helped improve the performance of its partner farms. Majority of the Kfarms have expanded their farm population, and improved their productivity in terms of their animals' growth rate and mortality. Overall farm health of the Kfarms has also improved, which in turn promoted health and sanitation practices within the local communities. The AIG's response time to changes in products, services, and even field conditions, such as in the cases of disease outbreaks or competitor activities, has also significantly improved thanks to knowledge gleaned from our partner farmers. **Location:** Nationwide **Vulnerable groups:** Hog Raisers and farmers **Impact on Indigenous peoples:** No particular negative impacts to indigenous groups **Community rights and concerns of communities:** The program leverages on AIG's expertise in farming operations to teach locals proper hog raising and other farming practices. It is part of URC's thrust to promote training, lifelong learning, and livelihood opportunities. **Mitigating Measures:** The program and its execution have no significant negative impact; hence, requires no mitigating measures.

Operations with significant impact on local communities: SURE Project Salig
Project Salig is a program of URC SURE that started in 2019 with the aim to develop partnership with sugarcane planters in districts where URC sugar mills operate. "Salig" is a Visayan word for "trust"; hence, the program aims to create partnership based on trust. In order to gain the trust of planters and make URC sugar mills their "mill of choice", the mill endeavors to address major areas of concern for the planters – sugar recovery (LKgTC) and farm yield (tons cane per hectare), turn-around of hauling trucks during the milling season and customer service provision. Project Salig is composed of the following programs: 1. Planter Partnership – entering into a partnership with sugarcane planters. Under this program, the mill will assist planters to improve the overall sugarcane farming practices so that the end result is an improved farm productivity and income. The program includes educating planters on correct farming practices, use of high yielding sugarcane varieties, access to farming resources that includes farm equipment, hauling logistics, fertilizer, etc. In return, the planter commits to support URC by delivering his canes to the mill. 2. Customer-Centric Culture – planters were, in the past, considered as suppliers of canes only; hence, the mindset is to treat planters the way we would treat all suppliers. The program aims to redirect the mindset towards a culture of partnership where the planters are considered partners in the industry. 3. Plant Efficiency and Sugar Recovery – one of the measures of a good sugar miller is the high LKgTC or the high sugar recovery of the mill which planters will likely patronize. The program is about improving plant efficiency and recovery by undergoing good off-season repair of the equipment and machinery, and investing on equipment that will deliver high

Operations with significant impact on local communities: SURE Project Salig

performance. This will lead to the production of high-quality products that can command good price.

4. Truck Turn-around – faster turn-around means more canes delivered to the mill, faster harvesting, lower cost in transporting canes, and high utilization of cane hauling trucks. Slow turn-around is caused by a lot of factors such as mill breakdown/stoppages and slow milling rate. The program looks into ways and means of improving turn-around of trucks during the milling season by ensuring good off-season repair, eliminating inefficiencies in the system of receiving and accepting cane deliveries, and increasing milling rate by installing new equipment.
5. One Stop Shop (OSS) – this program is designed to create a hassle-free, friendly, value-adding system when planters transact with the mill.

All of the above leads to one thing – making URC mills the mill of choice of planters.
Location: The project was implemented in all URC sugar mills across the country – Negros Occidental, Negros Oriental, Iloilo, Batangas and Cagayan Valley
Vulnerable groups: local small/marginal sugarcane farmers, especially the agrarian reform beneficiaries
Impact on Indigenous peoples: No particular negative impacts to indigenous groups
Community rights and concerns of communities: The project provides technical and, at times, financial assistance to sugarcane planters to improve their farm productivity, increase sugar recovery, and enhanced customer service. This delivers a long-term impact to the lives of the sugarcane farmers. By partnering with the mill, the planter will have access to various assistance programs such as technical seminars on good farming, access to high yielding variety sugarcane, farm equipment and hauling services, and financial loans.
Mitigating Measures: The program and its execution have no significant negative impact; hence, requires no mitigating measures.

Operations with significant impact on local communities: Flour Flourish Pilipinas

Universal Robina Flourish Pilipinas
Supporting the Rise of Young Filipino Bakers

In partnership with the Department of Education (DepEd), the Flour Division of the company has developed Flourish Pilipinas in 2018 to provide support to public school teachers and students by increasing accessibility to a wide range of multimedia tools that are more interactive, standardized, and cost-effective.

In 2020, we have transformed the face-to-face training on effective use of Bread and Pastry Production (BPP) Multimedia Toolkit for Teachers to an online learning platform in compliance to the safety protocols being followed during the COVID-19 pandemic. The online training scheduled September 18 and 25, 2020 has been attended by twenty (20) Senior High School Teachers identified by the DepEd Regional Office. While only 20 participants were accommodated during the live training, recorded training videos may be accessed by all BPP Teachers on a Moodle learning platform for one year.

This year, Flourish Pilipinas expanded its coverage by conducting nationwide virtual training workshop for bread and pastry production. The online training scheduled in the last quarter of 2021 has been attended by 991 Public School Teachers equivalent to 99,100 students nationwide.

Location: Participants joined the online training via Google Meet

Vulnerable groups: Teachers and students in public schools across the Philippines

Operations with significant impact on local communities: Flour Flourish Pilipinas
Impact on Indigenous peoples: No particular negative impacts to indigenous groups. **Community rights and concerns of communities:** The training of these teachers under the Flourish Pilipinas Project is the next step of the pioneering efforts to support the country's baking industry and enhance the skills of bakers and future bakers. **Mitigating Measures:** The operations have no significant negative impact, hence it requires no mitigating measures.

Operations with significant impact on local communities: Sustainable Potato Farming
URC partnered with the Department of Agriculture to implement Sustainable Potato Program to help the local farmers increase their yield and scale-up productivity. URC provided high quality chipping potato seeds as farm inputs to selected potato farming communities. Since the program started in 2019, URC has distributed more than 365 tonnes of Granola potato seeds to 2,700 farmers from selected cooperatives in the Cordillera Administrative Region, Davao del Sur and Bukidnon. It provided these farmers cooperatives a total of PHP 350 million net income to date. The high yielding quality seeds continue to provide livelihood to the farmers. A portion of the harvest was sold and provided an average income of Php135,000 income per farmer per planting cycle. The other portion was kept as seeds to sustain the next farming cycle. **Location:** Benguet, Mt. Province, Bukidnon and Davao del Sur **Vulnerable groups:** local small-scale farmers **Impact on Indigenous peoples:** No particular negative impacts to indigenous groups **Community rights and concerns of communities:** The program allows the stakeholders to exercise their rights to have access to a means of livelihood. It delivers long-term impact to the lives of our local Potato farmers in different regions. The Program put into action the Conglomerate's mission of "making the Filipino lives better". **Mitigating Measures:** The operations have no significant negative impact, hence it requires no mitigating measures.

Operations with significant impact on local communities: COVID-19 Response
URC-wide initiative to help fight COVID-19, several donation drives were conducted across different business units including our international facilities in Malaysia, Thailand, Indonesia, and Vietnam. Donation includes but not limited to alcohols and medical kits for medical workers, COVID-19 patients, and front-liners including URC employees. **Location:** Philippines, Malaysia, Thailand, Indonesia, and Vietnam **Vulnerable groups:** Front line workers, hospital staff, COVID-19 patients, and employees **Impact on Indigenous peoples:** No particular negative impacts to indigenous groups **Mitigating Measures:** The operations have no significant negative impact, hence it requires no mitigating measures.

Operations with significant impact on local communities: Scholar ni Juan and URC-wide Brigada Eskwela
URC-wide initiative to support education continuity despite COVID-19 pandemic by providing resources and tools to chosen beneficiary school. Also, SURE SONDECO in partnership with Gokongwei Brothers Foundation (GBF) through GBF STEM provided Agri College Scholarship Program. GBF STEM - Agri Scholarship Program aims to provide scholarships to children of current URC SURE sugarcane planter partners. Through scholarships, GBF and URC SURE intend to inspire our next generation to sustain the sugarcane planting tradition and livelihood. These future sugarcane growers will be better equipped with best practices in sugarcane farming and entrepreneurship basics to sustain and grow their local agriculture business. **Location:** Nationwide **Vulnerable groups:** Students **Impact on Indigenous peoples:** No particular negative impacts to indigenous groups **Mitigating Measures:** The operations have no significant negative impact, hence it requires no mitigating measures.

Operations with significant impact on local communities: Angat Kabuhayan Sariaya
Flour Division donated baking tools and equipment to Sariaya Livelihood Center and provided five days of bread and pastry production training to 13 kababaihan pilot batch. **Location:** Sariaya, Quezon **Vulnerable groups:** Women in Sariaya **Impact on Indigenous peoples:** No particular negative impacts to indigenous groups **Mitigating Measures:** The operations have no significant negative impact, hence it requires no mitigating measures.

Certificates	Quantity	Units
FPIC process is still undergoing	NA	#
CP secured	NA	#

Opportunities & Management Approach
A social or community impact and risk assessment will aid us in managing our operations. This will help us identify current and potential impacts/risks within a particular community. Such information will help us develop a more structured and coherent approach to managing the identified risks.

Customer/Consumer Management

Customer/Consumer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer Satisfaction	We participated in the Advantage Report, which shows the performance of suppliers as evaluated by retailers. URC BCF Philippines ranked 5th out of 304 in 2021, an improvement from 7th the previous year.	Y

Note: We define our customers as the trade (key accounts & distributors)

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact to stakeholders: Customer management program is fundamental to URC as it shows the ability of the company to deliver delight to customers despite enduring changes. With this program, process improvement initiatives are driven leading to improved top-line and bottom-line therefore enhancing the internal and end-consumer experience. **Customers:** URC's customer management program continuously aims to satisfy their customers by enabling direct interactions - understanding the customer profile, their needs, and what will make them more satisfied. This program empowers the organization to leverage on positive customer experiences based on relevant and real-time information that matters to the business. Relationship with customers that will affect terms of agreement and discount rates. Gathering and analyzing the voices of consumers through customer satisfaction matters to URC as improvement of this metric will increase consumer loyalty to the brand and will drive business growth. **Sales Volume -** Trade partners will refrain from ordering products should there be negative perception of quality and food safety. Also, sales volumes will be affected if consumers will cease to patronize our products should there be sub-par perception on quality and food safety. **Brand reputation** will be impacted given that URC is a big multinational brand and that social media is used as a public forum by the customer for any perception. It will not only impact a certain country but also our presence across Asia. **Value Chain Impact:** **Direct Operations:** The way we manufacture our products affects our food safety and quality standards. We will continue to reinforce quality and food safety controls that are already in place. **Suppliers:** Input materials that we use from our suppliers will be questioned. We will continue to partner with our suppliers in ensuring that standards are upheld all the time **Risks:** • The possibility of increased product complaints due to unsatisfied consumers impacting lower product patronage • The possibility of consumer not liking/buying our product with applied sustainability concepts, due to changed in "nakasanayan" taste resulting to lower product patronage
Management Approach for Impact and Risks
Customer Satisfaction Survey: Our sales team performs a regular customer satisfaction survey with our key accounts in the modern trade channel. In addition, we participated in the Advantage Report in the Philippines and showed improvement from ranking 7th in 2020 to 5th in 2021. The report is useful in tracking how we fare in certain metrics, identifying opportunities to improve, leading to better engagement and collaboration. **Customer Management:** Our well-established distribution network and relationships with our accounts ensure that our goods reach our consumers promptly. We always aim to be a partner of choice of our customers that we offer the broadest category and price point. Our distribution is divided between modern trade and traditional trade. Note that this classification may also vary in some markets like emerging, frontier, and developed market operations. Modern trade channels are composed of nationwide chains of convenience stores, supermarkets, modern wholesalers, and some drug stores where we engage in account management through national headquarters. We distribute directly to the consolidated warehouses of our accounts, and from there, it will be distributed internally to our accounts' respective channels or outlets.

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
In Traditional Trade, we work with regional distributors who distribute to channels like Sari-Sari Stores (mom and pop stores), market stalls, and smaller chains of mini-marts or groceries. We strategically hand-pick our distribution partners, ensuring that each has significant coverage and expertise for a seamless flow of goods to trade and until our consumers. **Innovation and Consumer Insighting:** We believe that customer focus and continuous product innovation play a crucial role in the future of the business. Consumers today are evolving and are more discerning with the emergence of new global trends in snacking and drinking. The competitive dynamics have also changed, with both global and domestic players offering a wide range of choices across different product categories and channels. This requires us to be proactive and be more customer-focused on gaining insights that will, in turn, feed into our innovation portfolio management process.
Opportunities & Management Approach
Joint business planning with customers (distributors and accounts) **Customer Management:** We are closely working with our distributors and key accounts through joint business planning and regular collaboration to ensure that we satisfy their needs. Our planning also involves plans on how to grow their business further and continuously get inputs from their customers to look for opportunities on programs and product innovation.

Product Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety	0	#
No. of complaints addressed	0	#

Note:
- Information includes data from BCF-PH only

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: As a food and beverage manufacturer, our vision is to provide brands of exceptional quality and value to our consumers. We are committed in upholding the quality and food safety of our products to ensure that they will not be compromised. The entire business will be adversely affected should there be a valid quality and food safety concern. **Risks:** The company may be exposed to reputation risks. Given the role of social media in the lives of people, we cannot control our consumers to post unhappy online feedback about our products. What we do is to make sure that we attend to their complaints promptly and address any dissatisfaction issues immediately.
Management Approach for Impact and Risks
The company did not face any product recalls due to product safety issues in calendar year 2021 As a company, we align with the rules of DTI regarding product recalls. URC is continuously upgrading its Quality and Food Safety Standards based on updated global guidelines. We have an internal measure, Process Conformance Index that ensures outgoing product quality will be within the expectation of our consumers. We ensure that 100% of our products conform to standards and quality measures as prescribed by our regulators. These include the Philippine Food and Drug Administration (FDA), Department of Health (DOH), among others. As a company we adhere closely to the Philippine Food Safety Act (Republic

Act or R.A. 10611) that protects consumer health and safety. Regulatory compliance encompasses product registration, sale, inspection, labeling, and marketing as part of our license to operate and furthermore, facilitates ease of doing business.

Across our operations, 100% of our product categories undergo a stringent quality assurance process. Equipped with efficient systems and an empowered team, we follow the URC Quality and Food Safety Plan at each stage of production as we deliver our innovative and exciting products.

End-consumer management: Our customer relations policy and procedures ensure that our consumers' welfare is protected, and their concerns are well-addressed. We have a customer care group dedicated to communicating directly with our consumers, and we have a sales account management team dedicated to responding to the needs and concerns of our accounts.

We have our guidelines and procedures on how we attend and address all types of complaints we received from calls, e-mails, social media, and even walk-in complainants. We made sure that it is aligned with the Consumer Act of the Philippines. Once a complaint is received, Quality Assurance is immediately notified and an investigation is triggered for us to appropriately respond to the consumer/customer. Our Refiller Management Services team is also notified about complaints that were due to possible deviations in product handling and display guidelines.

Any expression of dissatisfaction is taken, whether valid or not, as an opportunity for us to enhance our existing controls further.

Quality Management: We are continuously upgrading our Quality and Food Safety systems based on updated global standards and according to internal policies and procedures set by the company. To strengthen this imperative, programs such as 1-URC Quality and Food Safety Management System and Hygiene Zoning were designed, developed, and will be launched. The Quality Assurance team also verifies the compliance of Supply Chain, Manufacturing, and Distribution facilities through a robust internal audit program that encompasses a risk-based and continual improvement approach.

Opportunities & Management Approach

Operationalizing our commitment to improve choices in our product portfolio with quality, healthy and nutritious choices and our target to 100% Quality and Food Safety Certifications, we are seeing opportunities to have more robust consumer in sighting and stakeholder engagement. The company is continuously upgrading its Quality and Food Safety Standards based on updated global guidelines and scaling LEAN across our facilities. We also see an opportunity to establish better customer and end-consumer experience through new capabilities such as digital and data, customer care, and product/services mechanisms.

Management Approach:
Innovation and Consumer Insighting: We started a new approach with the Innovation Process Management – with a scope from ideation to execution. The risk assessment and mitigations associated with quality, regulatory, safety, IP etc. are covered through this process.

End-consumer Management: We benchmark best in class customer experience management from end-to end, capitalizing on the use of data and digital channels.

Marketing and Labelling

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling	0	#
No. of complaints addressed	0	#

Note: - Data from BCF-PH only

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: Proper labelling is both a regulatory mandate and a responsibility to our consumers. We have to be transparent in what we declare on our product labels. **Risk:** Regulatory mandated product recall and grievances from consumers towards transparency that may lead to risks in brand and product reputation.
Management Approach for Impact and Risks
We adhere closely to the Philippine Food Safety Act (Republic Act or R.A. 10611) that protects consumer health and safety. Regulatory compliance encompasses product registration, sale, inspection, labeling, and marketing as part of our license to operate and furthermore, facilitates ease of doing business. URC ensures that we fully comply with regulatory labeling and product information requirements and implement the required analysis for nutritional facts and claims.

Opportunities & Management Approach
We will continue to do benchmarking versus peers and best practices in terms of marketing and labelling in our products.

Customer/Consumer Privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy	In URC, our customers are defined as our key accounts and exclusive distributors. We ensure that our account management process handles account/customer information with strict confidentiality. Therefore, this area is not applicable.	#
No. of complaints addressed		#
No. of customers, users and account holders whose information is used for secondary purposes		#

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
In URC, our customers are defined as our key accounts and exclusive distributors **Impact:** Direct operations starting with our sales team since they are the customer facing unit of URC. Customer information are confidential in both our key account customers in modern trade (ex. large grocery chains, convenience stores, modern wholesalers) and exclusive regional distributors in traditional trade. We interface and manage our customer information through a key account manager in modern trade while in our traditional trade, our sales team manages each of our distributors through regional or area sales managers. **Risk:** Breach in information which may result in trust issues with key accounts or distributors.
Management Approach for Impact and Risks
We closely work with our customers and we value having strong working relationships with them. We always involve them in our business processes from planning to fulfillment making sure that we treat them as our strategic partners rather than transactional approach. Our account management process handles account/customer information with strict confidentiality.
Opportunities & Management Approach
The company has an opportunity leverage digitalization that directly link our processes with our customers (key accounts & distributors).

Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#

Impact and Risks: Where they occur, URC's involvement, stakeholders affected
Impact: As URC increasingly adopts digitalization to improve customer experience and increase efficiency in internal operations, there is greater need to invest in securing our network from cyberattacks. **Stakeholder:** Management, Employee, Customer/Consumer, Supplier/Business Partner **Risks:** Digitalization of URC transactions put us at risk of data breaches, IT security issues and unauthorized access of company data. The loss of critical information assets can lead to a loss in the

company's competitive advantage, customer confidence and reputation. This can significantly affect the overall status of the business.
Management Approach for Impact and Risks
The company is committed to ensuring that information assets of the business including the customers' and employees' personal information are adequately secured against relevant risk by establishing, maintaining and continuously improving its Information Security Management Systems (ISMS). The ISMS aim to ensure the confidentiality, integrity and availability of information assets, reduce the risk associated with unauthorized disclosure and/or damage to vital information maintained across the company. It is centrally governed in order to have a single accountable entity for driving an information security culture across the conglomerate. It is also aligned with the global practice such as ISO 27001:2013 and NIST Cybersecurity Framework (Risk-Based) that assures controls implemented are adequate for the needs of the business. URC employees undergo training to conform to the ISMS to better manage data security, and also use IT tools to monitor and strengthen network access controls. There are also tools that push operating system security patches to computers and servers in our network, so that employees can focus on what they do best. Lastly, we have systems in place that allow us to manage System Admin accounts, such as rapidly deactivating accounts of SysAds who will be separating from the company.
Opportunities & Management Approach
URC aims to continue improving data privacy protection through continuous development of technology solutions, conduct of periodic risk assessment and personnel training in the future. We do not aim only in improving the firewall perimeter of URC but also enhancing the infrastructure where it resides. With the roadmap of shifting to the cloud comes also enhancing the infrastructure from the classic TCP/IP to a mature SD-WAN (Software-Defined Wide Area Network), where all connectivity is intelligent enough from blocking to balancing and prioritizing network traffic, thus delivering a more robust and most reliable network platform.

UN SUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDG

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Branded Snack foods and Beverage	For more than 65 years, URC has produced high-quality snack foods & beverages with exceptional value. Currently, our portfolio is driven by convenience, on-the-go, ready-to-eat, ready-to-drink, indulgence, and play.	**Regulatory concerns towards wellness:** As a food and beverage manufacturer, we believe that consumers are changing fast due to emerging trends brought by the growing middle-class population in the region.	**Portfolio:** Nutrition is part of our Product Materiality Our 2030 commitment states that "we will improve the nutrition & wellness profile of our product portfolio aligned to the URC Wellness Criteria"

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
	Snack foods: URC provided access to high quality and western snacks like real potato chips at a more competitive price. Today, Jack n Jill is a household brand that Filipinos continue to love. **Coffee:** URC revolutionized the coffee mix market when URC launched Great Taste White Coffee and shifted the market significantly from instant to coffee mixes. Today, the coffee mix category has become an integral part of Filipinos lives, especially to the working class, and white coffee is the most significant sub-segment. **Ready-to-drink Tea:** C2 has been thriving against sodas/carbonated beverages when it was introduced as an alternative to consumers, given that consumers have already started to shift towards better for your choices. C2 is made from real tea leaves that are brewed and bottle the same day. **Noodles:** Our noodles business is a joint venture with Nissin of Japan, and is currently the #1 cup noodles brand in the market. It provided the working-class meal substitute on-the go, especially workers and millennials in tier 1 cities. We also have noodles in pouches from our Payless	At this point, some of us may think that wellness will be 5 to 10 years from now, but it's already happening. As we saw in 2018, the government imposed an excise tax on sweetened beverages while some schools began banning snacks and some types of beverages that did not pass the nutrition standards of DepED. **Issues concerning Single-Use Packaging** Issues towards single-use plastics and ocean waste have been very visible in the last 3 years. The public has turned their eyes towards FMCG manufacturers as a source of the problem.	By 2030, we plan to make 70% of our portfolio in the Philippines to meet at least one or more URC Wellness Criteria as we renovate our existing products and launch new products. Actual results: URC has been working on improving the nutritional quality of our product portfolio since 2019. By end of 2021, we had improvements in our nutritional quality of our product portfolio as measured by the wellness criteria. • 99% of total (353 out of 357) products passed 1 URC Wellness Criteria, • More than 71% (253 out of 357) out of 357) passed 2 URC Wellness Criteria and • More than 36% (128 out of 357) passed 3 URC Wellness Criteria. This covers URC Snack Foods and Beverages including joint ventures DURBI, VURC and NURC in the Philippines. Moving forward, URC will continue driving progress against the wellness criteria by expanding our scope to

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
	brand, which we believe addresses social issues in hunger, especially in times of calamities, emergencies, pandemic, and financial crisis. **Bottled Water:** Our bottled water brand Refresh is tagged as one of the basic goods by DTI. Through Refresh, URC provides an additional supply of clean drinking water on-the-go, which is essential in times of calamities and emergencies.		all geographies where we operate under BCF. To enable all our countries to participate in improving the nutritional profile of their products, we are upgrading the wellness criteria. URC Wellness Criteria is being enhanced and linked more strongly with the WHO standard (Annex 1) 2021 data will be the new baseline for targets. Our 2030 goals: 1. Minimum of our 70% of our product portfolio will meet at least 1 wellness criteria 2. Minimum of our 25% of our product portfolio will meet at least 2 wellness criteria 2021 Philippines product portfolio changes include: 1.) **<u>Shifted to non-PHO (partially hydrogenated oils) formulations</u>** for the following products: Nips Milk Choco (Porta Pack, Ties, Snack Bar), Nips Milk Choco Minis (Polybag), Nips Peanut (Ties, Snack Bar), Nips White (Minis, Ties, Snack Bar), Nips Peanut

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
			Deluxe (Snack Bar), Wiggles Choco Coated Mallows , Chooey Toffee, Cloud 9 Classic (Bar, Minis) and Wafrets Choco Vanilla. Plans are in place targeting to eliminate the use of PHOs by end 2022 2.) **Products containing Less than 6% Added Sugar in Beverages** - Blend 45 Original, C2 Lemon, C2 Dalandan and C2 Melon and Refresh Fruit Drink ***(Apple, Mango, Orange, Dalandan, Pineapple)*** 3.) **Functional beverages for improved wellness** ***C2 Immuno C*** - Source of Vitamin C and Zinc that is equivalent to 15% of RENI. C2 Immuno-C helps to the normal function of the Immune system ***B'lue Vita Boost (Cactus Tangerine, Orange, Lychee, Calamansi, Cucumber Lime)*** - Source of Vitamin C that contributes to the normal function of the immune system. Vitamins B3, B6, B12 which contributes to the

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
			normal energy-yielding metabolism 4.) **<u>Functional confectionery for improved wellness</u>** Maxx Vitamin C - Contains 75mg of Vitamin C per candy equivalent to 100% daily requirement for adults. 5.) **<u>Functional bakery for improved wellness</u>** Presto Creams Peanut Butter - High in B-Vitamins 1, 6 & 9 that can help you focus **Packaging:** Packaging is part of our Product Materiality. Our 2030 commitment states that “we will reduce our packaging footprint & make 60% of our packaging recycle-ready”. Actual results: URC has been working in the reduction of our packaging footprint and making it recycle read since 2019. • Versus 2020. Our packaging footprint dropped by 4.1% led by initiatives to optimize packaging laminate structures, drive towards mono materials, and

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
			optimizing cubage. This improvement has more than offset the down weighting of packs. Our packaging consumption was lower by 759 tons due to the packaging laminate initiatives. • **Increase the proportion of our packaging materials that is recyclable** –79% of our packaging is recycle ready in BCF PH. This has been led by an aggressive program of converting to mono-material laminates. Our total recycle content has also increased to 51% (of the total packaging) largely led by use of recycle content for paper packaging. As technologies become available and feasible, we continue to look for opportunities in a. making 99%+ of our packaging recycle ready in the BCF PH by 2030 b. Use minimum of 25% post-consumer recycled PET in our bottles in the BCF PH by 2030.

Key Products and Services	Societal Value / Contribution to UN SDG	Potential Negative Impact of Contribution	Management Approach to Negative Impact
			Adopting a single material type for packaging will promote closed loop systems, especially in areas where recycling facilities exist. This is part of our efforts to help encourage viable recycling ecosystems.

Annex 1

URC's Updated Wellness Criteria	
1	Threshold for Total Fat: No more than 30% of the total energy per serving and No more than 10% Saturated Fat of the total energy *(WHO 2016)*
2	Threshold for Sugar: Less than 6% Added Sugar in Beverages & ≤10% of Total Kcal per serving for other products (*WHO SSB 2012)*
3	Threshold for Sodium: 1 mg Sodium per Kcal per 100g product or per serving *(WHO 2012/2016)*
4	Zero Trans-Fat & Zero Cholesterol
5	≤ 230 calories per serving of snacks and beverages *(WHO 2016)*
6	Products addressing one or more of the following micronutrient deficiencies - Iron, or Iodine, or Zinc, or Folate, or Vitamin A or Vitamin D - as source *(CDC Micronutrient Facts 2021 / PAHO-WHO 2016 Nutrient Profiling)*
7	Acceptable Macronutrient Distribution Range (AMDR) [Carbohydrate (55-70%), protein (10-20%) and fats (20-30% but Saturated Fat is less than 10% of total energy)] *(National Academy of Science, FNB of the Institute of Medicine 2002/2004)*
8	100% Natural Ingredients (naturally sourced, minimally processed, free from artificial flavors, artificial colors, artificial preservatives, or synthetic additives regardless of source)
9	100% Plant-based proteins
10	Products using functional quality ingredients to improve wellness (Such as Protein, Fiber, Bio-actives - as source)

Annex 2

JG SUMMIT HOLDINGS, INC.		
	CHAPTER	PROCUREMENT
	SECTION	SUPPLIER MANAGEMENT
	SUBJECT	SUPPLIER ACCREDITATION IMPLEMENTING GUIDELINES

I. OBJECTIVES

1. To provide the implementing guidelines for the supplier accreditation in Corporate Center Units (CCU) and establish the roles of the appointed members of CCU Supplier Accreditation Team (SAT).

2. To implement the transfer of responsibilities of the Corporate Supplier Accreditation Team (Corp SAT) to the Corporate Center Units Accreditation Team (CCU SAT) in accordance with the approved policies on Supplier Accreditation per CORP – 5001.

3. To ensure compliance to the policy that the Company shall purchase only from duly accredited suppliers approved for accreditation by the appointed Business Unit (BU) or CCU Supplier Accreditation Team (SAT).

II. SCOPE

This document outlines the procedures to be followed by the authorized CCU personnel or group engaged in procurement and accreditation transactions.

III. RESPONSIBILITIES

Following are the responsibilities related to the Supplier Accreditation Implementing Guidelines:

1. **Strategic Procurement Group** shall be responsible for:

    1.1. Sourcing and pre-qualifying prospective Suppliers;

    1.2. Requesting duly completed Supplier Accreditation Application Form (SAAF) and corresponding supporting documents from the Supplier;

    1.3. Accomplishing the Proponent's portion of the SAAF and the Supplier Accreditation Rating Sheet;

    1.4. Endorsing the supplier accreditation application packages to the CCU SAT Coordinator; and

    1.5. Endorsing the newly accredited Suppliers to Aspen Central Data Management (CDM) Team for Vendor Code creation.

2. **Corporate Center Units Supplier Accreditation Team (CCU SAT)** shall be responsible for:

    2.1 Performing the final review and assessment to determine the approval or disapproval of the Supplier's accreditation; and

    2.2 Together with the Corporate Procurement Governance (CPG) Team, conducting investigation of endorsed cases that warrants suspension or debarment of a particular supplier.

3. **CCU SAT Coordinator** shall be responsible for:

   3.1. Performing initial review of the supplier accreditation application;

   3.2. Validating the submitted supplier documents, via available Government and Regulatory sites, as well as endorsing the same to CPG Team for validation through Dunn & Bradstreet;

   3.3. Endorsing the supplier accreditation application packages to the CCU SAT Members for review and disposition;

   3.4. Releasing the CCU SAT results and accreditation status;

   3.5. Maintaining the Vendor Master List; and

   3.6. Providing the same to the CPG Team on a monthly basis, for purpose of conglomerate-wide leveraging. Details shall include warranties, terms of payment and type of service.

4. **Corporate Procurement Governance Team** shall be responsible for:

   4.1. Validating the Supplier's data through Dunn & Bradstreet and providing information upon request of the CCU SAT Coordinator;

   4.2. Maintaining the central repository containing the conglomerate-wide Vendor Master List as well as the list of suspended/debarred Suppliers;

   4.3. Together with the CCU SATs, conducting investigation of endorsed cases that warrants suspension or debarment of a particular supplier.;

   4.4. Releasing of an Incident Memo in cases of a Supplier's suspension or debarment; and

   4.5. Endorsing all suspended/debarred Suppliers to Aspen CDM Team via Master Data Management Tool for system blocking.

5. **Corporate Internal Audit** shall be responsible for performing periodic audits to check and ensure compliance to this policy.

IV. IMPLEMENTING GUIDELINES

1. The Company shall establish a CCU SAT, with at least three (3) members representing various identified CCU groups appointed by the JGSHI President and CEO, capable of assessing the supplier's overall competencies.

2. CCU SAT may invite Subject Matter Experts (e. g. Technology, Engineering Team), who shall provide technical advice and assistance in assessing the supplier.

3. Supplier applying for accreditation shall comply with the company's mandatory documentary requirements, kindly refer to Supplier Accreditation Form containing the List of Supplier Accreditation Requirements.

4. Existing suppliers shall be required to submit updated documentary requirements for the following request:

   4.1. Request for Change Name; and

   4.2. Application to supply additional commodity

5. Rating and assessment of supplier's capability shall be documented using the Suppliers Accreditation Evaluation Sheet (SAES), and shall be approved by the CCU Head of the endorsing group and the CCU SAT.

6. The CCU SAT shall grant Regular, Conditional or One-Time Accreditation to the applicant supplier after careful deliberation.

7. CCU SAT may customize their accreditation rating system either by type of industry (Corporation, Cooperative, and Sole Proprietorship) or size of business transaction, which shall be subject to the approval of the CCU SAT Head.

8. Strategic Procurement Group shall provide an Endorsement Letter as attachment to the supplier accreditation application, for suppliers with below 75% rating. The Endorsement Letter shall be signed/approved by the following:

   8.1. Non-IT Suppliers - CCU Head of the endorsing group

   8.2. IT Suppliers - CCU Head of the endorsing group and the Chief Information Officer

9. Suppliers given a Regular and Conditional Accreditation status shall maintain a Robinsons Bank Account as a requirement for accreditation. Suppliers requesting to be exempted from such condition shall be covered by a justification memo prepared by Strategic Procurement Group and duly approved by Authorized Approver/s.

10. Strategic Procurement Group shall be responsible for endorsing the Vendor Code creation to Aspen Business Solutions, Inc. – Central Data Management (ABSI-CDM) for accredited external suppliers, including those identified not to be subjected for accreditation, i. e. Open List.

    Note that Internal Suppliers, e. g. Employees Government Agencies and similar Institutions, shall be handled separately and will not form part of the responsibilities of Strategic Procurement Group.

11. Suppliers with a Regular Accreditation status from other BUs shall qualify to engage and provide the requirements of CCU, unless otherwise restricted or subject to additional requirements imposed by the other BU SAT.

12. Supplier Accreditation status shall be valid until revoked or suspended/debarred.

13. Investigation shall be conducted by the CCU SAT, with the assistance of the Corporate Procurement Governance (CPG) Team regarding the disposition of endorsed cases that warrants suspension or debarment of a particular supplier. This Joint Investigation Team shall coordinate with other BU SATs to inquire on the performance of the supplier under investigation.

14. CPG Team shall release an incident memo containing the background and the results of the investigation as well as the announcement of suspension/debarment. CPG Team shall consolidate all suspended/debarred Suppliers in a repository.

15. The decision on the Joint Investigation Team s shall be final and valid across all BUs within the Gokongwei Group of Companies.

16. CPG Team shall endorse suspended/debarred Suppliers to ABSI-CDM via Master Data Management Tool for blocking in the system.

17. Suppliers may request for reinstatement course through CCU SAT, if they have already satisfactorily resolved the cause of their suspension or debarment. CCU SAT shall inform CPG Team of such reinstatement.

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