

COVER SHEET

for
UNAUDITED FINANCIAL STATEMENTS

SEC Registration Number

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COMPANY NAME

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

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Form Type

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Department requiring the report

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Secondary License Type, If Applicable

	N	/	A
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COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
www.jgsummit.com.ph	8633-7631	—
No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
982	Last Thursday 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
Brian M. Go	Brian.Go@jgsummit.ph	8633-7631	—

CONTACT PERSON'S ADDRESS

41st Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Pasig City
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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-Q

QUARTERLY REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended **June 30, 2024**
2. SEC Identification Number **184044**
3. BIR Tax Identification No. **000-775-860**
4. Exact name of registrant as specified in its charter **JG Summit Holdings, Inc.**
5. **Pasig City, Philippines**
Province, Country or other jurisdiction of
incorporation or organization
6. (SEC Use Only)
Industry Classification Code:
7. **43rd Floor, Robinsons-Equitable Tower ADB Ave. corner Poveda Road, Pasig City 1600**
Address of principal office Postal Code
8. **(632) 633-7631**
Registrant'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 RSC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	7,520,983,658
Long-term Debt	-

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

Yes [/] No []

If yes, state the name of such stock exchange and the classes of securities listed herein:

Philippine Stock Exchange
Common Stock

12. Check whether the registrant:

- (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 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 90 days.

Yes [/] No []

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Financial Statements.

The unaudited consolidated financial statements are filed as part of this Form 17-Q.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Business Overview

JG Summit Holdings, Inc. (JG Summit / the Company / the Group), was incorporated in November 1990 as the holding company for a group of companies with substantial stakes in foods, agro-industrial and commodities, real estate and hotel, air transportation, banking and petrochemicals. The Company also has core investments in telecommunications and power generation and distribution.

The Company is one of the largest and most diversified conglomerates within the Philippines. The Company was listed on the PSE in 1993.

The Company and its subsidiaries (the Group), conduct businesses throughout the Philippines, but primarily in and around Metro Manila (where it is based) and in the regions of Luzon, Visayas and Mindanao.

The Group also has a branded consumer foods business in ASEAN, and a core investment in a property development company in Singapore.

Results of Operations

Six Months Ended June 30, 2024 Versus June 30, 2023

JGS' 1H Core Profits rose twofold to ₱18.1 billion from strong leisure demand and merger gains

JG Summit Holdings, Inc. (JGS), one of the Philippines' largest and most diversified conglomerates, generated a 99% increase in its core profits driven by the strong demand for travel and leisure activities as well as the realized gains from its bank merger at the start of the year.

Fueling this robust performance was the Group's double-digit topline growth of 13% and 15% year-on-year (YoY) in the second quarter (2Q) and first half of 2024 (1H24), respectively. This brought JGS' consolidated revenues to reach ₱187.8 billion in 1H24, as the Group saw rising demand for tourism and recreation, along with increased petrochemical operations plus higher food and beverage sales volumes.

Boosted by the YoY margin improvement in its core businesses, higher equity earnings from its investment in Meralco, and the 1Q bank merger gain, JGS' core net income after taxes totaled ₱18.1 billion in 1H24, twice the amount recognized in the previous year. Excluding the ₱7.9 billion merger gain, recurring core profits grew 12% YoY.

Meanwhile, reported net income, which incorporates non-core items such as foreign exchange (FX) and mark-to-market (MTM) losses, stood at ₱14.8 billion, up 43% vs the same period last year (SPLY).

Consolidated cost of sales and services for the first half of 2024 increased by 13.8% from ₱113.2 billion last year to ₱128.8 billion this year mostly driven by increase in input costs of JGSOC as well as higher fuel consumption of CEB in line with the increased flight activity during the period.

The Group's operating expenses increased by 16.2% to ₱31.2 billion from ₱26.9 billion driven by URC's higher advertising and promotions expenses, as well as increase in CEB's depreciation expense brought about by new aircraft acquisitions and other capital expenditures during the period, coupled with higher flying operation expenses.

As a result, Consolidated Operating Income or EBIT amounted to ₱27.8 billion for the first half of 2024, 20.8% increase from ₱23.0 billion SPLY. Consolidated EBITDA amounted to ₱43.9 billion for the first half of 2024, 19.0% increase from ₱36.9 billion SPLY.

The Group's financing costs and other charges, net of interest income, increased by 31.2% to ₱8.3 billion this year due to higher level of interest-bearing liabilities and higher interest rates.

Market valuation losses recognized from financial assets and derivative instruments for the first half of 2024 amounted to ₱2.0 billion from ₱766 million gain SPLY mainly attributable to the valuation losses incurred by the Group on its financial assets.

The Group recognized net foreign exchange (FX) losses of ₱244 million in 2024 from ₱1.4 billion FX gains SPLY mainly due to depreciation of Philippine Peso vis-à-vis US dollar during the period compared to appreciation SPLY.

Other income amounted to ₱8.9 billion in the first half of 2024 from ₱73 million SPLY primarily due to the ₱7.9 billion gain on the merger of BPI and RBC.

Provision for income tax increased to ₱3.1 billion for the first half of 2024 from ₱1.9 billion SPLY due to higher taxable income of URC, RLC and CEB.

The Group's net income after tax from continuing operations for the first half of 2024 amounted to ₱22.9 billion from ₱17.0 billion net income SPLY mainly driven by higher operating income coupled with the recognition of merger gain.

Net income attributable to equity holders of the parent amounted to ₱14.8 billion for the first half of 2024, 42.9% higher from last year's ₱10.4 billion for the first half of 2023 as a result of the factors discussed above.

FOOD

Universal Robina Corporation (URC) generated a consolidated sale of goods and services of ₱80.7 billion for the six months ended June 30, 2024, ahead by 3.1% against last year's same period. Sale of goods and services performance by business segment follows:

- Sale of goods and services of URC's BCFG segment increased by ₱744 million or 1.4% to ₱55.3 billion for the first half of 2024 from ₱54.5 billion recorded in the same period last year.
 - BCF domestic operations, excluding the packaging division, posted a 0.6% increase in net sales from ₱37.4 billion for the first half of 2023 to ₱37.6 billion for the first half of 2024 due to volume growth and price increases implemented since last year.
 - Sale of goods and services of URC's packaging division decreased by 16.8% to ₱587 million for the first half of 2024 from ₱705 million recorded in the first half of 2023 driven by lower volume and selling prices.

- BCF international operations reported a 3.8% increase in net sales from ₱16.5 billion for the first six months of 2023 to ₱17.1 billion for the first six months of 2024. In constant US dollar (\$) terms, total BCF international sales grew by 7.7%.
- Sale of goods and services of BCFG, excluding the packaging division, accounted for 67.7% of the total URC consolidated sale of goods and services for the first half of 2024.
- Sale of goods and services of URC's AIC group amounted to ₱25.5 billion for the first six months of 2024, an increase of 7.1% from ₱23.8 billion recorded in the same period last year.
- Sale of goods and services of URC's AIG segment amounted to ₱8.0 billion for the first six months of 2024, a decline of 0.5% from ₱8.1 billion recorded in the first six months of 2023 mainly driven by Feeds.
- Sale of goods and services of Flour business amounted ₱3.1 billion for the first six months of 2024, a growth of 3.1% from ₱3.0 billion recorded in the same period last year mainly due to improved commercial flour sales volume.
- Sales of goods and services of Sugar business amounting to ₱10.8 billion for the first half of 2024, a growth of 14.1% from ₱9.5 billion for the first half of 2023 driven by higher sugar sales volume, while the Renewables business grew by 8.9% to ₱3.6 billion for the first half of 2024.

URC's cost of sales consists primarily of raw and packaging materials costs, manufacturing costs, and direct labor costs. Cost of sales increased by ₱196 million or 0.3% to ₱57.7 billion for the first half of 2024 from ₱57.5 billion recorded in the same period last year due to higher volume.

URC's gross profit for the first half of 2024 amounted to ₱23.0 billion, higher by ₱2.2 billion or 10.7% from ₱20.8 billion reported in the same period last year. Gross profit margin increased by 197 basis points from 26.5% for the first half of 2023 to 28.5% for the first half of 2024 due to better mix and lower input costs.

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 ₱1.4 billion or 11.5% to ₱13.6 billion for the first half of 2024 from ₱12.2 billion registered in the first half of 2023 driven by higher advertising and promotions expenses.

As a result of the above factors, operating income increased by ₱826 million or 9.6% to ₱9.4 billion for the first half of 2024 from ₱8.6 billion reported for the first half of 2023.

URC reported an EBITDA (operating income plus depreciation and amortization) of ₱12.6 billion for the first half of 2024, 7.0% higher than ₱11.7 billion posted in the same period last year.

URC's finance costs consist mainly of interest expense, which increased by ₱147 million to ₱874 million for the first half of 2024 from ₱727 million recorded in the same period last year, mostly due to higher levels of short-term loans.

Net foreign exchange gain decreased by ₱58 million to ₱662 million for the first half of 2024 from ₱720 million in the same period last year.

URC's finance revenue consists of interest income from money market placements, savings, and dollar deposits, as well as dividend income from investments in equity securities. Finance revenue increased by ₱13 million to ₱171 million for the first half of 2024 from ₱158 million in the same period last year driven by higher interest income from savings and money market placements.

Market valuation gain on financial instruments at FVTPL increased to ₱164 million for the first half of 2024 from ₱120 million in the same period last year driven by an increase in the market value of equity investments.

Impairment losses of ₱147 million were recorded for the first half of 2024 from ₱205 million in the same period last year. This year's impairment is for inventory and PPE from the Sariaya plant due to typhoon Aghon while last year is for farm assets.

Equity in net losses of joint ventures increased to ₱62 million for the first half of 2024 from ₱33 million in the same period last year mainly due to equity take up in the net losses of Calbee-URC Malaysia (CURM) this year versus gain last year.

Other income - net consists of gain on sale of fixed assets, rental income, and miscellaneous income and expenses which amounted to ₱77 million for the first half of 2024, while ₱119 million other expenses were recorded in the same period last year.

URC recognized a provision for income tax of ₱1.8 billion for the first half of 2024, a 23.9% increase from ₱1.5 billion recognized for the first half of 2023.

URC's net income from continuing operations amounted to ₱7.6 billion for the first half of 2024, higher by ₱552 million or 7.9%, from ₱7.0 billion reported in the same period last year.

URC's net loss from discontinued operations amounted to ₱580 million for the first half of 2024, higher by ₱566 million or 3994.0%, from ₱14 million reported in the same period last year, driven by the closure of URC China in the first half of 2024.

Net income attributable to equity holders of the parent decreased by ₱65 million or 1.0% to ₱6.6 billion for the first half of 2024 from ₱6.7 billion for the first half of 2023 as a result of the factors discussed above.

Non-controlling interest (NCI) represents primarily the share in the net income attributable to non-controlling interest of Nissin-URC (51.0%-owned). NCI in net income of subsidiaries increased from ₱349 million for the first half of 2023 to ₱401 million for the first half of 2024.

REAL ESTATE AND HOTELS

Robinsons Land Corporation (RLC) posted a notable 8% growth in consolidated revenues, reaching ₱20.0 billion, driven by strong performances across all divisions. Both EBITDA and EBIT saw significant year-on-year growth, increasing by 12% to ₱12.2 billion and 15% to ₱9.4 billion, respectively. Net income attributable to parent surged by 25% to ₱7.3 billion for the six months ended June 30, 2024. Excluding one-time gain on the reclassification of its GoTyme investment, net income to parent is at ₱6.5 billion, resulting to a 9% year-on-year growth.

Robinsons Malls demonstrated remarkable growth in the first half of 2024. Sustained consumer spending and higher occupancy rates drove a 12% increase in mall revenues to ₱8.7 billion, representing 41% of RLC's consolidated revenues. This growth translated into a 16% rise in EBITDA to ₱5.3 billion and, enhanced by lower depreciation, a year-on-year increase in EBIT to ₱3.7 billion.

Robinsons Offices delivered improved top-line results, with revenue growth of 6% to ₱3.9 billion, accounting for 18% of consolidated revenues. EBITDA for this segment reached ₱3.1 billion, with EBIT closing at ₱2.6 billion. This better performance is primarily due to the strength of its portfolio, comprising of 32 high-quality assets that span across 793,000 sqm, strategically located in major central business districts, key cities, and urban areas.

With strong contributions across all brand segments, **Robinsons Hotels and Resorts** or RHR exceeded previous year revenues by 42% to ₱2.8 billion. EBITDA and EBIT which closed at ₱868 million and ₱454 million, respectively, have both significantly grown by 96% and 243% year-on-year, respectively.

To optimize synergies and maximize cost efficiencies, RLC Residences and Robinsons Homes were merged under the brand of **RLC Residences**, which generated realized revenues of ₱4.9 billion for the first half of 2024. Both EBITDA and EBIT are flat at ₱2.2 billion and ₱2.1 billion, respectively.

In the first half of 2024, **Robinsons Logistics and Industrial Facilities (RLX)** leasing revenues surged by 31% at ₱385 million driven by the full-year contribution of the new facility in Calamba, with EBITDA and EBIT increasing to ₱351 million and ₱271 million, respectively. RLX owns ten industrial facilities strategically located in Sucat, Muntinlupa, Sierra Valley in Cainta, San Fernando, Mexico in Pampanga, and Calamba, Laguna.

Robinsons Destination Estates recorded ₱571 million of revenues from a portion of deferred gain on the sale of parcels of land to joint venture entities. EBITDA and EBIT landed at ₱345 million and ₱343 million, respectively.

AIR TRANSPORTATION

Cebu Air, Inc. (CEB) recorded revenues amounting to ₱51.4 billion for the period ended June 30, 2024, 18.1% higher than the ₱43.6 billion in revenues earned in the same period last year. The increase in revenues is accounted for as follows: (1) Passenger revenues increased by ₱5.6 billion or 18.4% to ₱35.7 billion from ₱30.1 billion generated in the same period last year, due to the overall increase in travel demand. Passenger volume increased by 1.2 million or 12.1% while average fares increased by 5.7% to ₱3,101 in the current period. (2) Cargo revenues increased by ₱638 million or 31.9% to ₱2.6 billion from ₱2.0 billion generated in the same period last year due to 26.8% increase in cargo volume carried coupled with a 4.0% increase in cargo yield. (3) Ancillary revenues increased by ₱1.7 billion or 14.8% to ₱13.1 billion from ₱11.4 billion generated in the same period last year, mainly due to higher passenger volume coupled with higher ancillary yield.

CEB incurred operating expenses of ₱46.0 billion, higher by 15.5% compared to ₱39.8 billion incurred in the same period last year. The increase was mainly driven by the increase in flight activity, since a material portion of its expenses are based on flights and flight hours. The weakening of the Philippine peso against the U.S. Dollar from an average of ₱55.25 per U.S. Dollar to an average of ₱56.91 per U.S. Dollar for 2024, based on the Philippine Bloomberg Valuation (PH BVAL) weighted average rates also contributed to the increase in operating expenses.

As a result of the foregoing, CEB earned an operating income of ₱5.5 billion for the six months ended June 30, 2024, higher by 45.9% or ₱1.7 billion than the ₱3.8 billion posted in the same period last year.

CEB's market valuation gains amounting to ₱459 million for the six months ended June 30, 2023 originated from the market valuation gains recognized for the Group's embedded derivative arising from its convertible bonds, interest rate derivatives and fuel derivatives (nil in 2024).

Net foreign exchange loss of ₱275 million primarily resulted from the depreciation of the Philippine Peso to US Dollar from ₱55.37 as of end December 31, 2023 to ₱58.61 as of end June 30, 2024. The Group's major exposure to foreign exchange rate fluctuations is in respect to U.S. Dollar-denominated short and long-term debt.

For the six months ended June 30, 2024 and 2023, CEB recorded equity in net income of joint ventures and associates of ₱33 million and ₱31 million, respectively.

Interest expense from debt and lease liabilities increased by ₱917 million or 44.7% to ₱3.0 billion from ₱2.1 billion for the same period last year due to the additional aircraft and engine deliveries. The increase is coupled with the increase in bank interest rates for debts and the effect of the depreciation of the Philippine Peso against the U.S. Dollar.

As a result of the foregoing, CEB recorded income before income tax of ₱3.6 billion for the six months ended June 30, 2024, higher by ₱349 million or 10.8% than the ₱3.2 billion income before income tax posted for the same period last year.

Net income for the six months ended June 30, 2024 amounted to ₱3.5 billion, a decrease of 5.4% from the ₱3.7 billion net income earned in the same period last year.

PETROCHEMICALS

JG Summit Olefins Corporation (JGSOC) revenues jumped 80% YoY to ₱25.5 billion for the first half of 2024 due to increased plant operations and higher sales volumes across all products this year coming from a low base due to its 5-month commercial shutdown in the previous year. This improvement was further aided by more targeted selling and disciplined pricing. However, subdued demand held back selling prices and kept polymer margins in the red, while healthy spreads from JGSOC's newer products provided some cushion. This, along with increased operating costs, caused EBITDA to slip ₱0.4 billion YoY to end 1H at a ₱2.5 billion loss. Higher financing costs and additional depreciation from the fully completed plant expansion project led to a net loss of ₱7.4 billion.

JGSOC continues to work on its business-wide transformation project, with initiatives already producing various wins such as higher premiums on booked volumes, continued strong sales momentum, more strategic spending on maintenance, and a reduction in spare part inventories.

EQUITY EARNINGS

Equity in net earnings of associated companies and joint ventures amounted to ₱8.0 billion for the first half of 2024, a 21.1% increase from ₱6.6 billion for the first half of 2023. The Group's share in Meralco's income jumped 26% YoY to ₱5.8 billion as the boost in commercial activities and residential demand from higher temperatures increased sales volumes. This was further elevated by the gains from the company's power generation segment.

Equity earnings from Singapore Land Group of ₱1.3 billion also saw a 15% improvement as its hotel business posted a robust performance, especially with the full operations of the Pan Pacific this year, along with increases in the company's rental income.

Dividends received from PLDT in 1H24 declined 22% to ₱1.1 billion due to the lack of special dividends declared in 2023. Nonetheless, its regular dividends increased by ₱1 to ₱46 per share.

With the effectivity of the merger between Bank of the Philippine Islands (BPI) and Robinsons Bank at the start of the year, JGS received its first cash dividends from BPI at ₱1.98 per share, totaling to ₱373 million.

Financial Condition

June 30, 2024 vs December 31, 2023

The Group's balance sheet remains robust, providing a solid financial base to support growth across its operations, and has once again reached the trillion level. As of June 30, 2024, the Group reported consolidated assets totaling ₱1.0 trillion. The current ratio stands at 0.94. Furthermore, the Group's indebtedness is well-managed, with a gearing ratio of 0.67, comfortably within the financial covenant limit of 2.0. The net debt, amounting to ₱256.0 billion, translates to a net debt-to-equity ratio of 0.55.

As of June 30, 2024, the Group holds cash and cash equivalents totaling ₱44.8 billion, an increase from the ₱37.9 billion reported as of December 31, 2023. The Group's cash requirements have been largely met through operating activities, resulting in a net cash flow provided by operating activities of ₱23.8 billion for the first half of 2024. Additionally, the net cash used in investing activities amounted to ₱16.8 billion, primarily utilized for the Group's capital expenditures, partially offset by the proceeds from the sales and leaseback transactions, refunds of pre-delivery payments, and receipt of dividends. Net cash used in financing activities amounted to ₱126 million primarily resulted from lease liability and dividend payments; and the purchase of treasury shares, partly offset by the proceeds from the partial sale of equity interest in RL Commercial REIT, Inc. (RCR).

The Group's capital expenditures totaling ₱30.2 billion in 2024 include URC's capacity expansion initiatives, RLC's investment, and development of both new and existing facilities and acquisition of land; CEB's additional aircraft acquisition; JGSOC's tail-end expansion projects and capitalizable maintenance capex.

As of June 30, 2024, the Group is not aware of any material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Group with unconsolidated entities or other persons created during the reporting period that would have a significant impact on the Group's operations and/or financial condition.

As of June 30, 2024, except as otherwise disclosed in the financial statements and to the best of the Group's knowledge and belief, there are no events that will trigger direct or contingent financial obligation that is material to the Group, including any default or acceleration of an obligation.

**Material Changes in the 2024 Financial Statements
(Increase/Decrease of 5% or more versus 2023)**

Material changes in the Statements of Consolidated Comprehensive Income were explained in detail in the management discussion and analysis or plan of operations stated above.

Consolidated Statements of Financial Position- June 30, 2024 versus December 31, 2023

18.1% increase in Cash and Cash Equivalents

Due to the Group's cash generated from operations, along with the proceeds from the sale of RCR shares and the sale of PPE (including sales and leaseback) and additional cash secured through short-term and long-term loans, partially offset by capital expenditures, the purchase of treasury shares, dividends, and lease liability payments.

21.9% decrease in Financial assets at Fair Value through Profit or Loss

Due to the valuation losses on the Group's financial assets.

62.7% increase in Financial assets at Fair Value through Other Comprehensive Income (including Noncurrent Portion)

Due to the recognition of investment in BPI as a result of the merger of RBC with BPI. Also, PLDT and BPI investment's valuation went up due to the increase in share price.

12.9% increase in Right-of-use (ROU) Assets

Due to new aircraft deliveries and sales and leaseback transactions partly offset by depreciation during the period.

12.6% increase in Other Noncurrent Assets

Mainly due to RLC's bid deposit for the acquisition of a land property which will be applied against the purchase price once awarded.

6.0% decrease in Accounts Payable and Accrued Expenses

Due to payment of trade payables, partly offset by the increase in accrued expenses, airport fees payable and VAT payable.

14.4% increase in Short-term debts

Mainly driven by higher trust receipts payable of JGSOC, and avilment of short-term loans by CEB.

14.1% increase in Lease Liabilities (including noncurrent portion)

Due to additional lease liability set up for new leased aircraft deliveries and sale and leaseback transactions for the period, offset by payments made during the period.

112.5% increase in Income Tax Payable

Due to higher provision for taxes.

8.8% increase in Other Current Liabilities

Due to CEB's higher unearned transportation revenue from increased forward bookings as of June 30, 2024 compared to December 31, 2023 in line with the increased airline services demand during the period.

14.5% decrease in Other Noncurrent Liabilities

Due to CEB's settlements of asset retirement obligation and heavy maintenance visits provisions during the period.

33.2% increase in Other Comprehensive Income

Due to the increase in the market value of the Group's investments in PLDT and BPI.

11.2% increase in Equity Reserve

Mainly due to the gain from RLC's partial sale of equity interest in RCR without loss of control. As a result of the transaction, RLC's ownership in RCR declined from 66.14% as of December 31, 2023 to 50.05% as of June 30, 2024.

Stockholders' equity, excluding minority interest, stood at ₱358.5 billion as of June 30, 2024 from ₱335.9 billion last year.

Book value per share amounted to ₱47.66 as of June 30, 2024 from ₱44.66 as of December 31, 2023.

KEY FINANCIAL INDICATORS

The Group sets certain performance measures to gauge its operating performance periodically and to assess its overall state of corporate health. Listed below are the major performance measures, which the Group has identified as reliable performance indicators. Analyses are employed by comparisons and measurements on a consolidated basis based on the financial data as of June 30, 2024 and December 31, 2023 and for the first half of 2024 and 2023.

Key Financial Indicators	2024	2023
Revenues	₱187,842 million	₱163,085 million
EBIT	₱27,779 million	₱22,990 million
EBITDA	₱43,873 million	₱36,866 million
Core net income after taxes	₱18,138 million	₱9,108 million
Net income attributable to equity holders of the Parent Company	₱14,825 million	₱10,376 million
Net income attributable to equity holders of the Parent Company (from continuing operations)	₱15,150 million	₱9,928 million
Liquidity Ratio:		
Current ratio	0.94	1.01
Solvency ratios:		
Gearing ratio	0.67	0.68
Net debt to equity ratio	0.55	0.57
Asset-to-equity ratio	2.14	2.50
Interest rate coverage ratio	4.74	5.05
Profitability ratio:		
Operating margin	0.15	0.14
Book value per share	₱47.66	₱44.66

The manner in which the Group calculates the above key performance indicators is as follows:

Key Financial Indicators		
Revenues	=	Total of sales and services, income from banking business, dividend income and equity in net earnings
EBIT	=	Operating income
EBITDA	=	Operating income add back depreciation and amortization expense and impairment loss on property, plant and equipment
Core net income after taxes	=	Net income attributable to equity holders of Parent Company as adjusted for the net effect of gains/losses on foreign exchange, market valuations and derivative transactions
Current ratio	=	Total current assets over current liabilities
Gearing ratio	=	Total financial debt over total equity.

Net debt to equity ratio	=	Total financial debt less cash including financial assets at FVPL and AFS investments (excluding RBC cash, financial assets at FVPL and AFS investments) over total equity.
Asset-to-equity ratio	=	Total assets over total equity
Interest rate coverage ratio	=	EBITDA over interest expense
Operating Margin	=	Operating income over revenue
Book value per share	=	Stockholders' equity (equity attributable to parent excluding preferred shares) over outstanding number of common shares

Current assets amounted to ₱231.5 billion while current liabilities reached ₱244.9 billion, for a current ratio of 0.94:1. Total financial debt amounted to ₱312.5 billion in 2024, higher than last year's ₱301.7 billion. The Group's indebtedness remains manageable with a gearing ratio of 0.67:1, well within the financial covenant of 2.0:1. Net debt stood at ₱256.0 billion, bringing our net debt to equity ratio to 0.55:1.

Commitments and Contingent Liabilities

The Group, in the normal course of business, makes various commitments and has certain contingent liabilities that are not reflected in the accompanying consolidated financial statements. The commitments and contingent liabilities include various guarantees, commitments to extend credit, standby letters of credit for the purchase of equipment, tax assessments and bank guarantees through its subsidiary bank. The Group does not anticipate any material losses as a result of these transactions. In addition, the Group has capital expenditure commitments which principally relate to the acquisition of aircraft.

Trends, Events or Uncertainties

There are (i) no known trends, events or uncertainties that have had or that are reasonably expected to have a material effect on revenues or income from continuing operations, (ii) no significant elements of income or loss that did not arise from the Group's continuing operations, or (iii) no event that may trigger direct or contingent financial obligation that is material to the Group, including any default or acceleration of an obligation.

Except for income generated from our retail leasing, and our airline's business which generally records higher revenues as the demand increases significantly between dry season and holiday seasons such as Easter and Christmas, and whose operations are significantly affected by severe weather, natural disaster and seasonal factors that can require the Group to suspend flight operations, there are no seasonal aspects that have a material effect on the Group's financial conditions or results of operations.

PART II – OTHER INFORMATION

Item 1. List of disclosure not made under SEC Form 17 - C.

None.

SIGNATURES


Pursuant to the requirements of Section 17 of the Code 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.

JG SUMMIT HOLDINGS, INC.

By:


August 12, 2024
JAMES L. GO
Chairman of the Board


August 12, 2024
LANCE Y. GOKONGWEI
President and
Chief Executive Officer


August 12, 2024
BRYAN M. GO
Chief Financial and Risk Officer

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JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES**UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2024****(With Comparative Audited Figures as of December 31, 2023)**

(In Thousands)

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
ASSETS		
Current Assets		
Cash and cash equivalents (Note 7)	₱44,794,409	₱37,944,177
Financial assets at fair value through profit or loss (Note 9)	5,670,317	7,258,548
Financial assets at fair value through other comprehensive income (Note 10)	7,787,975	8,403,432
Receivables (Note 11)	42,061,606	45,061,656
Inventories (Note 12)	102,639,437	99,912,008
Assets held for sale (Note 27)	–	170,693,533
Other current assets (Note 13)	28,505,888	28,664,644
Total Current Assets	231,459,632	397,937,998
Noncurrent Assets		
Financial assets at fair value through other comprehensive income (Note 10)	61,531,835	34,213,469
Receivables (Note 11)	7,872,626	7,353,763
Investments in associates and joint ventures (Note 14)	157,783,223	152,000,507
Property, plant and equipment	278,083,383	270,080,450
Investment properties	131,763,367	129,076,999
Right-of-use assets	87,817,187	77,753,092
Goodwill	19,732,435	19,201,405
Intangible assets	6,192,115	6,123,031
Other noncurrent assets (Note 15)	20,848,917	18,516,308
Total Noncurrent Assets	771,625,088	714,319,024
	₱1,003,084,720	₱1,112,257,022
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and accrued expenses (Note 16)	₱76,064,528	₱80,887,373
Short-term debts (Note 18)	72,702,189	63,524,866
Current portion of:		
Long-term debts (Note 18)	56,910,979	44,984,075
Lease liabilities	11,212,637	9,525,814
Income tax payable	1,557,266	732,763
Liabilities directly associated with assets held for sale (Note 27)	–	151,292,085
Other current liabilities (Note 17)	26,486,912	24,346,824
Total Current Liabilities	244,934,511	375,293,800

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Noncurrent Liabilities		
Noncurrent portion of:		
Long-term debts (Note 18)	₱168,558,403	₱179,714,166
Lease liabilities	86,297,072	75,922,764
Bonds payable (Note 18)	14,283,038	13,437,716
Deferred tax liabilities	5,614,122	5,484,349
Other noncurrent liabilities (Note 19)	14,819,489	17,325,406
Total Noncurrent Liabilities	289,572,124	291,884,401
Total Liabilities	534,506,635	667,178,201
Equity		
Equity attributable to equity holders of the Parent Company:		
Paid-up capital (Note 20)	52,726,818	52,726,818
Retained earnings (Note 20)	272,484,883	260,835,995
Equity reserve (Note 20)	45,440,729	40,847,939
Reserves of disposal group held for sale	–	(274,757)
Other comprehensive loss	(12,183,245)	(18,232,609)
	358,469,185	335,903,386
Non-controlling interests	110,108,900	109,175,435
Total Equity	468,578,085	445,078,821
	₱1,003,084,720	₱1,112,257,022

See accompanying Notes to Consolidated Financial Statements.

JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED JUNE 30, 2024 AND 2023

(In Thousands Except Per Share Amounts)

	Quarters Ended		Six Months Ended	
	2024	2023 (As Restated- Note 27)	2024	2023 (As Restated- Note 27)
REVENUE				
Sale of goods and services:				
Foods	P38,322,285	P38,700,589	P80,747,716	P78,319,638
Air transportation	26,136,391	22,673,910	51,439,323	43,551,353
Real estate and hotels	9,445,849	9,529,605	19,958,776	18,418,027
Petrochemicals	11,449,948	5,505,825	25,524,116	14,216,086
Equity in net earnings of associates and joint ventures	5,259,567	4,318,486	8,016,681	6,617,443
Dividend income	404,620	65,009	1,604,470	1,525,123
Supplementary businesses	236,703	222,188	550,558	436,876
	91,255,363	81,015,612	187,841,640	163,084,546
COST OF SALES AND SERVICES	62,507,587	55,181,386	128,848,091	113,218,671
GROSS INCOME	28,747,776	25,834,226	58,993,549	49,865,875
OTHER OPERATING EXPENSES				
General and administrative expenses	15,089,982	13,500,521	31,064,602	26,636,632
Impairment losses and others	150,358	32,446	150,358	238,881
	15,240,340	13,532,967	31,214,960	26,875,513
OPERATING INCOME	13,507,436	12,301,259	27,778,589	22,990,362
OTHER INCOME (LOSSES)				
Financing costs and other charges:				
Financing and others	(4,003,078)	(3,208,188)	(7,524,018)	(6,344,277)
PFRS 16 Leases	(875,061)	(521,014)	(1,735,020)	(954,687)
Finance income	571,853	503,785	945,359	967,380
Foreign exchange gains (losses)	(877,816)	86,827	(243,552)	1,424,979
Market valuation gains (losses) on financial assets at fair value through profit or loss	23,606	49,723	(2,018,889)	307,385
Market valuation gains on derivative financial instruments	-	1,195,235	-	458,714
Others	1,044,476	198,424	8,877,270	72,892
INCOME BEFORE INCOME TAX	9,391,416	10,606,051	26,079,739	18,922,748
PROVISION FOR INCOME TAX	1,723,884	1,573,788	3,143,442	1,885,411
NET INCOME FROM CONTINUING OPERATIONS	7,667,532	9,032,263	22,936,297	17,037,337
NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS	(539,007)	368,077	(579,741)	746,217
	P7,128,525	P9,400,340	P22,356,556	P17,783,554

	Quarters Ended		Six Months Ended	
	2024	2023 (As Restated- Note 27)	2024	2023 (As Restated- Note 27)
NET INCOME ATTRIBUTABLE TO				
Equity holders of the Parent Company	₱3,869,079	₱5,377,996	₱14,824,501	₱10,376,376
Non-controlling interests	3,259,446	4,022,344	7,532,055	7,407,178
	₱7,128,525	₱9,400,340	₱22,356,556	₱17,783,554
OTHER COMPREHENSIVE INCOME (LOSS), NET OF TAX				
Item that may be reclassified subsequently to profit or loss:				
Cumulative translation adjustments	731,952	(112,205)	(125,188)	(1,517,443)
Net gains (losses) on financial assets at FVOCI (debt securities)	(123,044)	(173,436)	(290,964)	76,221
Net losses from cash flow hedges	(15,006)	(35,109)	(30,685)	(174,539)
	593,902	(320,750)	(446,837)	(1,615,761)
Item that will not be reclassified subsequently to profit or loss:				
Net gains (losses) on financial assets at FVOCI (equity securities)	1,849,893	(2,526,799)	6,710,788	(5,642)
Remeasurement gains (losses) due to defined benefit liability, net of tax	(6,790)	58,207	(61,063)	151,794
Share in remeasurements of the net defined benefit liability of associates	(12,003)	30,878	(11,975)	31,180
Share in net unrealized losses on FA at FVOCI of associates (equity securities)	(23,390)	(19,142)	(24,300)	(17,906)
OTHER COMPREHENSIVE INCOME (LOSS) FOR THE PERIOD, NET OF TAX				
	2,401,612	(2,777,606)	6,166,613	(1,456,335)
TOTAL COMPREHENSIVE INCOME				
	₱9,530,137	₱6,622,734	₱28,523,169	₱16,327,219
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO				
Equity holders of the Parent Company	₱6,270,692	₱2,722,969	₱21,178,870	₱9,639,135
Non-controlling interests	3,259,445	3,899,765	7,344,299	6,688,084
	₱9,530,137	₱6,622,734	₱28,523,169	₱16,327,219
Earnings Per Share Attributable to Equity Holders of the Parent Company				
Basic/diluted earnings per share (Note 23)	₱0.52	₱0.72	₱1.97	₱1.38

See accompanying Notes to Consolidated Financial Statements.

JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED JUNE 30, 2024

(With Comparative Unaudited Figures for the Six Months Ended June 30, 2023)

(In Thousands)

	For the Six Months Ended June 30, 2024 and 2023															
	Attributable to Equity Holders of the Parent Company															
	Paid-up Capital (Note 20)			Retained Earnings			Other Comprehensive Income						Reserves of Disposal Group Held for Sale			
	Capital Stock	Additional Paid-in Capital	Total Paid-up Capital	Unrestricted Retained Earnings	Restricted Retained Earnings	Total Retained Earnings	Equity Reserve (Note 20)	Cumulative Translation Adjustments	Net Unrealized Gains (Losses) on Financial Assets at FVOCI	Net Unrealized Losses on Cash Flow Hedge	Remeasurements of the Net Defined Benefit Liability	Total Other Comprehensive Income (Loss)	Total	Non-Controlling Interests	Total Equity	
Balance at January 1, 2024	P7,562,984	P45,163,834	P52,726,818	P142,551,666	P118,284,329	P260,835,995	P40,847,939	P292,472	(P18,797,045)	P244,232	P27,732	(P18,232,609)	(P274,757)	P335,903,386	P109,175,435	P445,078,821
Total comprehensive income	-	-	-	14,824,501	-	14,824,501	-	(60,365)	6,220,005	(20,353)	(89,923)	6,049,364	-	20,873,865	7,649,303	28,523,168
Derecognition of disposal group held for sale	-	-	-	-	-	-	-	-	-	-	-	-	274,757	274,757	(7,773,661)	(7,498,904)
Cash dividends	-	-	-	(3,175,613)	-	(3,175,613)	-	-	-	-	-	-	-	(3,175,613)	(3,857,017)	(7,032,630)
Sale of equity interest in a subsidiary (by a subsidiary)	-	-	-	-	-	-	4,379,165	-	-	-	-	-	-	4,379,165	3,966,022	8,345,187
Increase in subsidiaries' treasury shares	-	-	-	-	-	-	(300,391)	-	-	-	-	-	-	(300,391)	(800,001)	(1,100,392)
Transaction between entities under common control	-	-	-	-	-	-	191,556	-	-	-	-	-	-	191,556	149,329	340,885
Change in non-controlling interest without loss of control	-	-	-	-	-	-	322,460	-	-	-	-	-	-	322,460	1,697,546	(98,056)
Subsidiary's share-based payments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(98,056)	(98,056)
Balance at June 30, 2024	P7,562,984	P45,163,834	P52,726,818	P154,200,554	P118,284,329	P272,484,883	P45,440,729	P232,107	(P12,577,040)	P223,879	(P62,191)	(P12,183,245)	P-	P358,469,185	P110,108,900	P468,578,085
Balance at January 1, 2023	P7,562,984	P45,186,067	P52,749,051	P125,531,258	P118,284,329	P243,815,587	P39,128,891	P868,620	(P17,985,729)	P369,272	P1,360,130	(P15,387,707)	(P373,833)	P319,931,989	P107,432,694	P427,364,683
Total comprehensive income	-	-	-	10,376,376	-	10,376,376	-	(805,526)	38,535	(115,453)	145,204	(737,240)	-	9,639,136	6,688,083	16,327,219
Reclassification to reserves of disposal group held for sale	-	-	-	-	-	-	-	4,482	(55,406)	-	(1,936)	(52,860)	52,860	-	-	-
Cash dividends	-	-	-	(3,024,394)	-	(3,024,394)	-	-	-	-	-	-	-	(3,024,394)	(3,269,963)	(6,294,357)
Change in non-controlling interest without loss of control	-	-	-	-	-	-	171,151	-	-	-	-	-	-	171,151	(103,028)	68,123
Increase in subsidiaries' treasury shares	-	(4,292)	(4,292)	-	-	-	1,176,200	-	-	-	-	-	-	1,171,908	(3,693,528)	(2,521,620)
Subsidiary's share-based payments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(29,648)	(29,648)
Balance at June 30, 2023	P7,562,984	P45,181,775	P52,744,759	P132,883,240	P118,284,329	P251,167,569	P40,476,242	P67,576	(P18,002,600)	P253,819	P1,503,398	(P16,177,807)	(P320,973)	P327,889,790	P107,024,610	P434,914,400

JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

AS OF JUNE 30, 2024

(With Comparative Unaudited Figures as of June 30, 2023)

(In Thousands)

	Six Months Ended June 30	
	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax from continuing operations	₱26,079,739	₱18,922,748
Income before income tax from discontinuing operations (Note 27)	(578,713)	883,529
Income before income tax	25,501,026	19,806,277
Adjustments for:		
Depreciation and amortization	16,059,126	13,965,819
Equity in net earnings of associates and joint ventures	(8,016,681)	(6,421,587)
Gain on a merger (Note 27)	(7,933,064)	–
Interest expense	7,311,281	7,028,220
Market valuation losses (gains) on financial assets fair value through profit or loss	2,018,889	(307,385)
Provision for asset retirement obligation (ARO) and heavy maintenance visits (HMV) (Note 19)	1,996,338	2,779,057
Dividend income	(1,604,470)	(1,529,581)
Interest income	(952,691)	(978,337)
Gain on sale and retirement of property, plant and equipment	(914,756)	(269,915)
Provision for impairment losses	488,440	504,911
Foreign exchange gains	242,429	(1,583,705)
Gains arising from changes in fair value less estimated costs to sell of swine stocks	(2,565)	(2,098)
Market valuation losses on derivative financial instruments – net	–	(458,714)
Earned and expired portion of travel fund/deferred revenue on rewards program	–	(179,192)
Operating income before changes in working capital accounts	34,193,302	32,353,770
Changes in operating assets and liabilities:		
Decrease (increase) in the amounts of:		
Financial assets at fair value through profit or loss	(430,658)	144,995
Receivables	2,561,444	4,723,091
Inventories	(2,820,459)	(2,047,951)
Biological assets	(76,078)	(176,265)
Other current assets	188,709	(2,702,580)
Increase (decrease) in the amounts of:		
Accounts payable and accrued expenses	(2,726,106)	4,272,069
Unearned revenue	2,540,203	3,499,201
Other current liabilities	(539,544)	881,505
Net cash generated from operations	32,890,813	40,947,835
Interest paid	(7,618,948)	(7,471,265)
Income taxes paid	(2,366,888)	(2,542,068)
Interest received	868,867	1,005,526
Net cash provided by operating activities	23,773,844	31,940,028

(Forward)

	Six Months Ended June 30	
	2024	2023
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of:		
Property, plant and equipment	(P25,505,312)	(P18,025,773)
Investment properties	(4,713,372)	(5,343,832)
Intangible assets	(20,238)	(139,434)
Refund of pre-delivery payments	4,837,740	4,133,016
Dividends received	1,604,470	1,529,581
Dividends received on investment in associates and joint ventures (Note 14)	4,246,082	4,044,636
Increase in other noncurrent assets	(3,790,393)	(262,447)
Proceeds from sale of property, plant and equipment	6,543,332	6,453,006
Net cash used in investing activities	(16,797,691)	(7,611,247)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net proceeds from the sale of equity interest in a subsidiary (Notes 2 and 20)	8,345,187	–
Net availments (payments) of:		
Short-term debts	8,694,836	(12,956,654)
Long-term debts	(954,502)	(12,054,940)
Lease liabilities	(6,571,629)	(4,568,927)
Dividends paid on:		
Common shares	(3,158,813)	(3,008,393)
Preferred shares	(16,800)	(16,000)
Dividends paid to non-controlling interests	(3,857,017)	(3,076,399)
Decrease in the amounts of other noncurrent liabilities (Note 19)	(1,506,791)	(3,810,540)
Subsidiaries' purchase of treasury shares	(1,100,392)	(2,521,620)
Net cash used in financing activities	(125,921)	(42,013,473)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	6,850,232	(17,684,692)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	37,944,177	85,709,747
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 7)	P44,794,409	P68,025,055

See accompanying Notes to Consolidated Financial Statements.

JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(In Thousands)

1. Corporate Information

JG Summit Holdings, Inc. (“JGSHI” or “the Parent Company”), was incorporated in the Philippines on November 23, 1990. The Parent Company was listed on the Philippine Stock Exchange in 1993. The registered office address of the Parent Company is at 43rd Floor, Robinsons-Equitable Tower, ADB Avenue corner Poveda Road, Pasig City, Metro Manila.

JGSHI is the ultimate parent of the JG Summit Group (the Group) and is a holding company with substantial business interests in branded consumer foods, agro-industrial and commodity food products, real estate and hotel, air transportation, banking and financial services, and petrochemicals. The Group also has core investments in telecommunications and power generation and distribution.

The Group conducts business throughout the Philippines, but primarily in and around Metro Manila where it is based. The Group also has branded food businesses in the Association of Southeast Asian Nations region and interests in property development businesses in Singapore.

The principal activities of the Group are further described in Note 6, *Segment Information*, to the consolidated financial statements.

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 (FVPL), financial assets at fair value through other comprehensive income (FVOCI), and derivative financial instruments that are measured at fair value, and certain biological assets and agricultural produce that are measured at fair value less estimated costs to sell.

The consolidated financial statements of the Group are presented in Philippine peso (₱), the functional currency of the Parent Company. All values are rounded to the nearest peso except when otherwise stated.

A summary of the functional currencies of certain foreign subsidiaries within the Group follows:

Subsidiaries	Country of Incorporation	Functional Currency
Parent Company		
JG Summit Cayman Limited	Cayman Islands	US Dollar
JG Summit Philippines, Ltd. and Subsidiaries		
JG Summit Philippines, Ltd.	-do-	-do-
JGSH Philippines, Limited	British Virgin Islands	-do-
Telegraph Development, Ltd.	-do-	-do-
Summit Top Investment, Ltd.	-do-	-do-
JG Digital Equity Ventures and a Subsidiary		
JG Digital Capital Pte. Ltd.	Singapore	Singapore Dollar
JG Summit Capital Services Corp and Subsidiaries		
GoTyme Financial Pte. Ltd.	-do-	-do-

(Forward)

Subsidiaries	Country of Incorporation	Functional Currency
Universal Robina Corporation (URC) Group		
URC Asean Brands Co. Ltd. (UABCL)	British Virgin Islands	US Dollar
Hong Kong China Foods Co. Ltd. (HCFCL)	- do -	- do -
URC Oceania Company Limited (UOCL)	- 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 -
Pan Pacific Investments Co. Ltd. (PPICL)	- 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 -
Robinsons Land Corporation (RLC) Group		
Robinsons (Cayman) Limited	Cayman Islands	US Dollar
RLC Resources Ltd	British Virgin Islands	-do-
Land Century Holdings, Ltd.	China	Hong Kong Dollar
World Century Enterprise Ltd.	-do-	-do-
First Capital Development, Ltd.	-do-	-do-
Chengdu Xin Yao Real Estate Development, Co. Ltd	-do-	Chinese Renminbi

Statement of Compliance

The unaudited interim consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC) in response to the COVID-19 pandemic.

The interim condensed consolidated financial statements have been prepared in accordance with Philippine Accounting Standards (PAS) 34, *Interim Financial Reporting* and do not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's audited consolidated financial statements as at December 31, 2023.

Basis of Consolidation

The consolidated financial statements include the financial statements of the Parent Company and the following wholly and majority owned subsidiaries:

Subsidiaries	Country of Incorporation	Principal Place of Business	Effective Percentage of Ownership	
			2024	2023
Food				
URC and Subsidiaries	Philippines*	8 th floor Tera Tower Bridgetowne E. Rodriguez Jr., Ave (C5 Road) Ugong Norte, Quezon City	56.19	55.93
CFC Corporation	-do-	-do-	56.19	55.93
Bio-Resource Power Generation Corporation	-do-	Manjuyod, Negros Oriental	56.19	55.93
Nissin-URC	-do-	CFC Bldg., E. Rodriguez Jr. Ave., Bagong Ilog, Pasig City	28.66**	28.52**
URC Snack Ventures Inc.(USVI) (formerly, Calbee-URC, Inc. (CURCI))	-do-	8th floor Tera Tower Bridgetowne E. Rodriguez Jr., Ave (C5 Road) Ugong Norte, Quezon City	–	55.93
URC Beverage Ventures Inc. (UBVI) (formerly, Hunt-URC (HURC))	-do-	-do-	56.19	55.93
URC Philippines, Limited (URCPL)	British Virgin Islands	Offshore Incorporations Limited, P.O. Box 957 Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands	56.19	59.93
URC International Co. Ltd. (URCICL) and Subsidiaries	-do-	-do-	56.19	55.93
Universal Robina (Cayman), Ltd. (URCL)	Cayman Islands	Maples and Calder, P.O. Box 309, Ugland House, South Church Street, Grand Cayman, Cayman Islands, British West Indies	–	55.93
URC China Commercial Co., Ltd.	China	318 Shangcheng Road, Room 1417 Lian You Bldg., Pudong, Shanghai, China	56.19	55.93
Najalin Agri-Ventures, Inc. (NAVI) (Note 16)	Philippines	CAC Compound, La Carlota City, Negros Occidental	53.84**	53.59**
Air Transportation				
CP Air Holdings, Inc. (CPAHI) and Subsidiaries	Philippines	2nd Floor, Doña Juanita Marquez Lim Building, Osmeña Boulevard, Cebu City	100.00	100.00
Cebu Air, Inc. (CAI) and Subsidiaries	-do-	-do-	65.24	65.50
CEBGO, Inc. (CEBGO)	-do-	AO-08-09 Mezzanine Level, Passenger Terminal Building, Clark International Airport, Clark Freeport Zone, Pampanga	65.24	65.50
Aviation Partnership (Philippines) Corp	-do-	3rd Floor Aviation Partnership Philippines Bldg. 8006 Domestic Road Pasay City	100.00	100.00
Real Estate and Hotels				
RLC and Subsidiaries	Philippines	43rd Floor, Robinsons Equitable Tower, ADB Avenue, Ortigas Center, Pasig City	65.46	65.44
Robinson's Inn, Inc.	-do-	-do-	65.46	65.44
RL Commercial REIT, Inc. (RCR) (formerly Robinsons Realty and Management Corporation)	-do-	-do-	32.76**	42.87**
Robinsons (Cayman) Limited	Cayman Islands	Maples and Calder, P.O. Box 309, Ugland House, South Church Street, Grand Cayman, Cayman Islands	65.46	65.44
Robinsons Properties Marketing and Management Corporation	Philippines	43rd Floor, Robinsons Equitable Tower, ADB Avenue, Artigas Center, Pasig City	65.46	65.44
Manhattan Buildings and Management Corp	-do-	-do-	65.46	65.44
Altus Angeles, Inc.	-do-	McArthur Highway, Balisage, Angeles City, Pampanga	33.38**	33.06**

(Forward)

Subsidiaries	Country of Incorporation	Principal Place of Business	Effective Percentage of Ownership	
			2024	2023
Go Hotels Davao, Inc.	Philippines	43/F Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig City	33.38**	33.06**
RLC Resources Ltd	British Virgin Islands	Offshore Incorporations Centre, 2 nd Floor, Nagico Building 139 Main Street, Tortola	65.46	65.44
Land Century Holdings, Ltd.	Hong Kong	Unit A, 14th Floor, Wing Shan Industrial Building No.428 Cha Kwo Ling Road Yau Tong, Kowloon	65.46	65.44
World Century Enterprise Ltd.	-do-	Flat/RM, C&D 18/F Monterey Plaza 15 Chong YIP Street, Kwun Tong, Kowloon	65.46	65.44
First Capital Development, Ltd	-do-	Flat/RM, A 14/F Wing Shan Industrial Building 428 Cha Kwo Ling Road, Yau Tong	65.46	65.44
Chengdu Xin Yao Real Estate Development Co. Ltd.	China	Banbianjie Community, Jitou Street, Wuhou District, Chengdu	65.46	65.44
Bacoor R and F Land Corporation (BRFLC)	Philippines	Unit 3202, 32F Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, San Antonio Pasig City	45.82**	45.37**
Bonifacio Property Ventures, Inc.	-do-	Lower Ground Floor, Cyber Sigma Building, Lawton Avenue, Fort Bonifacio, Taguig City	65.46	65.44
Altus Mall Ventures, Inc.	-do-	Level 2 Galleria Corporate Center, EDSA cor. Ortigas Avenue, Quezon City	65.46	65.44
RLGB Land Corporation (RLGB)	-do-	Level 2 Galleria Corporate Center EDSA cor. Ortigas Avenue Ugong Norte Quezon City	65.46	65.44
Robinsons Logistix and Industrials, Inc. (RLII)	-do-	Level 2 Galleria Corporate Center EDSA cor. Ortigas Avenue Ugong Norte Quezon City	65.46	65.44
RL Property Management, Inc. (RLPMI)	-do-	11F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City	65.46	65.44
RL Fund Management, Inc. (RLFMI)	-do-	14F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City	65.46	65.44
Maldash Corp.	-do-	11F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City	65.46	65.44
Staten Property Management, Inc.	-do-	27F Galleria Corporate Center, EDSA cor. Ortigas Avenue, Quezon City	65.46	65.44
RL Digital Ventures, Inc.	-do-	14F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City,	65.46	65.44
Altus Property Ventures, Inc. (APVI)	-do-	Brgy. 1 San Francisco, San Nicolas, Ilocos Norte	64.97	64.97
Petrochemicals				
JG Summit Olefins Corporation (JGSOC)	Philippines	9 th Floor, Robinsons Cyberscape Gamma Bldg., Topaz and Ruby Roads, Ortigas Center, Pasig City	100.00	100.00
Peak Fuel Corporation	-do-	10 th Floor Robinsons Cybergate Gamma, Bldg., Topaz and Ruby Roads, Ortigas Center, Pasig City	100.00	100.00
JGSOC Philippines Limited	British Virgin Islands	Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG1110, British Virgin Islands	100.00	100.00
Banking				
Robinsons Bank Corporation (RBC) and a Subsidiary***	Philippines	17th floor, Galleria Corporate Center EDSA corner Ortigas Avenue, Quezon City	-	60.00
Legazpi Savings Bank, Inc. (LSB)	-do-	Rizal Street, Barangay Sagpon, Albay, Legazpi City	-	60.00
Supplementary Businesses				
Data Analytics Ventures, Inc. (DAVI)	-do-	37F Cyberscape Gamma Topaz and Ruby Roads Ortigas Center, Pasig City	44.37**	44.47**
JG Digital Equity Ventures (JG DEV) and a Subsidiary	-do-	37F Cyberscape Gamma Topaz and Ruby Roads Ortigas Center, Pasig City	100.00	100.00
JG Digital Capital Pte. Ltd. (JDCPL)	Singapore	168 Tagore Lane Singapore	100.00	100.00
JG Summit Capital Services Corp (JGSCSC) and Subsidiaries	Philippines	40th Floor, Robinsons-Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig City	100.00	100.00
JG Summit Capital Markets Corporation (JGSMC)	-do-	-do-	100.00	100.00
Summit Internet Investments, Inc.	-do-	-do-	100.00	100.00
GoTyme Financial Pte. Ltd. (GTFPL) and a Subsidiary	Singapore	328 North Bridge Road #02-20 Raffles Shopping Arcade, Singapore	51.00	51.00
Uplon Asia Pte. Ltd.(UAPL) and Subsidiaries	-do-	72 Circular Road, #02-01 Singapore 049426.	51.00	-
New Cross Credit and Financing Gate PH Inc. (NCCFG)	Philippines	12F Armstrong Corporate Centre, 134 H.V. Dela Costa St. Salcedo Village, Bel-Air, Makati City	51.00	-
SAVii New Cross Technology Private Limited (SNCTPL)	India	WeWork DLF Forum, Cybercity, Phase III, Gurugram, Haryana 122002	51.00	-

(Forward)

Subsidiaries	Country of Incorporation	Principal Place of Business	Effective Percentage of Ownership	
			2024	2023
JG Summit Cayman, Ltd. (JGSCL)	Cayman Islands	Maples and Calder, P.O. Box 309, Ugland House, South Church Street, Grand Cayman, Cayman Islands	–	100.00
JG Summit Philippines Ltd. (JGSPL) and Subsidiaries	-do-	-do-	100.00	100.00
JGSH Philippines, Limited (JGSHPL)	British Virgin Islands	Offshore Incorporations Limited, P.O. Box 957 Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands	100.00	100.00
Telegraph Developments, Ltd.	-do-	-do-	100.00	100.00
Summit Top Investments, Ltd.	-do-	-do-	100.00	100.00
Unicon Insurance Brokers Corporation (UIBC)	Philippines	25F Robinsons Equitable Tower, ADB Ave. corner Poveda St., San Antonio, Pasig City	60.00	93.12
JG Summit Infrastructure Holdings Corporation	-do-	43 rd Floor Robinsons Equitable Tower, ADB avenue, Corner Poveda Road, Pasig City	100.00	100.00
Merbau Corporation	-do-	Ground floor Cybergate Tower 1 Edsa cor Pioneer St. Mandaluyong City	100.00	100.00
Batangas Agro-Industrial Development Corporation (BAID) and Subsidiaries	-do-	43rd Floor, Robinsons Equitable Tower ADB Avenue corner Poveda St., Ortigas Center, Pasig City	100.00	100.00
Fruits of the East, Inc.	-do-	-do-	100.00	100.00
Hometel Integrated Management Corporation	-do-	5th Floor, Citibank Center Bldg., Paseo De Roxas, Makati	100.00	100.00
King Leader Philippines, Inc.	-do-	43rd Floor, Robinsons Equitable Tower ADB Avenue corner Poveda St., Ortigas Center, Pasig City	100.00	100.00
Tropical Aqua Resources	-do-	-do-	100.00	100.00
United Philippines Oil Trading, Inc.	-do-	-do-	100.00	100.00
Samar Commodities Trading and Industrial Corporation	-do-	5th Floor, Citibank Center Bldg., 8741 Paseo De Roxas, Makati	100.00	100.00

* Certain subsidiaries are located in other countries, such as China, Malaysia, Singapore, Thailand, Vietnam, Hongkong etc.

** These are majority-owned subsidiaries of the Parent Company's directly-owned subsidiaries.

***RBC and Subsidiaries were classified as disposal group held for sale due to the planned merger with BPI (Note 27).

JGCSL and JGSPL Merger

On June 25, 2024, the merger between JGCSL and JGSPL became effective, with JGSPL as the surviving entity.

Acquisition of UAPL and Subsidiaries

On June 28, 2024, GTFPL acquired UAPL and Subsidiaries, a leading fintech salary/payroll lender in the Philippines that operates as Savii .

RLC's Sale of RCR shares

On April 5, 2024, RLC sold a total of 1,725,995,000 RCR shares at a transaction price of ₱4.92 per share. With this block placement, the public float of RCR increased to 49.95% from 33.86%. This placement enables RCR to acquire accretive assets from RLC's diverse pipeline of investment properties.

URCL ad URCICL Merger

On March 25, 2024, the BOD approved the plan to merge URCL into URCICL. Subsequently, on June 25, 2024, the BOD approved the Plan of Merger and Articles of Merger, with the merger becoming effective on June 26, 2024. Both companies, incorporated under Cayman and BVI laws, received the necessary approvals to proceed with the merger.

USVI's declaration of liquidating dividends approval

On April 25, 2024, the BOD of USVI approved the declaration of a liquidating dividend to the URC Parent Company amounting to ₱672.0 million, which was paid on May 6, 2024. This distribution is part of USVI's liquidation process and represents a return of capital to the URC Parent Company.

USVI and UBVI application to shorten corporate terms

On March 18, 2024, USVI applied to the Philippine SEC to shorten its corporate term from 30 years to 9 years and 11 months, to end on March 29, 2024. On the same date, UBVI applied to SEC to shorten its corporate term from 50 years to 40 years and 6 months, to end on March 27, 2024. As of June 30, 2024, SEC has not yet approved said applications.

Investment in GTFPL

In December 2023, JGSCSC invested a total of ₱169.7 million equivalent to 51.0 million common shares and 168.9 million preferred shares of GTFPL. Total additional investment in 2024 amounted to ₱994 million equivalent to 500.0 million preferred shares of GTFPL. As of June 30, 2024, total investment of JGSCSC to GTFPL amounted to ₱1.2 billion equivalent to 51.0 million common shares and 668.4 million preferred shares of GTFPL.

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 Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Where 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.

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

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; and
- recognizes any surplus or deficit in profit or loss in the consolidated statement of comprehensive income.

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. Acquisition-related costs are recognized in profit or loss in the consolidated statement of comprehensive 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 PFRS. Changes in the fair value of contingent consideration classified as equity are not recognized.

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 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 effected 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 profit or loss in the consolidated statement of comprehensive 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 in the consolidated statement of comprehensive income, where such treatment would be appropriate if that interest were disposed of.

Goodwill

Goodwill arising on 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 profit or loss in the consolidated statement of comprehensive income as a bargain purchase gain.

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

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, 2024. Unless otherwise indicated, the adoption of the new and amended standards and interpretations did not have any impact on the consolidated financial statements of the Group.

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

The amendments clarify:

- That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
- 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

- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the ROU use retained.

- Amendments to PAS 7 and PFRS 7, *Disclosures: Supplier Finance Arrangements*

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Material Accounting Policy Information

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

For measurement and disclosure purposes, the Group determines the fair value of an asset or liability at initial measurement or at each statement of financial position date. 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 by 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.

Foreign Currency Translation

The Group's consolidated financial statements are presented in Philippine peso, which is also the Parent Company's functional currency. 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 by the Group's entities in their respective functional currencies at the foreign exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated using the closing foreign exchange rate prevailing at the reporting date. All differences are charged to profit or loss in the consolidated statement of comprehensive income. Tax charges and credits attributable to exchange differences on those borrowings 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 dates of initial transactions. 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.

Group companies

As of reporting date, the assets and liabilities of foreign subsidiaries, with functional currencies other than the functional currency of the Parent Company, are translated into the presentation currency of the Group using the closing foreign exchange rate prevailing at the reporting date, and their respective income and expenses are translated at the monthly weighted average exchange rates for the year. The exchange differences arising on the translation are recognized in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation shall be recognized in profit or loss.

Cash and Cash Equivalents

Cash represents 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 the dates of placement, and that are subject to an insignificant risk of changes in value.

Restricted cash

Restricted cash are cash in bank set aside as security for letters of credit issued to aircraft lessors and held at separate escrow account for the purchase of land properties. The nature of restriction is assessed by the Group to determine its eligibility to be classified as cash and cash equivalents. The Group classifies restricted cash as current and noncurrent assets depending on the tenure of the restriction.

Financial Instruments - Classification and Measurement

Initial recognition and measurement of financial assets

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, FVOCI, and FVPL.

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 FVPL, 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.

Where the transaction price in a non-active market is different from the fair value from other observable current market transactions in the same instrument or computed based on valuation technique whose variables include only data from observable markets, the Group recognizes the difference between the transaction price and the fair value (a 'Day 1' difference) in the statement of comprehensive income unless it qualifies for recognition as some other type of asset or liability. In cases where fair value is determined using data which are not observable from the market, the difference between the transaction price and the model value is only recognized in the statement of comprehensive income when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the amount of 'Day 1' difference.

Contractual cash flows characteristics

If the financial asset is held within a business model whose objective is to hold assets to collect contractual cash flows or within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, the Group assesses whether the cash flows from the financial asset represent solely payments of principal and interest (SPPI) on the principal amount outstanding. Instruments that do not pass this test are automatically classified at fair value through profit or loss. In making this assessment, the Group determines whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes consideration only for the time value of money, credit risk and other basic lending risks and costs associated with holding the financial asset for a particular period of time.

Business model

The Group's business model is determined at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Group's business model does not depend on management's intentions for an individual instrument, rather it refers to how it manages its financial assets in order to generate cash flows. The Group's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. Relevant factors considered by the Group in determining the business model for a group of financial assets include how the performance of the portfolio and the financial assets held within that portfolio are evaluated and reported to the Group's key management personnel, the risks that affect the performance of the portfolio (and the financial assets held within that portfolio) and how these risks are managed and how managers of the business are compensated.

Subsequent measurement of financial assets

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); and
- Financial assets at FVPL.

Financial assets at FVOCI

Financial assets at FVOCI include debt and equity securities. After initial measurement, investment securities at FVOCI are subsequently measured at fair value. The unrealized gains and losses arising from the fair valuation of financial assets at FVOCI are excluded, net of tax as applicable, from the reported earnings and are included in the statements of comprehensive income as 'Net gains (losses) on financial assets at FVOCI'.

Debt securities at FVOCI are those that meet both of the following conditions: (i) the asset is held within a business model whose objective is to hold the financial assets in order to both collect contractual cash flows and sell financial assets; and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the outstanding principal amount. The effective yield component of debt securities at FVOCI, as well as the impact of restatements on foreign currency-denominated debt securities at FVOCI, is reported in the consolidated statements of comprehensive income. Interest earned on holding debt securities at debt securities at FVOCI are reported as interest income using the EIR method. When the debt securities at FVOCI are disposed of, the cumulative gain or loss previously recognized in the consolidated statements of comprehensive income is recognized in profit or loss. The expected credit losses (ECL) arising from impairment of such investments are recognized in OCI with a corresponding charge to 'Impairment losses and others' in the consolidated statements of comprehensive income.

Equity securities designated at FVOCI are those that the Group made an irrevocable election to present in OCI the subsequent changes in fair value. Dividends earned on holding equity securities at FVOCI are recognized in the consolidated statements of comprehensive income as 'Dividend income' when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Gains and losses on disposal of these equity securities are never recycled to profit or loss, but the cumulative gain or loss previously recognized in the statements of comprehensive income is reclassified to 'Retained earnings' or any other appropriate equity account upon disposal. Equity securities at FVOCI are not subject to impairment assessment.

Financial assets at FVPL

Financial assets are measured at FVPL unless these are measured at amortized cost or at FVOCI. Included in this classification are equity and debt investments held for trading and debt instruments with contractual terms that do not represent solely payments of principal and interest. Financial assets held at FVPL are initially recognized at fair value, with transaction costs recognized in the profit or loss in the statement of comprehensive income as incurred. Subsequently, they are measured at fair value and any gains or losses are recognized in the consolidated statement of comprehensive income.

Additionally, even if the asset meets the amortized cost or the FVOCI criteria, the Group may choose at initial recognition to designate the financial asset at FVPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency (an accounting mismatch) that would otherwise arise from measuring financial assets on a different basis.

Trading gains or losses are calculated based on the results arising from trading activities of the Group, including all gains and losses from changes in fair value for financial assets and financial liabilities at FVPL, and the gains or losses from disposal of debt instruments classified as FVOCI and investments securities at amortized cost.

Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not SPPI are classified and measured at FVPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated financial assets at FVPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Derivative Financial Instruments

Derivative financial instruments, including bifurcated embedded derivatives, are initially recognized at fair value on the date on which the derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The Group's derivative instruments provide economic hedges under the Group's policies but are not designated as accounting hedges. Consequently, any gains or losses arising from changes in fair value are taken directly to profit or loss for the year.

An embedded derivative is a component of a hybrid (combined) instrument that also includes a nonderivative host contract with the effect that some of the cashflows of the combined instrument vary, in a way similar to a stand-alone derivative. The Group assesses whether embedded derivatives are required to be separated from host contracts when the Group first becomes a party to the contract. An embedded derivative is separated from the host contract and accounted for as a derivative if all of the following conditions are met:

- a. the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host contract;
- b. a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and
- c. the hybrid or combined instrument is not recognized as at FVPL.

Subsequent reassessment is prohibited unless there is a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract, in which case reassessment is required. The Group determines whether a modification to cash flows is significant by considering the extent to which the expected future cash flows associated with embedded derivative, the host contract or both have changed and whether the change is significant relative to the previously expected cash flows on the contract.

The Group's bifurcated embedded derivatives pertain to options arising from the CAI's convertible bonds payable.

Hedge Accounting

The Group uses derivative financial instruments such as jet fuel/sing kero and brent crude swaps and zero cost collars and crack swap contracts to manage its exposure to fuel price fluctuations and forward contracts for the risk associated with foreign currency and interest rate swap to manage the volatilities on swap rates causing uncertainty on monthly rent of the aircraft. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognized asset or liability or an unrecognized firm commitment;
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment; and
- Hedges of a net investment in a foreign operation.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The documentation includes Group's risk management strategies and objectives focusing on the hedged risks, identification of the hedging instrument, the hedged item, and the nature of the risks being hedged and the Group's assessment on whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined).

A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is 'an economic relationship' between the hedged item and the hedging instrument.
- The effect of credit risk does not 'dominate the value changes' that result from that economic relationship; and
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the Group actually uses to hedge that quantity of hedged item.

Hedges that meet all the qualifying criteria for hedge accounting are accounted for, as described below:

Fair value hedges

The change in the fair value of a hedging instrument is recognized in the consolidated statement of comprehensive income as other expense. The change in the fair value of the hedged item attributable to the risk hedged is recorded as part of the carrying value of the hedged item and is also recognized in the consolidated statement of comprehensive income as other expense.

For fair value hedges relating to items carried at amortized cost, any adjustment to carrying value is amortized through profit or loss over the remaining term of the hedge using the EIR method. The EIR amortization may begin as soon as an adjustment exists and no later than when the hedged item ceases to be adjusted for changes in its fair value attributable to the risk being hedged.

If the hedged item is derecognized, the unamortized fair value is recognized immediately in profit or loss.

When an unrecognized firm commitment is designated as a hedged item, the subsequent cumulative change in the fair value of the firm commitment attributable to the hedged risk is recognized as an asset or liability with a corresponding gain or loss recognized in profit or loss.

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognized in OCI in the cash flow hedge reserve, while any ineffective portion is recognized immediately under 'Market valuation gains (losses) on derivative financial instruments' in the consolidated statement of

comprehensive income. The cash flow hedge reserve is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

The amounts accumulated in OCI are accounted depending on the nature of the underlying hedged transaction. If the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is removed from the separate component of equity and included in the initial cost or other carrying amount of the hedged asset or liability. This is not a reclassification adjustment and will not be recognized in OCI for the period. This also applies where the hedged forecast transaction of a non-financial asset or non-financial liability subsequently becomes a firm commitment for which fair value hedge accounting is applied.

For any other cash flow hedges, the amount accumulated in OCI is reclassified to profit or loss as a reclassification adjustment in the same period or periods during which the hedged cash flows affect profit or loss.

If cash flow hedge accounting is discontinued, the amount that has been accumulated in OCI must remain in accumulated OCI if the hedged future cash flows are still expected to occur. Otherwise, the amount will be immediately reclassified to profit or loss as a reclassification adjustment. After discontinuation, once the hedged cash flow occurs, any amount remaining in accumulated OCI must be accounted for depending on the nature of the underlying transaction as described above.

Hedges of a net investment

Hedges of a net investment in a foreign operation, including a hedge of a monetary item that is accounted for as part of the net investment, are accounted for in a way similar to cash flow hedges. Gains or losses on the hedging instrument relating to the effective portion of the hedge are recognized as OCI while any gains or losses relating to the ineffective portion are recognized in the consolidated statement of comprehensive income.

Derivatives not Designated as Hedging Instruments

Derivative financial instruments previously designated in hedging relationships that have been subsequently discontinued, either fully or partially, were recognized as financial assets or liabilities at FVPL in the consolidated statement of financial position. Hedge accounting is discontinued under the following circumstances:

- Risk management objectives were updated or modified;
- Economic relationship between the hedge item and hedging instrument was subsequently assessed to be non-existing;
- Effect of credit risk dominates the value changes of the hedging relationship upon performing subsequent effectiveness testing; and
- Forecasted underlying or hedged item is no longer highly probable to occur.

Discontinuation of hedge accounting is applied prospectively upon determination that the forecasted cash flow is no longer highly probable, even if still expected to occur. Amounts accumulated in the cash flow hedge reserve remain recognized separately in equity until the forecasted transaction occurs if the loss is recoverable.

When discontinuation of hedge accounting arises due to hedged future cash flows are no longer expected to occur, amounts accumulated in the cash flow hedge reserve are immediately reclassified to profit or loss under 'Market valuation gains (losses) on derivative financial instruments' in the consolidated statement of comprehensive income. Any subsequent changes in the fair value of these derivative financial instruments are recognized under 'Market valuation gains (losses) on derivative financial instruments' in the consolidated statement of comprehensive income and are presented net.

Derivatives that do not meet the hedge accounting criteria are treated as economic hedges and not designated in hedging relationships.

Derecognition of financial assets

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 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.

Modification of financial assets

The Group derecognizes a financial asset when the terms and conditions have been renegotiated to the extent that, substantially, it becomes a new asset, with the difference between its carrying amount and the fair value of the new asset recognized as a derecognition gain or loss in profit or loss, to the extent that an impairment loss has not already been recorded.

The Group considers both qualitative and quantitative factors in assessing whether a modification of financial asset is substantial or not. When assessing whether a modification is substantial, the Group considers the following factors, among others:

- Change in currency
- Introduction of an equity feature
- Change in counterparty
- If the modification results in the asset no longer considered SPPI

The Group also performs a quantitative assessment similar to that being performed for modification of financial liabilities. In performing the quantitative assessment, the Group considers the new terms of a financial asset to be substantially different if the present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10.00% different from the present value of the remaining cash flows of the original financial asset.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Group recalculates the gross carrying amount of the financial asset as the present value of the renegotiated

or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the statement of income.

When the modification of a financial asset results in the derecognition of the existing financial asset and the subsequent recognition of a new financial asset, the modified asset is considered a 'new' financial asset. Accordingly, the date of the modification shall be treated as the date of initial recognition of that financial asset when applying the impairment requirements to the modified financial asset. The newly recognized financial asset is classified as Stage 1 for ECL measurement purposes, unless the new financial asset is deemed to be originated as credit impaired.

Initial recognition and measurement of financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, derivatives designated as hedging instruments in an effective hedge, or other financial liabilities. 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 of financial liabilities

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

Financial liabilities at FVPL

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

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 statement of comprehensive income. Financial liabilities designated upon initial recognition at FVPL are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Group has not designated any financial liability as at FVPL.

Other financial liabilities

This category pertains to the Group's interest-bearing loans and borrowing and payables. After initial recognition, these other financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the consolidated statement of comprehensive income.

Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or 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 the consolidated statement of comprehensive income.

Exchange or modification of financial liabilities

The Group considers both qualitative and quantitative factors in assessing whether a modification of financial liabilities is substantial or not. The terms are considered substantially different if the present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10.00% different from the present value of the remaining cash flows of the original financial liability. However, under certain circumstances, modification or exchange of a financial liability may still be considered substantial, even where the present value of the cash flows under the new terms is less than 10.00% different from the present value of the remaining cash flows of the original financial liability. There may be situations where the modification of the financial liability is so fundamental that immediate derecognition of the original financial liability is appropriate (e.g., restructuring a financial liability to include an embedded equity component).

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 a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the fair value of the new liability is recognized in profit or loss.

When the exchange or modification of the existing financial liability is not considered as substantial, the Group recalculates the gross carrying amount of the financial liability as the present value of the renegotiated or modified contractual cash flows discounted at the original EIR and recognizes a modification gain or loss in profit or loss.

If modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognized as part of the gain or loss on the extinguishment. If the modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the financial instrument and are amortized over the remaining term of the modified financial instrument.

Reclassifications of financial instruments

The Group reclassifies its financial assets when, and only when, there is a change in the business model for managing the financial assets. Reclassifications shall be applied prospectively by the Group and any previously recognized gains, losses or interest shall not be restated. The Group does not reclassify its financial liabilities.

Impairment of financial assets

The Group recognizes an allowance for ECL for all debt instruments not classified as FVPL. 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. ECL allowances will be measured at amounts equal to either (i) 12-month ECL or (ii) lifetime ECL for those financial instruments which have experienced a significant increase in credit risk (SICR) since initial recognition (General Approach). 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.

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.

For non-credit-impaired financial instruments:

- Stage 1 is comprised of all financial instruments which have not experienced a SICR since initial recognition or is considered of low credit risk as of the reporting date. The Group recognizes a 12-month ECL for Stage 1 financial instruments. 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.
- Stage 2 is comprised of all financial instruments which have experienced a SICR since initial recognition. The Group recognizes a lifetime ECL for Stage 2 financial instruments. Lifetime ECL are credit losses that results from all possible default events over the expected life of a financial instrument.

For credit-impaired financial instruments:

- Stage 3 is comprised of all financial assets that have 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 loan or a portfolio of loans. The Group recognizes a lifetime ECL for Stage 3 financial instruments.

Definition of “default” and “restored”

The Group eventually classifies a financial instrument as in default when it is credit impaired, or becomes past due on its contractual payments for more than 90 days. As part of a qualitative assessment of whether a customer is in default, the Group considers a variety of instances that may indicate unlikelihood to pay. 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. When such events occur, the Group carefully considers whether the event should result in treating the customer as defaulted.

An instrument is considered to be no longer in default (i.e. restored) if there is sufficient evidence to support that full collection is probable and payments are received for at least six months.

Credit risk at initial recognition

The Group uses internal credit assessment and approvals at various levels to determine the credit risk of exposures at initial recognition. Assessment can be quantitative or qualitative and depends on the materiality of the facility or the complexity of the portfolio to be assessed.

Significant increase in credit risk

The assessment of whether there has been a SICR is based on an increase in the probability of a default occurring since initial recognition. The SICR criteria vary by portfolio and include quantitative changes in probabilities of default and qualitative factors, including a backstop based on delinquency. The credit risk of a particular exposure is deemed to have increased significantly since initial recognition if, based on the Group’s internal credit assessment, the borrower or counterparty is determined to require close monitoring or with well-defined credit weaknesses. For exposures without internal credit grades, if contractual payments are more than a specified days past due threshold, the credit risk is deemed to have increased significantly since initial recognition. Days past due are determined by counting the number of days since the earliest elapsed due date in respect of which full payment has not been received. Due dates are determined without considering any grace period that might be available to the borrower. In subsequent reporting periods, if the credit risk of the financial instrument improves such that there is no longer a SICR since initial recognition, the Group shall revert to recognizing a 12-month ECL.

ECL parameters and methodologies

ECL is a function of the probability of default (PD), loss given default (LGD) and exposure at default (EAD), with the timing of the loss also considered, and is estimated by incorporating

forward-looking economic information and through the use of experienced credit judgment.

The PD is an estimate of the likelihood of default over a 12-month horizon for Stage 1 or lifetime horizon for Stage 2. The PD for each individual instrument is modelled based on historic data and is estimated based on current market conditions and reasonable and supportable information about future economic conditions. The Group segmented its credit exposures based on homogenous risk characteristics and developed a corresponding PD methodology for each portfolio. The PD methodology for each relevant portfolio is determined based on the underlying nature or characteristic of the portfolio, behavior of the accounts and materiality of the segment as compared to the total portfolio.

LGD is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from any collateral. EAD is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, and expected drawdowns on committed facilities.

Forward-looking information

The Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. A broad range of forward-looking information are considered as economic inputs, such as GDP growth, exchange rate, interest rate, inflation rate and other economic indicators. The inputs and models used for calculating ECL may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material.

The Group applied the standard's simplified approach for the trade receivables and contract assets where ECLs are calculated based on lifetime expected credit losses. Therefore, the Group does not track changes in credit risk of these receivables, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. For the Real estate and hotels segment's installment contract and contract assets, the vintage analysis approach is used. This method accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For cash and cash equivalents, short-term investments and debt securities, 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 Standard and Poor's (S&P), Moody's and Fitch to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

Debt instruments measured at fair value through OCI

The ECLs for debt instruments measured at FVOCI do not reduce the carrying amount of these financial assets in the consolidated statements of financial position, which remains at fair value. Instead, an amount equal to the allowance that would arise if the assets are measured at amortized cost is recognized in OCI as an accumulated impairment amount, with a corresponding charge to profit or loss. The accumulated loss recognized in OCI is recycled to the profit and loss upon

derecognition of the assets.

Write-off of Financial Assets

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows (e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or when the Group has effectively exhausted all collection efforts).

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability 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 of default, and event of solvency or bankruptcy of the Group and all of the counterparties.

Classification of Financial Instruments Between Debt and Equity

A financial instrument is classified as debt, if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity; or
- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- satisfy the obligation other than by exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount, after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

Debt Issuance Costs

Debt issue costs are amortized using the effective interest method. The unamortized debt issuance costs are offset against the related carrying value of the loan of the Group's statement of financial position. When a loan is paid, the related unamortized debt issuance costs at the date of repayment are charged against current operations.

Inventories

Inventories, including work-in-process, are valued at the lower of cost and net realizable value (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. NRV for materials, spare parts and other supplies represents the related replacement costs. In determining the NRV, the Group deducts from cost 100.0% of the carrying value of slow-moving items and nonmoving items for more than one year.

When inventories are sold, the carrying amounts of those inventories are recognized under 'Cost of sales and services' in profit or loss in the period when the related revenue is recognized.

Some inventories may be allocated to other asset accounts, for example, inventory used as a component of a self-constructed property, plant or equipment. Inventories allocated to another asset in this way are recognized as an expense during the useful life of that asset.

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

Finished goods, work-in-process, raw materials and packaging materials

a. *Petrochemicals*

Cost is determined using the moving average costing method. Cost of finished goods and work-in-process includes direct materials and labor and a proportion of manufacturing overhead costs based on actual goods processed and produced.

b. *Branded consumer foods, agro-industrial and commodity food products*

Cost is determined using the weighted average method. Under the weighted average costing method, the cost of each item is determined from the weighted average of the cost of similar items at the beginning of a period and the cost of similar items purchased or produced during the period. Cost of finished goods and work-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.

Subdivision land and condominium and residential units for sale

Subdivision land, condominium and residential units for sale in the ordinary course of business are carried at the lower of cost and NRV. Cost includes land costs, costs incurred for development and improvement of the properties and borrowing costs on loans directly attributable to the projects which were capitalized during construction.

NRV is the estimated selling price in the ordinary course of business less cost of completion and estimated costs necessary to make the sale.

The cost of inventory recognized in the consolidated statement of comprehensive income is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

Factory supplies and spare parts

Cost is determined using the weighted average method.

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 sold as fatteners) |
| | - | Fatteners/finishers (comes from weanlings unfit to become breeders; intended for the production of meat) |
| 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 arising 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 in swine livestock is the suckling that transforms into weanling then into fatteners/finishers, while the agricultural produce in poultry livestock is the hatched chick and table eggs.

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.

Assets and Disposal Groups Held for Sale

The Group classifies assets and disposal groups as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the asset must be available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, and its sale must be highly probable.

For the sale to be highly probable, (a) an appropriate level of management must be committed to a plan to sell the asset, (b) an active program must have been initiated, (c) the asset must be actively marketed for sale at a price that is reasonable in relation to its current fair value, (d) the sale should be expected to qualify for recognition as a completed sale within one year from the date of classification and (e) actions required to complete the plan should indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn. Asset and disposal groups classified as held for sale are measured at the lower of their previous carrying amount, net of any impairment, and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (or disposal group), excluding finance costs and income tax expense.

In circumstances where certain events have extended the period to complete the sale of a disposal group beyond one year, the disposal group continues to be classified as held for sale if the delay is caused by events or circumstances beyond the Group's control and there is sufficient evidence that the Group remains committed to its plan to sell the disposal group. Otherwise, if the criteria for classification of a disposal group as held for sale are no longer met, the Group ceases to classify the disposal group as held for sale.

Initial and subsequent measurement

Immediately before the initial classification of the asset (or disposal group) as held for sale, the carrying amount of the asset (or all the assets and liabilities of the disposal group) shall be measured in accordance with applicable standards.

An entity shall present a disposal group held for sale separately from other assets in the statement of financial position. The liabilities of a disposal group classified as held for sale shall be presented separately from other liabilities in the statement of financial position. These assets and liabilities shall not be offset and presented as a single amount.

Assets and disposal groups held for sale are measured at the lower of their carrying amount or fair value less costs to sell. Impairment losses are recognized for any initial or subsequent write-down of the assets held for sale to the extent that these have not been previously recognized at initial recognition. Reversals of impairment losses for any subsequent increases in fair value less cost to sell of the assets held for sale are recognized as a gain, but not in excess of the cumulative impairment loss that has been previously recognized. Liabilities directly related to assets held for sale are measured at their expected settlement amounts.

Discontinued Operation

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 a separate major line of business or geographical area of operations , or
- is a subsidiary acquired exclusively with view to resale.

The related results of operations and cash flows of the disposal group that qualify as discontinued operations are separated from the results of those that would be recovered principally through continuing use, and the prior years' profit or loss in the consolidated statement of comprehensive income and consolidated statement of cash flows are re-presented. Results of operations and cash flows of the disposal group that qualify as discontinued operations are presented in profit or loss in the consolidated statement of comprehensive income and consolidated statement of cash flows as items associated with discontinued operations.

Additional disclosures are provided in Note 27. All other notes to the consolidated financial statements include amounts of disposal group, unless otherwise mentioned.

Investments in Associates and Joint Ventures

Associates pertain to all entities over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. In the consolidated financial statements, investment in associates is accounted for under the equity method of accounting.

The Group also has interests in joint ventures. A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control.

The Group's investments in its associates and joint ventures are accounted for using the equity method of accounting. Under the equity method, the investments in associates and joint ventures are 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 associates and joint ventures. The consolidated statement of comprehensive income reflects the share of the results of operations of the associates and joint ventures. Where there has been a change recognized in the investees' other comprehensive income, the Group recognizes its share of any changes and discloses this, when applicable, in the other comprehensive income. Profits and losses arising from transactions between the Group and the associate are eliminated to the extent of the interest in the associates and joint ventures.

The Group's investments in certain associates and joint ventures include goodwill on acquisition, less any impairment in value. Goodwill relating to an associate or joint venture is included in the carrying amount of the investment and is not amortized.

Where necessary, adjustments are made to the financial statements of associates to bring the accounting policies used in line with those used by the Group.

Upon loss of significant influence over the associate, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss.

Property, Plant and Equipment

Property, plant and equipment, except land which is stated at cost less any impairment in value, are carried at cost less accumulated depreciation, amortization and impairment loss, if any.

The initial cost of property, plant and equipment comprises its purchase price, including import duties, taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. 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) ARO relating to property, plant and equipment installed/constructed on leased properties or leased aircraft.

Subsequent replacement costs of parts of property, plant and equipment are capitalized when the recognition criteria are met. Significant refurbishments and improvements are capitalized when it can be clearly demonstrated that the expenditures have resulted in an increase in future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond the originally assessed standard of performance. Costs of repairs and maintenance are charged as expense when incurred.

Foreign exchange differentials arising from the acquisition of property, plant and equipment are charged against profit or loss in the consolidated statement of comprehensive income and are no longer capitalized.

Depreciation and amortization of property, plant and equipment commences once the property, plant and equipment are available for use, and are computed using the straight-line method over the EUL of the assets, regardless of utilization.

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

	<u>EUL</u>
Land improvements	5 to 40 years
Buildings and improvements	10 to 50 years
Machinery and equipment	4 to 50 years
Leasehold improvements	15 years or the lease term, whichever is shorter
Passenger aircraft	15 years
Other flight equipment	3 to 5 years
Transportation, furnishing and other equipment	3 to 5 years

The assets' residual values, useful lives and methods of depreciation and amortization are reviewed periodically 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.

CIP is stated at cost. This includes 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. CIP is not depreciated until such time as the relevant assets are completed and put into operational use. Assets under construction are reclassified to a specific category of property, plant and equipment when the construction and other related activities necessary to prepare the properties for their intended use are completed and the properties are available for use.

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 of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the consolidated statement of comprehensive income, in the year the item is derecognized.

Borrowing Costs

Interest and other finance costs incurred during the construction period on borrowings used to finance property development are capitalized to the appropriate asset accounts. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress, and expenditures and borrowing costs are being incurred. The capitalization of these borrowing costs ceases when substantially all the activities necessary to prepare the asset for sale or its intended use are complete. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded. Capitalized borrowing cost is based on the applicable weighted average borrowing rate for general borrowings. For specific borrowings, all borrowing costs are eligible for capitalization.

Borrowing costs which do not qualify for capitalization are expensed as incurred.

Interest expense on loans is recognized using the effective interest method over the term of the loans.

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 impairment loss, if any. Land is carried at cost less impairment loss, if any. 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 the 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 the asset given up. Foreclosed properties are classified under investment properties upon: a) entry of judgment in case of judicial foreclosure; b) execution of the Sheriff's Certificate of Sale in case of extra-judicial foreclosure; or c) notarization of the Deed of Dacion in case of dacion in payment (dacion en pago).

The Group's investment properties are depreciated using the straight-line method over their estimated useful lives (EUL) as follows:

	<u>EUL</u>
Land improvements	8 to 20 years
Buildings and improvements	10 to 30 years

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 benefits from items of investment properties.

Investment properties are derecognized when either they have been disposed of or when the investment properties 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 profit or loss in the consolidated statement of comprehensive income in the year of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the end of owner occupation or commencement of an operating lease to another party. Transfers are made from investment property when, and only when, there is a change in use, evidenced by commencement of owner occupation or commencement of development with a view to sale.

Transfers between investment property, owner-occupied property and inventories do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes. If the property occupied by the Group as an 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.

Construction in-progress (CIP) is stated at cost. This includes cost of construction and other direct costs. Borrowing costs that are directly attributable to the construction of investment properties are capitalized during the construction period. CIP is not depreciated until such time as the relevant assets are completed and put into operational use.

Goodwill

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 loss. Goodwill is reviewed for impairment annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired (see 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 assets acquired in a business combination is its fair value as at the acquisition date. Following initial recognition, intangible assets are measured at cost less any accumulated amortization and impairment loss, if any.

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

The useful lives of intangible assets with finite lives are assessed at the individual asset level.

Intangible assets with finite lives are amortized on a straight-line basis over their useful lives.

The period and the method of amortization of 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 are treated as changes in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized under ‘Cost of sales and services’ and ‘General and administrative expenses’ in profit or loss in the consolidated statement of comprehensive income in the expense category consistent with the function of the intangible asset. Intangible assets with finite lives are assessed for impairment, whenever there is an indication that the intangible assets may be impaired.

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 intangible asset with an indefinite useful life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If the indefinite useful life is no longer appropriate, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Costs incurred to acquire computer software (which are not an integral part of its related hardware) and costs to bring it to its intended use are capitalized as intangible assets. Costs directly associated with the development of identifiable computer software that generate expected future benefits to the Group are also recognized as intangible assets. All other costs of developing and maintaining computer software programs are recognized as expense when incurred.

A 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 intangible asset and is recognized in profit or loss in the consolidated statement of comprehensive income when the asset is derecognized.

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

	Technology Licenses	Licenses	Product Formulation and Brands	Software Costs	Customer Relationship	Trademarks
EUL	Finite (12 to 13.75 years)	Indefinite	Indefinite	Finite (5 to 10 years)	Finite (35 years)	Finite (4 years)
Amortization method used	Amortized on a straight-line basis over the EUL of the license	No amortization	No amortization	Amortized on a straight-line basis over the EUL of the software cost	Straight line amortization	Straight line amortization
Internally generated or acquired	Acquired	Acquired	Acquired	Acquired	Acquired	Acquired

Impairment of Nonfinancial Assets

This accounting policy applies primarily to the Group’s ‘Investments in associates and joint ventures’, ‘Property, plant and equipment’, ‘Investment properties’, ‘Right-of-Use (ROU) assets’, ‘Goodwill’, ‘Intangible assets’, and ‘Biological assets’.

Except for goodwill and intangible assets with indefinite 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 as part of the cash-generating unit to which it 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).

Impairment losses or reversal of impairment losses from continuing operations are recognized under 'Provision for (reversal of) impairment losses and others' in profit or loss in the statement of comprehensive income.

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

Property, plant and equipment, investment properties, ROU assets, and intangible assets with definite useful lives and costs

For property, plant and equipment, investment properties, ROU assets, and 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. 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, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss in the consolidated statement of comprehensive income. After such a reversal, the depreciation expense is 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

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.

The Group performs its impairment test of goodwill every reporting date.

Investments in associates and joint ventures

After application of the equity method, the Group determines whether it is necessary to recognize an additional impairment loss on the Group's investments in associates and joint ventures. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value and recognizes the amount under 'Impairment losses and others' in profit or loss.

Intangible assets with indefinite useful lives

Intangible assets with indefinite useful lives are tested for impairment annually as of year-end either individually or at the cash-generating unit level, as appropriate.

Member Redemption Liability

The Group operates a reward program that issues loyalty points to its members for purchases made at any participating partner establishment that can be redeemed against any future purchases, subject to a minimum number of points obtained. The Group receives the cost per points issued (CPP) and service fees from the participating partner establishments based on agreed terms and conditions upon issuance of points to program members. The CPP of outstanding issued and unredeemed points are recognized as 'Membership redemption liability' and is presented under 'noncurrent liabilities' in the statement of financial position while the service fees are recognized as 'Revenues' in the statement of comprehensive income.

Equity

Common and preferred 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 represent the cumulative balance of periodic net income/loss, dividend distributions, prior period adjustments and effect of changes in accounting policy and capital adjustments.

Treasury Shares

Treasury shares are recorded at cost and are presented as a deduction from 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. No gain or loss is recognized in profit or on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Material Accounting Policy Information Generally Applicable to Foods, Agro-Industrial and Commodities and Petrochemicals

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.

Sales 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 or delivery to 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 at a point in time when the related services have been rendered.

Material Accounting Policy Information Generally Applicable to Air Transportation

Revenue Recognition

Revenue from contracts with passengers and cargo customers, and any related revenue from services incidental to the transportation of passengers, is recognized when carriage is provided or when the passenger is lifted in exchange for an amount that reflects the consideration to which the Group expects to be entitled to.

The following specific recognition criteria must also be met before revenue is recognized:

Sale of air transportation services

Passenger ticket and cargo waybill sales are initially recorded as contract liabilities under 'Unearned transportation revenue' account in the consolidated statement of financial position until earned and recognized under 'Revenue' account in the consolidated statement of comprehensive income when carriage is provided or when the passenger is lifted or flown.

Flight and booking services

Revenue from services incidental to the transportation of passengers such as excess baggage, inflight sales and rebooking and website administration fees are initially recognized as contract liabilities under 'Unearned transportation revenue' account in the consolidated statement of financial position until the services are rendered.

Revenue from estimated breakage (expiration) of unused travel funds

Travel fund is a virtual wallet that can be used as a form of payment for booking new flights and purchasing add-ons. Travel fund is offered for cancelled flights or for flights with schedule changes of more than 60 minutes.

In accordance with PFRS 15, *Revenue from Contracts with Customers*, upon receipt of a prepayment from customer, an entity shall recognize a contract liability in the amount of the prepayment for its performance obligation to transfer, or to stand ready to transfer, goods or services in the future. An entity shall derecognize that contract liability (and recognize revenue) when it transfers those goods or services and, therefore, satisfies its performance obligation.

A customer's non-refundable prepayment to an entity gives the customer a right to receive a good service in the future (and obliges the entity to stand ready to transfer a good or service). However, customers may not exercise all of their contractual rights. Those unexercised rights are often referred to as breakage.

If an entity expects to be entitled to a breakage amount in a contract liability, the entity shall recognize the expected breakage amount as revenue in proportion to the pattern of rights exercised by the customer. If an entity does not expect to be entitled to a breakage amount, the entity shall

recognize the expected breakage amount as revenue when the likelihood of the customer exercising its remaining rights becomes remote.

Revenue from estimated breakage (expiration) of unused travel funds are recognized based on the historical expiration experience of the Group on the unused travel funds.

Other ancillary revenue

Other revenue such as refund surcharges, service income and cancellation fees are recognized when the services are provided.

Material Accounting Policy Information Generally Applicable to Real Estate and Hotels

Revenue Recognition

Revenue from Contract with Customers

The Group primarily derives its real estate revenue from the sale of vertical and horizontal real estate projects. 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 generally concluded that it is the principal in its revenue arrangements, except for the provisioning of water, electricity, and common use service area in its mall retail spaces, wherein it is acting as agent.

The following specific recognition criteria must also be met before revenue is recognized:

Real estate sales – Philippines Operations – Performance obligation is satisfied over time

The Group derives its real estate revenue from sale of lots, house and lot and condominium units. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or POC) since based on the terms and conditions of its contract with the buyers, the Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

In measuring the progress of its performance obligation over time, the Group uses input method. Input methods recognize revenue on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation. Progress is measured based on actual resources consumed such as materials, labor hours expended and actual overhead incurred relative to the total expected inputs to the satisfaction of that performance obligation, or the total estimated development costs of the real estate project. The Group uses the cost accumulated by the accounting department to determine the actual resources used. Input method excludes the effects of any inputs that do not depict the entity's performance in transferring control of goods or services to the customer.

Estimated development costs of the real estate project include costs of land, land development, building costs, professional fees, depreciation of equipment directly used in the construction, payments for permits and licenses. Revisions in estimated development costs brought about by increases in projected costs in excess of the original budgeted amounts, form part of total project costs on a prospective basis.

Any excess of collections over the total of recognized trade receivables and installment contract receivables is included as 'Contract liabilities' under 'Other current and noncurrent liabilities' in the consolidated statements of financial position.

The impact of the significant financing component on the transaction price has not been considered since the Group availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018

as of 2018 for the implementation issues of PFRS 15 affecting the real estate industry. Under the SEC Memorandum Circular No. 34, the relief has been extended until December 31, 2023.

Real estate sales – Philippines Operations – Performance obligation is satisfied at a point in time

The Group also derives real estate revenue from sale of parcels of raw land and developed land. Revenue from the sale of these parcels of raw land are recognized at a point in time (i.e., upon transfer of control to the buyer) since based on the terms and conditions of its contract with the buyers, the Group's performance does not create an asset with an alternative use but the Group does not have an enforceable right to payment for performance completed to date. The Group is only entitled to payment upon delivery of the land to the buyer and if the contract is terminated, the Group has to return all payments made by the buyer.

Real estate sales – China Operations

Taking into account the contract terms per house purchase and sales contract, Chengdu Xin Yao's business practice and the legal and regulatory environment in China, most of the property sales contracts in China do not meet the criteria for recognizing revenue over time and therefore, revenue from property sales continues to be recognized at a point in time, while some property sales contracts meet the criteria for recognizing revenue over time as the properties have no alternative use to the Group due to contractual reasons and the Group has an enforceable right to payment from customer for performance completed to date. Under PFRS 15, revenue from property sales is generally recognized when the property is accepted by the customer, or deemed as accepted according to the contract, whichever is earlier, which is the point in time when the customer has the ability to direct the use of the property and obtain substantially all of the remaining benefits of the property.

Rental income

The Group leases its commercial and office real estate properties to others through operating leases. Rental income on leased properties is recognized on a straight-line basis over the lease term and may include contingent rents based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract. Contingent rents are recognized as revenue in the period in which they are earned.

Amusement income

Revenue is recognized upon rendering of services or at a point in time.

Revenue from hotel operations

Revenue from hotel operations is recognized when services are rendered or at a point in time. Revenue from banquets and other special events are recognized when the events take place or at a point in time. Rental income on leased areas of the hotel is recognized on a straight-line basis over the lease term. Revenue from food and beverage are recognized when these are served. Other income from transport, laundry, valet and other related hotel services are recognized when services are rendered.

Interest income

Interest income is recognized as the interest accrues using the effective interest rate (EIR) method.

Other income

Other income is recognized when earned.

Cost of Real Estate Sales

The Group recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets such as land and connection fees. These include costs of land, land development costs, building costs, professional fees, depreciation, permits and licenses and capitalized borrowing costs. These costs are allocated to the saleable area, with the

portion allocable to the sold area being recognized as costs of sales while the portion allocable to the unsold area being recognized as part of real estate inventories.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

The contract liabilities also include payments received by the Group from the customers for which revenue recognition has not yet commenced.

Costs and General and Administrative Expense

Costs and expenses are recognized in the consolidated statement of comprehensive income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Costs and expenses are recognized in the consolidated statement of comprehensive income:

- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or
- Immediately when expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify or cease to qualify, for recognition in the consolidated statement of financial position as an asset.

Costs to obtain contract

The incremental costs of obtaining a contract with a customer are recognized as an asset if the Group expects to recover them. The Group has determined that commissions paid to brokers and marketing agents on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized as earned. Commission expense is included in the "Real estate costs and expenses" account in the consolidated statement of income.

Costs incurred prior to obtaining contract with customer are not capitalized but are expensed as incurred.

Contract fulfillment assets

Contract fulfillment costs are divided into: (i) costs that give rise to an asset; and (ii) costs that are expensed as incurred. When determining the appropriate accounting treatment for such costs, the Group firstly considers any other applicable standards. If those standards preclude capitalization of a particular cost, then an asset is not recognized under PFRS 15.

If other standards are not applicable to contract fulfillment costs, the Group applies the following criteria which, if met, result in capitalization: (i) the costs directly relate to a contract or to a specifically identifiable anticipated contract; (ii) the costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (iii) the costs are expected to be recovered. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recoverable.

The Group's contract fulfillment assets pertain to connection fees and land acquisition costs.

Amortization, de-recognition and impairment of capitalized costs to obtain a contract

The Group amortizes capitalized costs to obtain a contract to cost of sales over the expected construction period using POC following the pattern of real estate revenue recognition. The amortization is included within general and administrative expenses.

A capitalized cost to obtain a contract is derecognized either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

At each reporting date, the Group determines whether there is an indication that cost to obtain a contract maybe impaired. If such indication exists, the Group makes an estimate by comparing the carrying amount of the assets to the remaining amount of consideration that the Group expects to receive less the costs that relate to providing services under the relevant contract. In determining the estimated amount of consideration, the Group uses the same principles as it does to determine the contract transaction price, except that any constraints used to reduce the transaction price will be removed for the impairment test.

Where the relevant costs or specific performance obligations are demonstrating marginal profitability or other indicators of impairment, judgement is required in ascertaining whether or not the future economic benefits from these contracts are sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific performance indicators that could trigger variable consideration, or service credits. Where a contract is anticipated to make a loss, these judgements are also relevant in determining whether or not an onerous contract provision is required and how this is to be measured.

Other Income of the Group (Outside of Scope of PFRS 15)

Rental income

The Group leases its commercial and office real estate properties to others through operating leases. Rental income on leased properties is recognized on a straight-line basis over the lease term and may include contingent rents based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract. Contingent rents are recognized as revenue in the period in which they are earned.

Dividend income

Dividend income is recognized when the shareholder's right to receive the payment is established.

Costs 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.

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 assessments 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 an interest expense under 'Financing costs and other charges' account in the consolidated statement of comprehensive income. Where the Group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is probable.

Contingencies

Contingent liabilities are not recognized in the consolidated financial statements but are 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 are 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:

- 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 when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

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 profit or loss.

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 profit or loss 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.

Share-based Payments

The Group has a Long-Term Incentive Plan (LTIP) granting eligible persons any one or a combination of Restricted Stock Units (RSUs) and Stock Options to purchase a fixed number of shares of stock at a stated price during a specified period ("equity-settled transactions").

The cost of equity-settled transactions is measured by reference to the fair value at the date at which these are granted. Said cost is recognized in profit or loss, together with a corresponding increase in 'Share-based payments' account in the consolidated statement of financial position, over the period in which the service conditions are fulfilled, ending on the date on which the eligible persons become fully entitled to the award ("vesting date"). The fair value of Stock Options is determined using the Cox-Ross-Rubinstein Binomial Option Pricing Method. The cumulative expense recognized for the share-based transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. No expense is recognized for awards that do not ultimately vest.

Where the terms of a share-based award are modified, at a minimum, an expense is recognized as if the terms had not been modified. In addition, an expense is recognized for any modification, which increases the total fair value of the share-based payment agreement, or is otherwise beneficial to the eligible persons as measured at the date of modification.

Where a share-based award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if there were a modification of the original award. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of earnings per share.

Income Taxes

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 as of reporting date.

Deferred tax

Deferred tax is provided using the 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:

- Where the deferred tax liability arises from the initial recognition of goodwill or 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 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 extent that it is no longer probable that sufficient future 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 assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted as of reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss in the consolidated statement of comprehensive income. 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 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.

Leases

Group as a lessee

The Group assesses whether a contract is, or contains a lease, at the inception of a contract. This assessment involves the exercise of judgment about whether it depends on a specified asset, whether the Group obtains substantially all the economic benefits from the use of the asset, whether the Group has the right to direct the use of the asset. The Group recognizes a ROU asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases and leases of low-value assets.

ROU 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 EUL and the lease term.

The depreciation period for each class of ROU assets follow:

	<u>Period</u>
Land and improvements	2 to 50 years
Buildings and improvements	2 to 30 years
Passenger aircraft and other flight equipment	1.25 to 18 years
Transportation and other equipment	2 to 30 years

ROU assets are also subject to impairment.

ARO

The Group is contractually required under various lease contracts to either restore certain leased aircraft to its original condition at its own cost or to bear a proportionate cost of restoration at the end of the contract period. The event that gives rise to the obligation is the actual flying hours, flying cycles or calendar months of the asset as used, as the usage determines the timing and nature of the overhaul and restoration work required or the amount to be contributed at the end of the lease term. For certain lease agreements, the Group provides for these costs over the terms of the leases through contribution to a maintenance reserve fund (MRF) which is recorded as outright expense. If the estimated cost of restoration is expected to exceed the cumulative MRF, an additional obligation is accounted on an accrual basis. Regular aircraft maintenance is accounted for as expense when incurred.

If there is a commitment related to maintenance of aircraft held under operating lease arrangements, a provision is made during the lease term for the lease return obligations specified within those lease agreements. The provision is made based on historical experience, manufacturers' advice and if relevant, contractual obligations, to determine the present value of the estimated future major airframe inspections cost and engine overhauls.

Advance payment for materials for the restoration of the aircraft is initially recorded under 'Advances to supplier' account in the consolidated statement of financial position. This is recouped when the expenses for restoration of aircraft have been incurred.

The Group regularly assesses the provision for ARO and adjusts the related liability.

HMV

The Group is contractually required under various lease contracts to undertake the maintenance and overhaul of certain leased aircraft throughout the contract period. Major maintenance events are required to be performed on a regular basis based on historical or industry experience and manufacturer's advice. Estimated costs of major maintenance events are accrued and charged to profit or loss over the estimated period between overhauls as the leased aircraft is utilized. HMV liability is carried at amortized cost using the effective interest method.

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. The 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 and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of other flight equipment, furniture and fixtures, and machineries (i.e., lease term of 12 months or less). It also applies the lease of low-value assets recognition exemption to leases of office spaces that are considered low-value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Sale and leaseback

When entering into a sale and leaseback transaction, the Group determines whether the transfer qualifies as a sale based on the requirements satisfying a performance obligation under PFRS 15. When the transfer of the asset is a sale, the Group measures the ROU asset arising from the leaseback at the proportion of the previous carrying amount of the asset that relates to the right of use retained by the Group. Gain or loss is recognized only at the amount that relates to the rights transferred to the buyer-lessor. When the transfer of the asset is not a sale under PFRS 15 requirements, the Group

continues to recognize the asset in its consolidated statement of financial position and accounts for the proceeds from the sale and leaseback as a financial liability in accordance with PFRS 9.

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.

Joint Operation

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. The Group recognize in relation to its interest in a joint operation its assets, including its share of any assets held jointly; liabilities, including its share of any liabilities incurred jointly; revenue from the sale of its share of the output arising from the joint operation; share of the revenue from the sale of the output by the joint operation; and expenses, including its share of any expenses incurred jointly.

Earnings Per Share (EPS)

Basic EPS is computed by dividing net income for the period attributable to the ordinary equity holders of the Parent Company by the weighted average number of common shares outstanding during the year, adjusted for any subsequent stock dividends declared.

Diluted EPS amounts are calculated by dividing the net income attributable to ordinary equity holders of the Parent Company (after deducting interest of the preferred shares, if any) by the weighted average number of common shares outstanding during the year plus the weighted average number of common shares that would be issued on the conversion of all the dilutive potential common shares into common shares.

Dividends on Common Shares

Dividends on common shares are recognized as a liability and deducted from equity when approved by the 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.

Segment Reporting

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. Financial information on operating segments is presented in Note 6 to the consolidated financial statements.

Subsequent Events

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 the 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, 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.

- *Amendments to PAS 21, Lack of exchangeability*

The amendments specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

The amendments are effective for annual reporting periods beginning on or after January 1, 2025. Earlier adoption is permitted and that fact must be disclosed. When applying the amendments, an entity cannot restate comparative information.

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 and Sustainability 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.

- *Deferral of Certain Provisions of PIC Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry (as amended by PIC Q&As 2020-02 and 2020-04)*

On February 14, 2018, the PIC issued PIC Q&A 2018-12 which provides guidance on some PFRS 15 implementation issues affecting the real estate industry. On October 25, 2018 and February 8, 2019, the SEC issued SEC MC No. 14-2018 and SEC MC No. 3-2019, respectively, providing relief to the real estate industry by deferring the application of certain provisions of this PIC Q&A for a period of three years until December 31, 2020. On December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020 which further extended the deferral of certain provisions of this PIC Q&A until December 31, 2023.

The PIC Q&A provisions covered by the SEC deferral that the Group availed in 2021 follows:

	Deferral Period
Assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)	Until December 31, 2023

The SEC Memorandum Circulars also provided the mandatory disclosure requirements should an entity decide to avail of any relief. Disclosures should include:

- a. The accounting policies applied.
- b. Discussion of the deferral of the subject implementation issues in the PIC Q&A.
- c. Qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted.
- d. Should any of the deferral options result into a change in accounting policy (e.g., when an entity excludes land and/or uninstalled materials in the POC calculation under the previous standard but opted to include such components under the relief provided by the circular), such accounting change will have to be accounted for under PAS 8, i.e., retrospectively, together with the corresponding required quantitative disclosures.

After the deferral period, real estate companies would have to adopt PIC Q&A No. 2018-12 and any subsequent amendments thereto retrospectively or as the SEC will later prescribe.

The Group availed of the SEC relief on the accounting for significant financing component of PIC Q&A No. 2018-12. Had this provision been adopted, the Group assessed that the impact would have been as follows:

The mismatch between the POC of the real estate projects and right to an amount of consideration based on the schedule of payments provided for in the contract to sell might constitute a significant financing component. In case of the presence of significant financing component, the guidance should have been applied retrospectively and would have resulted in restatement of prior year consolidated financial statements. Adoption of this guidance would have impacted interest income, interest expense, revenue from real estate sales, installment contract receivables, provision for deferred income tax, deferred tax asset or liability for all years presented, and the opening balance of retained earnings. These would have impacted the cash flows from operations and cash flows from financing activities for all years presented.

As of June 30, 2024, the Group adopted the guidelines but has determined that the impact on the existing contracts is not material on interest income, interest expense, revenue from real estate sales, installment contracts receivable, provision for deferred income tax, deferred tax asset or liability for all years presented, and the opening balance of retained earnings. Additionally, the impact on the cash flows from operations and cash flows from financing activities for all years presented are also deemed not material. Consequently, no adjustments were made relative to the adoption. For new contracts, the Group will continue to assess and determine if the significant financing component is material and for recognition.

3. Significant Accounting Judgments and Estimates

The preparation of the consolidated financial statements in compliance with PFRS requires the Group to make judgments and estimates 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.

Judgments

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 and cost recognition on real estate sales

Existence of a contract

The Group's primary document for a contract with a customer is a signed contract to sell. It has determined, however, that in cases wherein contract to sell are not signed by both parties, the combination of its other duly executed and signed documentation such as reservation agreement, official receipts, buyers' computation sheets and invoices, would contain all the criteria to qualify as contract with the customer under PFRS 15.

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 real estate property that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property. Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Identifying performance obligation

The Group entered into a contract to sell covering a land upon which, site preparation will be performed prior to turnover to the buyer. The Group concluded that the revenue and cost of real estate sales should be recorded upon completion of the site preparation activities as specifically stated in the contract to sell, which is at a point in time, since there is only one performance obligation (i.e., developed land) and the Group does not have a right to demand payment for work performed to date from the buyer. For the six months ended June 30, 2023, the related revenue has been recognized as the performance obligations under the contract to sell has been performed.

Revenue recognition method and measure of progress

For the revenue from real estate sales in the Philippines, the Group concluded that revenue is to be recognized over time because: (a) the Group's performance does not create an asset with an alternative use and; (b) the Group has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Group's ability to direct the promised property for another use is substantive. This is

because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Group requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits will flow to the Group. The Group considers that the initial and continuing investments by the buyer of about 10.0% on projects that are under development and construction demonstrate the buyer's commitment to pay. For certain inventories that have been fully completed and ready for occupancy, outright investment of the buyer of about 5.0% demonstrates the buyer's commitment to pay.

The Group has determined that input method used in measuring the progress of the performance obligation faithfully depicts the Group's performance in transferring control of real estate development to the customers.

Principal versus agent considerations

The contract for the mall retail spaces and office spaces leased out by the Group to its tenants includes the right to charge for the electricity usage, water usage, air conditioning charges and common usage service area (CUSA) like maintenance, janitorial and security services.

For the electricity and water usage, the Group determined that it is acting as an agent because the promise of the Group to the tenants is to arrange for the electricity and water supply to be provided by a utility company. The utility and service companies, and not the Group, are primarily responsible for the provisioning of the utilities while the Group, administers the leased spaces and coordinates with the utility and service companies to ensure that tenants have access to these utilities.

For the provision of CUSA and air-conditioning of the buildings, the Group acts as a principal because it retains the right to direct the service provider of maintenance, janitorial and security to the leased premises, and air-conditioning, respectively. The right to the services mentioned never transfers to the tenant and the Group has the discretion to price the CUSA and air-conditioning charges.

Revenue and cost recognition

The Group's real estate sales is recognized overtime and the percentage-of-completion is determined using input method measured principally based on total actual cost of resources consumed such as materials, labor hours and actual overhead incurred over the total expected project development cost. Actual costs also include incurred costs but not yet billed which are estimated by the project engineers. Expected project development costs include costs of land, land development, building costs, professional fees, depreciation of equipment directly used in the construction, payments for permits and licenses. Revisions in estimated development costs brought about by increases in projected costs in excess of the original budgeted amounts, form part of total project costs on a prospective basis and is allocated between costs of sales and real estate inventories.

Real estate revenue and cost recognition from Chengdu Project

In July 2018, Chengdu Xin Yao Real Estate Development Co. Ltd. secured the license to sell the condominium units in Phase 1 and Phase 2 of its residential development in Chengdu Xin Yao Ban Bian Jie. As of June 30, 2024 and 2023, related revenue for the sale of its Phase 1 and Phase 2 condominium units have been recognized.

Revenue from the sale of real estate units of Chengdu Xin Yao is accounted for under a completed contract method (i.e., at a point in time) in the consolidated financial statements. Under this method, revenue is recognized at the completion of the project. Under PFRS 15, revenue from property sales is generally recognized when the property is accepted by the customer, or deemed as accepted according to the contract, whichever is earlier, which is the point in time when the customer has the ability to direct the use of the property and obtain substantially all of the remaining benefits of the property.

b. Definition of default and credit-impaired financial assets

The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria - for installment contract receivables, the customer receives a notice of cancellation and does not continue the payments.

Qualitative criteria - the customer meets 'unlikeliness to pay' criteria, which indicates the customer is in significant financial difficulty. These are instances where: Qualitative criteria - the customer meets 'unlikeliness to pay' criteria, which indicates the customer is in significant financial difficulty. These are instances where:

- a. The customer is experiencing financial difficulty or is insolvent
- b. The customer is in breach of financial covenant(s)
- c. An active market for that financial assets has disappeared because of financial difficulties
- d. Concessions have been granted by the Group, for economic or contractual reasons relating to the customer's financial difficulty
- e. It is becoming probable that the customer will enter bankruptcy or other financial reorganization

The criteria above have been applied to the financial instruments held by the Group and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) throughout the Group's expected loss calculation.

c. Revenue recognition on sale of goods from the food business

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 entity 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 when services are already 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

The Group applies both output sharing agreement and cane purchase agreement in relation to milling operation. 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.

d. Classification of financial assets from the other businesses

The Group classifies its financial assets depending on the business model for managing those financial assets and whether the contractual terms of the financial assets are SPPI on the principal amount outstanding.

The Group performs the business model assessment based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the Group's key management personnel
- Risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed
- Compensation of business units whether based on the fair value of those assets managed or on the contractual cash flows collected
- Expected frequency, value, and timing of sales

e. Determination of fair values of financial instruments

The Group carries certain financial assets and liabilities at fair value, which requires extensive use of accounting estimates and judgment. While significant components of fair value measurement were determined using verifiable objective evidence (i.e., foreign exchange rates, interest rates, volatility rates), the amount of changes in fair value would differ if the Group utilized different valuation methodologies and assumptions. Any change in fair value of these financial assets and liabilities would affect the consolidated statements of comprehensive income.

Where the fair values of certain financial assets and financial liabilities recorded in the consolidated statements of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. The judgments include considerations of liquidity and model inputs such as correlation and volatility for longer dated derivatives.

f. Determining whether it is reasonably certain that a renewal and termination option will be exercised – 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).

For most of its leases, the Group did not include the renewal or termination options in the lease term as the Group assesses that these options are not reasonably certain to be exercised. However, for some leases of parcels of land, the Group included the renewal period as part of the lease term due to significance of these assets to its operations. These leases have a short non-cancellable period (i.e., one year) and there will be a significant negative effect on the operations if a replacement is not readily available.

g. Classification of leases - Group as lessor
Operating lease commitments

The Group has entered into commercial, office and industrial property leases on its investment property portfolio. Based on the evaluation of the terms and conditions of the arrangements, the Group has determined that it retains all the significant risks and rewards of ownership of these properties and accounts for them as operating leases. In determining significant risks and benefits of ownership, the Group considered, among others, the significance of the lease term as compared with the EUL of the related asset.

A number of the Group's operating lease contracts are accounted for as noncancellable operating leases and the rest are cancellable. In determining whether a lease contract is cancellable or not, the Group considers, among others, the significance of the penalty, including the economic consequence to the lessee.

Finance lease commitments

The Group has entered into property leases on some of its real estate condominium unit property portfolio. The Group has determined based on evaluation of terms and conditions of the arrangements, particularly the bargain purchase option and minimum lease payments that the Group has transferred all the significant risks and rewards of ownership of these properties to the lessee and accounts for them as finance leases.

h. Assessment on whether lease concessions granted constitute a lease modification

In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Group waived its right to collect

rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions.

The Group applies judgment when assessing whether the rent concessions granted is considered a lease modification under PFRS 16.

In making this judgment, the Group determines whether the rent concessions granted has changed the scope of the lease, or the consideration thereof, that was not part of the original terms and conditions of the lease. The Group assessed that the lease concessions it granted to lessees do not qualify as lease modifications since the terms and conditions under the corresponding lease contracts have not been modified by the waiver and therefore, is not a lease modification under PFRS 16.

i. Distinction between investment properties and owner-occupied properties

The Group determines whether a property qualifies as an investment property. In making its judgment, the Group considers whether the property is not occupied substantially for use by, or in operations of the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. Owner-occupied properties generate cash flows that are attributable not only to the property but also to the other assets used in the production or supply process.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions cannot be sold separately, the property is accounted for as an investment property, only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgment is applied in determining whether The Group considers each property separately in making its judgment.

j. Consolidation of SPEs

The Group periodically undertakes transactions that may involve obtaining the rights to variable returns from its involvement with the SPEs. These transactions include the purchase of aircraft and assumption of certain liabilities. In all such cases, management makes an assessment as to whether the Group has: (a) power over the SPEs; (b) the right over the returns of its SPEs; and (c) the ability to use power over the SPEs to affect the amount of the Group's return, and based on these assessments, the SPEs are consolidated as a subsidiary or associated company. In making these assessments, management considers the underlying economic substance of the transaction and not only the contractual terms. The Group has assessed that it will benefit from the economic benefits of the SPEs' activities and it will affect the returns for the Group. The Group is directly exposed to the risks and returns from its involvement with the SPEs. Such rights and risks associated with the benefits and returns are indicators of control. Accordingly, the SPEs are consolidated.

Upon loss of control, the Group derecognizes the assets and liabilities of its SPEs and any surplus or deficit is recognized in profit or loss.

k. Determination of functional currency

PAS 21, *The Effects of Changes in Foreign Exchange Rates*, requires management to use its judgment to determine an entity's functional currency such that it most faithfully represents the economic effects of the underlying transactions, events and conditions that are relevant to the entity. In making this judgment, each entity in the Group considers the following:

- a. the currency that mainly influences sales prices for financial instruments and services (this will often be the currency in which sales prices for its financial instruments and services are denominated and settled);
- b. the currency in which funds from financing activities are generated; and
- c. The currency in which receipts from operating activities are usually retained.

In the case of an intermediate holding company or finance subsidiary, the principal consideration of management is whether it is an extension of the Parent Company and performing the functions of the Parent Company - i.e., whether its role is simply to hold the investment in, or provide finance to, the foreign operation on behalf of the Parent Company or whether its functions are essentially an extension of a local operation (e.g., performing selling, payroll or similar activities for that operation) or indeed it is undertaking activities on its own account. In the former case, the functional currency of the entity is the same with that of the Parent Company; while in the latter case, the functional currency of the entity would be assessed separately.

l. Significant influence over an associate with less than 20.0% ownership

In determining whether the Group has significant influence over an investee requires significant judgment. Generally, a shareholding of 20.0% to 50.0% of the voting rights of an investee is presumed to give the Group a significant influence.

There are instances that an investor exercises significant influence even if its ownership is less than 20.0%. The Group applies significant judgment in assessing whether it holds significant influence over an investee and considers the following: (a) representation on the BOD or equivalent governing body of the investee; (b) participation in policy-making processes, including participation in decisions about dividends or other distributions; (c) material transactions between the investor and the investee; (d) interchange of managerial personnel; or (e) provision of essential technical information.

m. Determination of jet fuel/sing kero price risk components

The Group has historically entered into fuel derivatives to provide extensive protection against the unexpected jet fuel prices movement due to various economic and political events happening across the world. Beginning September 1, 2019, the Group commenced the application of hedge accounting under PFRS 9 on fuel derivatives maturing in 2020 and beyond and has classified these as cash flow hedges. Along with the jet fuel price risk hedging, the Group also adopted risk component hedging strategy given the lack of liquidity in the jet fuel derivatives with long-term maturities across financial markets. Risk components of the jet fuel price are identified as the Brent crude oil and cracks. These components are determined to be separately identifiable and changes in the fair value of the jet fuel attributable to changes in the Brent crude oil price can be measured reliably.

The existence of a separate market structure for the Brent crude oil and the crack which represents the refining component corroborates with the management's assertion that these two risk components are separately identifiable and corresponding prices can be reliably measured among others.

n. Disposal group held of sale and discontinued operations

As of June 30, 2024 and December 31, 2023, the Group classifies its Banking Segment as a disposal group held for sale as it meets the following conditions at the reporting date:

- The entity is available for immediate sale and can be sold in its current condition;
- Sale is highly probable (a buyer has already been identified and the merger plan has been initiated); and

- The entity is to be genuinely sold, not abandoned.

The Group determined that the sale of its Banking Segment and Oceania business, along with the cessation and abandonment of several China entities' business activities and operations, qualified for presentation as discontinued operations since it represented 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 27).

Estimates

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

a. Impairment of goodwill and intangible assets

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 long-term 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 the most sensitive to changes in revenue growth rates and discount rates.

In the case of goodwill and intangible assets with indefinite lives, at a minimum, such assets are subject to an annual impairment test and more frequently whenever there is an indication that such asset may be impaired. This requires an estimation of the value-in-use of the cash-generating units to which the goodwill is allocated. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and to choose a suitable discount rate in order to calculate the present value of those cash flows.

b. Expected credit losses on receivables

For loans and receivables from the banking business, the Group reviews its financial assets and commitments at each reporting date to determine the amount of expected credit losses to be recognized in the balance sheet and any changes thereto in the statement of income. In particular, judgments and estimates by management are required in determining the following:

- whether a financial asset has had a significant increase in credit risk since initial recognition; whether default has taken place and what comprises a default;
- macro-economic factors that are relevant in measuring a financial asset's probability of default as well as the Group's forecast of these macro-economic factors;
- probability weights applied over a range of possible outcomes;
- sufficiency and appropriateness of data used and relationships assumed in building the components of the Group's expected credit loss models;
- measuring the exposure at default for unused commitments on which an expected credit loss should be recognized and the applicable loss rate

For installment contract receivables from the real estate business, the Group uses vintage analysis approach to calculate ECLs for installment contract receivables. The vintage analysis accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period.

For other trade receivables, provision matrix was used to calculate ECLs. The provision rates are based on historical default rates days past due for groupings of various segments that have similar loss patterns. The provision matrix is initially based on the Group's historical observed default rates. The Group then calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed default rates, forecast economic conditions (i.e., gross domestic product and inflation rate) and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of the customer's actual default in the future.

c. 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. For lease contracts with indefinite term the Group estimates the length of the contract to be equal to the economic useful life of noncurrent assets located in the leased property and physically connected with it or determines the length of the contract to be equal to the average or typical market contract term of particular type of lease. The same economic useful life is applied to determine the depreciation rate of ROU assets.

Discount rate. The Group 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 the rate of interest rate swap 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.

d. 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. Cost information and current prices of comparable equipment are also utilized to determine the fair value of equipment.

e. Revenue and cost recognition from the real estate business

The Group's revenue recognition policies require management to make use of estimates and assumptions that may affect the reported amounts of revenue and costs. The Group's revenue and cost from real estate where performance obligation is satisfied over time and recognized based on the percentage of completion is measured principally on the basis of the estimated completion by reference to the actual costs incurred to date over the estimated total costs of the project. For the six months ended June 30, 2024 and 2023, the real estate sales recognized over time amounted to ₱3.3 billion and ₱4.5 billion, respectively, while the related cost of real estate sales amounted to ₱1.4 billion and ₱2.1 billion, respectively.

f. Determination of NRV of inventories

The Group, in determining the NRV, considers any adjustment necessary for obsolescence which is generally providing a 100.0% write down for nonmoving items for more than one year. The Group adjusts the cost of inventory to the recoverable value at a level considered adequate to reflect any market decline in the value of the recorded inventories. The Group reviews the classification of the inventories and generally provides adjustments for recoverable values of new, actively sold and slow-moving inventories by reference to prevailing values of the same inventories in the market.

The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. An increase in inventory obsolescence and market decline would increase recorded operating expenses and decrease current assets.

Inventory obsolescence and market decline included under 'Impairment losses and others' in profit or loss in the consolidated statements of comprehensive income.

The carrying value of the Group's inventories, net of inventory obsolescence and market decline, is disclosed in Note 12 to the consolidated financial statements.

g. Estimation of ARO

The Group is contractually required under certain lease contracts to restore certain leased passenger aircraft to stipulated return condition or to bear a proportionate cost of restoration at the end of the contract period. The contractual obligation includes regular aircraft maintenance, overhaul and restoration of the leased aircraft to its original condition. Since the first operating lease entered by the Group in 2001, these costs are accrued based on an internal estimate which includes certain overhaul, restoration, and redelivery costs at the end of the operating aircraft lease. Regular aircraft maintenance is accounted for as expense when incurred, while overhaul and restoration are accounted on an accrual basis.

Assumptions and estimates used to compute ARO are reviewed and updated annually by the Group. As of June 30, 2024 and December 31, 2023, the cost of restoration is computed based on the Group's assessment on expected future aircraft utilization.

The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. The recognition of ARO would increase other noncurrent liabilities and repairs and maintenance expense.

The carrying values of the Group's ARO (included under 'Other noncurrent liabilities' in the consolidated statements of financial position) is disclosed in Note 19 to the consolidated financial statements.

h. Estimation of HMV

The Group is contractually required under various lease contracts to undertake the maintenance and overhaul of certain leased aircraft throughout the contract period. Major maintenance events are required to be performed on a regular basis based on historical or industry experience and manufacturer's advise. Estimated costs of major maintenance events are accrued and charged to profit or loss over the estimated period between overhauls as the leased aircraft is utilized.

The carrying values of the Group's HMV (included under 'Other noncurrent liabilities' in the consolidated statements of financial position) is disclosed in Note 19 to the consolidated financial statements.

i. Estimation of useful lives of property, plant and equipment, investment properties, intangible assets with finite life and biological assets at cost

The Group estimates the useful lives of its depreciable property, plant and equipment, investment properties, intangible assets with finite life and biological assets at cost based on the period over which the assets are expected to be available for use. The EUL of the said depreciable assets are reviewed at least annually and are updated, if expectations differ from previous estimates due to physical wear and tear and technical or commercial obsolescence on the use of these assets. It is possible that future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the EUL of the depreciable property, plant and equipment, investment properties and intangible assets would increase depreciation and amortization expense and decrease noncurrent assets.

In 2022, the Group's review indicated that the EUL of certain buildings, machinery and equipment should be extended from 40 to 50 years based on the Group's reassessment of the expected period over which the Group will benefit from the use of these assets.

j. 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. 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.

k. Assessment of impairment of nonfinancial assets excluding goodwill and intangible assets

The Group assesses impairment on its nonfinancial assets (i.e., property, plant and equipment, investment properties, investments in associates and joint ventures, biological assets carried at cost and goodwill and other intangible assets) 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; 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 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.

l. Recognition of deferred tax assets

The Group reviews the carrying amounts of its deferred tax assets 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 assurance that the Group will generate sufficient taxable income to allow all or part of deferred tax assets to be utilized.

The Group has certain subsidiaries which enjoy the benefits of an income tax holiday (ITH). As such, no deferred tax assets were set up on certain gross deductible temporary differences that are expected to reverse or expire within the ITH period.

4. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise cash and cash equivalents, financial assets at FVPL, financial assets at FVOCI, financial liabilities at FVPL and interest-bearing loans and 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 receivables and payables which arise directly from its operations. Also, the Parent Company and certain subsidiaries are counterparties to derivative contracts, such as interest rate swaps, currency forwards and currency swaps. These derivatives are entered into as a means of reducing or managing their respective foreign exchange and interest rate exposures.

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

Risk Management Structure

The BOD of the Parent Company and the respective BOD 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 risks and risk management performance, and identification of areas and opportunities for improvement in the risk management process.

The BOD has reconstituted its Audit Committee to integrate Audit, Related Party Transactions (RPT) and Risk Oversight Committee to spearhead the managing and monitoring of risks.

Audit, RPT and Risk Oversight Committee (AURROC)

The AURROC shall assist the Group's BOD in its fiduciary responsibility by providing oversight over the Group's financial reporting, Internal Control System, Internal and External Audit processes, and compliance with applicable laws and regulations. Furthermore, it is also the Committee's purpose to oversee the establishment of Enterprise Risk Management (ERM) framework that will effectively identify, monitor, assess and manage key business risks.

The Committee has the following functions:

- a. monitor and evaluate the adequacy and effectiveness of the Parent Company's internal control system, integrity of financial reporting, and security of physical and information assets;
- b. discuss with the External Auditor the nature, scope and expenses of the audit, and ensure the proper coordination and coverage of work;
- c. review the reports submitted by the Internal and External Auditors and review and monitor Management's responsiveness to findings and recommendations;
- d. review and approve the interim and Annual Financial Statements;
- e. review and approve the Parent Company's transactions with related parties within the set materiality threshold;
- f. evaluate the ERM Plan to ensure its continued relevance, comprehensiveness and effectiveness, as well as look for emerging risks;
- g. review the Parent Company's risk appetite levels and risk tolerance limits based on changes and developments in the business, the regulatory framework, the external economic and business environment;
- h. provide oversight over Management's activities in managing credit, market, liquidity, operational, legal and other risk exposures of the Parent Company ; and
- i. report to the BOD on a regular basis, or as deemed necessary, the Parent Company's risk, material risk exposures, the actions taken to reduce the risks.

Enterprise Risk Management

The role of ERM is to oversee that a sound ERM framework is in place to 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. A Chief Risk Officer or its equivalent position, is appointed by the BOD to oversee the entire ERM process and spearhead the development, implementation, maintenance and continuous improvement of ERM processes and documentation. The ERM Head reports functionally to the Committee and administratively to the CEO.

Enterprise Resource Management Framework

The ERM framework revolves around the following activities:

1. **Risk Identification.** It 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 which 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 which can 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, and Compliance Risk. For each risk category, a risk assessment scale is developed to provide objective definitions on what is considered insignificant, minor, moderate, major, or extreme impact to the business. 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, vulnerability, and contribution to the risk. Risk impact velocity and mitigation timeframe are also considered in prioritizing the organization's actions and urgency of response to risks.
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 Committee twice a year.

Risk Management Policies

The main risks arising from the use of financial instruments are credit risk, liquidity risk and market risk, such as foreign currency risk, commodity price 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 transacts only with recognized, 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. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

The Group continuously delivers credit notifications and implements various credit actions based on assessed risks to reduce credit exposure. Regular monitoring of receivable balances from trade customers ensures that appropriate credit treatments are applied to overdue accounts. Similarly, other receivable balances are also closely monitored and managed through appropriate actions to mitigate credit risk.

With respect to credit risk arising from other financial assets of the Group, which comprise cash and cash equivalents, financial assets at FVPL, financial assets at FVOCI, investment securities at amortized cost and certain derivative investments, 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.

The Group has a counterparty credit risk management policy which allocates investment limits based on counterparty credit ratings and credit risk profile.

a. Credit risk exposure

Real estate receivables are secured by the real estates sold to the buyers as the ownership shall only be transferred upon full payment of the receivables.

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.

The Group's policies and procedures include specific guidelines to focus on maintaining a diversified portfolio. In order to avoid excessive concentrations of risks, identified concentrations of credit risks are controlled and managed accordingly.

c. Credit quality per class of financial assets

Classification of Financial Assets by Class used by the Group

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 10 banks in the Philippines in terms of resources and profitability.

Other high grade accounts are considered to be of high value since the counterparties have a 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.

d. *Aging analysis of receivables by class*

The aging analysis of the Group's receivables as of June 30, 2024 follow:

	Neither Past Due Nor Impaired	Past Due But Not Impaired				Past Due and Impaired	Total
		Less than 30 Days	30 to 60 Days	61 to 90 Days	Over 90 Days		
Trade receivables	P32,544,778	P5,423,563	P1,553,062	P865,260	P2,046,839	P592,543	P43,026,045
Due from related parties	4,059,695	–	–	–	–	–	4,059,695
Interest receivable	443,829	–	–	–	–	–	443,829
Others	2,632,399	–	–	–	–	205,932	2,838,331
	P39,680,701	P5,423,563	P1,553,062	P865,260	P2,046,839	P798,475	P50,367,900

Liquidity risk

Liquidity risk refers to the possibility of being unable to meet financial obligations promptly. These obligations include repaying liabilities or making payments for asset purchases as they become due. The Group's liquidity management strategy involves maintaining sufficient funding capacity to cover capital expenditures, service maturing debts, and accommodate fluctuations in asset and liability levels. These fluctuations may arise due to changes in the Group's business operations or unforeseen events influenced by customer behavior or capital market conditions.

To ensure liquidity, the Group holds a level of cash and cash equivalents deemed adequate for financing its ongoing operations. As part of its liquidity risk management, the Group regularly assesses projected and actual cash flows. Additionally, it continuously monitors financial market conditions to identify opportunities for fund-raising activities. These activities may involve obtaining bank loans or issuing capital in both onshore and offshore markets.

Market risk

Market risk is the risk of loss to future earnings, to fair value or future cash flows of a financial instrument as a result of changes in its price, in turn caused by changes in interest rates, foreign currency exchange rates, equity prices and other market factors.

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 makes use of derivative financial instruments, such as currency swaps, to hedge foreign currency exposure.

Equity price risk

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

Interest rate risk

The Group's exposure to market risk for changes in interest rates relates primarily to the Parent Company's and its 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 Group makes use of derivative financial instruments, such as interest rate swaps, to hedge the variability in cash flows arising from fluctuation in benchmark interest rates.

Price interest rate risk

The Group is exposed to the risks of changes in the value/future cash flows of its financial instruments due to its market risk exposures. The Group's exposure to interest rate risk relates primarily to the Group's financial assets at FVPL and financial assets at FVOCI investments.

Commodity price risk

The Group enters into commodity derivatives to hedge its exposure to jet fuel price risks arising from its forecasted fuel purchases. Commodity hedging allows stability in prices, thus, offsetting the risk of volatile market fluctuations. Depending on the economic hedge cover, the price changes on the commodity derivative positions are offset by higher or lower purchase costs on fuel. A change in price by US\$10.00 per barrel of jet fuel affects the Group's fuel costs in pre-tax income by ₱1.4 billion and ₱1.2 billion for six months ended June 30, 2024 and 2023, respectively, in each of the covered periods, assuming no change in volume of fuel is consumed.

Derivative financial instruments which are part of hedging relationships do not expose the Group to market risk since changes in the fair value of the derivatives are offset by the changes in the fair value of the hedged items.

These hedging activities are in accordance with the risk management strategy and objectives outlined in the TRM policies and guidelines which have been approved by the Executive Committee on September 1, 2019.

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 for installment contract receivables), accounts payable and accrued expenses and short-term debt

Carrying amounts approximate their fair values due to the relatively short-term maturities of these instruments.

Installment contract receivables

Fair values of installment contract receivables are based on the discounted value of future cash flows using the applicable rates for similar types of receivables.

Debt securities

Fair values of debt securities are generally based on quoted market prices. If the fair value of financial assets cannot be derived from active markets, these are determined using internal valuation techniques using generally accepted market valuation models using inputs from observable markets subject to a degree of judgment.

Quoted equity securities

Fair values are based on quoted prices published in markets.

Unquoted equity securities

Investment in unquoted equity security classified as FVOCI include interest in unlisted preference shares of stock of a fintech company.

Due from and due to related parties

Carrying amounts of due from and due to related parties which are collectible/payable on demand approximate their fair values. Due from related parties are unsecured and have no foreseeable terms of repayments.

Noninterest-bearing refundable security deposits

The fair values are determined as the present value of estimated future cash flows using prevailing market rates.

Investment in convertible note

The fair value of the convertible notes are determined using HP binomial pricing model and EV/Sales multiple of comparable companies' market data.

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.

Derivative financial instruments

The fair values of the interest rate derivatives are determined based on the quotes obtained from counterparties. The fair value of the embedded derivative component for the equity conversion and redemption options of the convertible bonds payable was determined using the Jarrow-Rudd model (Note 18).

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, including independent external appraisers, in 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.

Deposits from Lessees

The fair value of customers' deposits is based on the discounted value of future cash flows using the applicable rates for similar types of loans and receivables as of reporting date.

Bonds payable

The fair value of bonds payable is based on the discounted value of future cash flows (interests and principal).

Long-term debt

The fair value of long-term debt is based on the discounted value of future cash flows (interests and principal) using the applicable rates for similar types of loans.

Fair Value Hierarchy Assets and Liabilities

Assets and liabilities carried at fair value are those whose fair values are required to be disclosed.

- (a) Level 1: quoted (unadjusted) prices in an active market for identical assets or liabilities;
- (b) Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly; and
- (c) Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

6. Segment Information

Operating Segments

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.

The industry segments where the Group operates are as follows:

- Foods, agro-industrial and commodities businesses - manufacturing and distribution of a diverse mix of salty snacks, chocolates, candies, biscuits, bakery products, beverages, instant noodles and pasta; hog and poultry farming, manufacturing and distribution of animal feeds, glucose and soya products, and production and distribution of animal health products; and sugar milling and refining and flour milling.
- Air transportation - air transport services, both domestic and international, for passengers and cargos; and line and light maintenance services.
- Real estate and hotels - ownership, development, leasing and management of shopping malls and retail developments; ownership and operation of prime hotels in major Philippine cities; development, sale and leasing of office condominium space in office buildings and mixed-use developments including high rise residential condominiums; and development of land into residential subdivisions and sale of subdivision lots and residential houses and the provision of customer financing for sales.
- Petrochemicals - manufacturer of polyethylene (PE), polypropylene (PP), polymer grade ethylene, polymer grade propylene, partially hydrogenated pyrolysis gasoline, pyrolysis fuel oil, aromatics, butadiene and liquefied petroleum gas (LPG).
- Banking - commercial banking operations, including deposit-taking, lending, foreign exchange dealing and fund transfers or remittance servicing. The results of the banking segment is presented as discontinued operations in the segment information.
- Other supplementary businesses - insurance brokering, data analytics, securities investment and business process outsourcing. This also includes dividend income from PLDT and equity in net earnings of Meralco.

No operating segments have been aggregated to form the above reportable operating business segments.

The Group does not have a single external major customer (which represents 10.0% of Group's revenues).

Management monitors the operating results of each segment. 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 the consolidated operating income (loss) except that intersegment revenues are eliminated only at the consolidation level. Group financing (including finance cost and other charges), finance income, market valuation gains(losses) on financial assets at FVPL and derivatives, foreign exchange gains (losses), other operating income, general and administrative expenses, impairment losses and others and income taxes are managed on a group basis and are not allocated to operating segments. Transfer pricing between operating segments are on arm's length basis in a manner similar to transactions with third parties.

The Executive Committee (Excom) is actively involved in planning, approving, reviewing, and assessing the performance of each of the Group's segments. The Excom oversees Group's decision making process. The Excom's functions are supported by the heads of each of the operating segments, which provide essential input and advice in the decision-making process. The Excom is the Group's chief operating decision-maker.

The following tables present the financial information of each of the operating segments in accordance with PFRS except for 'Core earnings', EBIT' and EBITDA' as of and for the three months ended June 30, 2024 and 2023. Core earnings pertain to income before income tax excluding market valuation gains (losses) on financial assets at FVPL, market valuation gains (losses) on derivative financial instruments and foreign exchange gains (losses).

The Group's operating segment information follows:

	June 30, 2024						
	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	TOTAL OPERATIONS
Revenue							
Sale of goods and services:							
External customers	P80,747,716	P51,439,323	P19,958,776	P25,524,116	P550,558	P-	P178,220,489
Intersegment revenue	-	-	79,144	-	-	(79,144)	-
	80,747,716	51,439,323	20,037,920	25,524,116	550,558	(79,144)	178,220,489
Dividend income	32,303	-	-	-	1,572,167	-	1,604,470
Equity in net earnings of associates and joint ventures (Note 14)	(61,701)	32,510	2,627,037	-	5,363,221	55,614	8,016,681
Total revenue	80,718,318	51,471,833	22,664,957	25,524,116	7,485,946	(23,530)	187,841,640
Cost of sales and services	57,718,370	32,737,769	9,349,102	29,125,465	101,320	(183,935)	128,848,091
Gross income (loss)	P22,999,948	P18,734,064	P13,315,855	(P3,601,349)	P7,384,626	P160,405	58,993,549
General and administrative expenses							31,064,602
Impairment losses and others							150,358
Operating income							27,778,589
Financing cost and other charges							(9,259,038)
Finance income							945,359
Other operating income							8,877,270
Core earnings							28,342,180
Market valuation losses on financial assets							(2,018,889)
Foreign exchange losses							(243,552)
Income before income tax							26,079,739
Provision for income tax							3,143,442
Net income from Continuing Operations							22,936,297
Net loss from Discontinued Operations (Note 27)							(579,741)
Net income							P22,356,556
Net Income Attributable To							
Equity holders of the Parent Company							
Income (loss) from Continuing Operations	P4,026,354	P2,343,659	P5,602,958	(P7,408,572)	P10,549,856	P36,024	P15,150,279
Loss from Discontinued Operations	-	-	-	-	-	-	(325,778)
	P4,026,354	P2,343,659	P5,602,958	(P7,408,572)	P10,549,856	P36,024	P14,824,501
EBIT	P9,411,806	P5,485,569	P9,442,183	(P4,806,225)	P8,578,173	(P332,917)	P27,778,589
Depreciation, amortization and impairment	3,150,331	7,814,939	2,773,538	2,295,909	94,764	(35,230)	16,094,251
EBITDA	P12,562,137	P13,300,508	P12,215,721	(P2,510,316)	P8,672,937	(P368,147)	P43,872,840

	June 30, 2023						
	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	TOTAL OPERATIONS
Revenue							
Sale of goods and services:							
External customers	P78,319,638	P43,551,353	P18,418,027	P14,216,086	P436,876	P-	P154,941,980
Intersegment revenue	-	-	207,755	-	-	(207,755)	-
	78,319,638	43,551,353	18,625,782	14,216,086	436,876	(207,755)	154,941,980
Dividend income	32,303	-	-	-	1,492,820	-	1,525,123
Equity in net earnings of associates and joint ventures (Note 14)	(33,281)	31,068	1,964,487	-	4,639,723	15,446	6,617,443
Total revenue	78,318,660	43,582,421	20,590,269	14,216,086	6,569,419	(192,309)	163,084,546
Cost of sales and services	57,526,594	28,983,950	9,107,141	17,553,865	138,838	(91,717)	113,218,671
Gross income (loss)	P20,792,066	P14,598,471	P11,483,128	(P3,337,779)	P6,430,581	(P100,592)	49,865,875
General and administrative expenses							26,636,632
Impairment losses and others							238,881
Operating income							22,990,362
Financing cost and other charges							(7,298,964)
Finance income							967,380
Other operating income							72,892
Core earnings							16,731,670
Market valuation losses on financial assets							766,099
Foreign exchange gains							1,424,979
Income before income tax							18,922,748
Provision for income tax							1,885,411
Net income from Continuing Operations							17,037,337
Net income from Discontinued Operations (Note 27)							746,217
Net income							P17,783,554
Net Income Attributable To							
Equity holders of the Parent Company							
Income (loss) from Continuing Operations	P3,732,375	P2,523,546	P5,025,442	(P6,035,712)	P4,741,146	(P58,732)	P9,928,065
Income from Discontinued Operations	-	-	-	-	-	-	448,311
	P3,732,375	P2,523,546	P5,025,442	(P6,035,712)	P4,741,146	(P58,732)	P10,376,376
EBIT	P8,585,839	P3,761,088	P8,248,409	(P4,179,357)	P7,041,753	(P467,370)	P22,990,362
Depreciation, amortization and impairment	3,155,627	5,827,672	2,616,417	2,051,191	166,976	57,284	13,875,167
EBITDA	P11,741,466	P9,588,760	P10,864,826	(P2,128,166)	P7,208,729	(P410,086)	P36,865,529

June 30, 2024							
	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	TOTAL OPERATIONS
Other information							
Non-cash expenses other than depreciation and amortization:							
Impairment losses on:							
Receivables	P-	P3,567	P-	P-	P-	P-	P3,567
Inventories	93,031	-	-	-	-	-	93,031
Property, plant and equipment	53,761	-	-	-	-	-	53,761
	P146,792	P3,567	P-	P-	P-	P-	P150,359

June 30, 2023							
	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	TOTAL OPERATIONS
Other information							
Non-cash expenses other than depreciation and amortization:							
Impairment losses on:							
Receivables	P-	P33,393	P-	P-	P-	P-	P33,393
Property, plant and equipment	205,487	-	-	-	-	-	205,487
	P205,487	P33,393	P-	P-	P-	P-	P238,880

Other information on the Group's operating segments follow:

June 30, 2024

	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	Consolidated
Segment assets	₱182,731,392	₱203,788,718	₱248,547,039	₱146,724,131	₱334,225,043	(₱112,931,603)	₱1,003,084,720
Segment liabilities	₱62,218,366	₱206,348,932	₱94,660,300	₱114,099,328	₱76,534,093	(₱19,354,384)	₱534,506,635
Capital expenditures	₱3,382,719	₱18,798,529	₱5,544,405	₱2,442,589	₱50,442	₱-	₱30,218,684

June 30, 2023

	Foods, Agro-Industrial and Commodities	Air Transportation	Real Estate and Hotels	Petrochemicals	Other Supplementary Businesses	Adjustments and Eliminations	Consolidated
Segment assets	₱177,593,059	₱164,193,182	₱241,145,882	₱143,008,932	₱302,240,377	(₱117,000,579)	₱911,180,853
Segment liabilities	₱59,375,875	₱174,329,439	₱105,047,077	₱107,015,754	₱82,166,498	(₱31,608,987)	₱496,325,656
Capital expenditures	₱5,454,364	₱ 8,073,003	₱6,280,991	₱3,278,200	₱211,995	₱-	₱23,298,553

*Excludes Assets held for sale and Liabilities directly associated with assets held for sale and Capital expenditures for the banking business of ₱71,052

Intersegment Revenues

Intersegment revenues are eliminated at the consolidation level.

Segment Results

Segment results pertain to the net income (loss) of each of the operating segments. The chief decision maker also uses the 'Core earnings', 'EBIT' and 'EBITDA' in measuring the performance of each of the Group's operating segments. The Group defines each of the operating segment's 'Core earnings' as the total of the 'Operating income', 'Finance income' and 'Other operating income' deducted by the 'Financing cost and other charges'. EBIT is equivalent to the Group's operating income while EBITDA is computed by adding back to the EBIT the depreciation and amortization expenses including impairment of property, plant and equipment during the period.

Depreciation and amortization

The amount of reported depreciation and amortization includes depreciation of property, plant and equipment, investment properties, ROU assets and amortization of intangible assets and biological assets.

Segment Assets

Segment assets are resources owned by each of the operating segments with the exclusion of intersegment balances, which are eliminated.

Segment Liabilities

Segment liabilities are obligations incurred by each of the operating segments excluding intersegment balances which are eliminated. The Group also reports, separately, to the chief operating decision maker the breakdown of the short-term and long-term debt of each of the operating segments.

Capital Expenditures

The components of capital expenditures reported to the chief operating decision maker are the acquisitions of investment properties and property, plant and equipment during the period, including those acquired through business combination.

7. Cash and Cash Equivalents

This account consists of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Cash on hand	₱145,137	₱161,201
Cash in banks	17,876,445	22,041,775
Cash equivalents	26,772,827	15,741,201
	₱44,794,409	₱37,944,177

Cash in banks earns interest at the respective bank deposit rates. Cash equivalents represent money market placements made for varying periods depending on the immediate cash requirements of the Group, and earn annual interest ranging from 0.01% to 5.63% and from 0.10% to 7.30% for foreign currency-denominated money market placements as at June 30, 2024 and December 31, 2023, respectively. Peso-denominated money market placements, on the other hand, earn interest ranging from 2.00% to 5.74% and from 2.00% to 6.00% as at June 30, 2024 and December 31, 2023, respectively.

Interest earned on cash and cash equivalents amounted to ₱684 million and ₱701 million for the six months ended June 30, 2024 and 2023, respectively.

8. Derivative Financial Instruments

As of June 30, 2024, the derivative assets designated as accounting hedges amounting to ₱4.2 million. As of December 31, 2023, the derivative liabilities designated as accounting hedges amounting to ₱1.3 million. These consist of fuel derivatives.

Conversion Option Arising from Convertible Bonds

On May 10, 2021, CAI issued at face value US\$250.0 million convertible bonds (CB) to the International Finance Corporation (IFC), IFC Emerging Asia Fund LP and Indigo Philippines LLC (collectively known as “the CB Holders”) due on May 10, 2027 (Note 18). The bonds bear an interest rate of 4.5% payable semi-annually in arrears on May 10 and November 10 of each year.

The CB contains conversion and redemption options which were identified as embedded derivatives and were separated and accounted for separately on issuance date of the CBs (see Note 18).

As of June 30, 2024 and December 31, 2023, the fair value of embedded derivatives, which is shown under ‘Other current liabilities’ in the consolidated statements of financial position amounted to nil (Note 17). For the six months ended June 30, 2024 and 2023, net market valuation gains recognized by CAI in the consolidated statement of comprehensive income amounted to nil and ₱459 million, respectively.

Derivatives designated as accounting hedges

As part of its asset and liability management, the Group uses derivatives, particularly interest rate swaps, as cash flow hedges in order to reduce its exposure to market risks that is achieved by hedging portfolios of floating rate financial instruments.

The accounting treatment explained in Note 2 to the consolidated financial statements, *Hedge Accounting*, varies according to the nature of the hedged item and compliance with the hedge criteria. Hedges entered into by the Group which provide economic hedges but do not meet the hedge accounting criteria are included under derivatives not designated as accounting hedges.

- Interest rate derivatives

CAI enters into interest rate derivative contracts to manage exposure to the volatility of interest rates on the lease rates of the expected aircraft deliveries. These derivatives have various maturity dates within 2022 where hedge accounting under PFRS 9 were also applied.

For the six months ended June 30, 2024 and 2023, CAI has recycled the effective portion of its cash flow hedge reserves to ‘Financing costs and other charges’ in the consolidated statement of comprehensive income amounting to ₱45 million and ₱55 million, respectively.

- Fuel Derivatives

CAI enters into zero cost collars and commodity swaps derivative contracts to manage its exposure to fuel price fluctuations. The notional quantity is the amount of the derivatives’ underlying asset or liability, reference rate or index and is the basis upon which changes in the value of derivatives are measured. These swaps and collars can be exercised at various calculation dates with specified quantities on each calculation date. These instruments have various maturity dates through 2024.

For the three months ended June 30, 2024 and 2023, CAI has recycled the effective portion of its cash flow hedge reserves to ‘Cost of Sales and Services’ in the consolidated statement of comprehensive income amounting to nil and ₱163 million, respectively.

Fair Value Changes in Derivatives

Fair value changes in derivatives designated as accounting hedges

The net movements in fair value of the Group’s derivative financial instruments designated as accounting hedges follow:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Beginning balance	(₱1,292)	₱60,911
Net changes shown in OCI:		
Net changes in fair value of derivatives taken to OCI	5,455	(189,121)
Fair value of settled instruments	–	126,918
	₱4,163	(₱1,292)

Net changes in fair value of derivatives taken to other comprehensive income are recorded under ‘Net gains (losses) from cash flow hedges’ in the consolidated statement of comprehensive income.

Refer to Note 18 for the changes in fair value of conversion option arising from convertible bonds.

9. Financial Assets at Fair Value through Profit or Loss

This account consists of the following:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Equity securities:		
Quoted	₱3,274,243	₱2,808,083
Unquoted	372,665	310,361
Debt securities - unquoted	2,019,246	4,140,104
Derivatives (Note 8)	4,163	–
	₱5,670,317	₱7,258,548

10. Financial Assets at Fair Value through Other Comprehensive Income

This account consists of investments in:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Debt securities:		
Private	₱7,228,925	₱7,803,343
Government	559,050	600,089
	7,787,975	8,403,432
Equity securities:		
Quoted	58,014,320	31,675,970
Unquoted	3,517,515	2,537,499
	61,531,835	34,213,469
	₱69,319,810	₱42,616,901

Quoted equity securities pertain to investment in PLDT and BPI common shares and various golf club shares. The Group has irrevocably elected to classify these investments under this category as it intends to hold these investments for the foreseeable future.

Breakdown of financial assets at FVOCI as shown in the consolidated statements of financial position follows:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Current portion	₱7,787,975	₱8,403,432
Noncurrent portion	61,531,835	34,213,469
	₱69,319,810	₱42,616,901

The Group has classified its 24.3 million PLDT shares representing 11.27% ownership interest as financial assets at FVOCI, which have carrying values of ₱35.0 billion and ₱31.1 billion as of June 30, 2024 and December 31, 2023, respectively.

In January 2024, the Group received 188.4 million BPI shares, valued at ₱19.6 billion, representing 3.58% ownership interest, as a result of the merger of RBC with Bank of Philippine Islands (BPI) (Note 27). The shares are recorded as financial assets at FVOCI. The Group's investment in BPI has a carrying value of ₱22.4 billion as of June 30, 2024.

11. Receivables

This account consists of:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Trade receivables	₱43,026,046	₱45,335,250
Due from related parties	4,059,695	3,914,716
Interest receivable	443,829	360,004
Other receivables	3,203,136	3,600,043
	50,732,706	53,210,013
Less allowance for impairment losses	789,474	794,594
	₱49,943,232	₱52,415,419

Total receivables shown in the consolidated statements of financial position follow:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Current portion	₱42,061,606	₱45,061,656
Noncurrent portion	7,872,626	7,353,763
	₱49,934,232	₱52,415,419

Noncurrent receivables consist of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Trade receivables	₱6,606,903	₱6,181,149
Due from related parties	1,265,723	1,172,614
	₱7,872,626	₱7,353,763

Trade Receivables

Included in trade receivables are installment contract receivables of the real estate segment of the Group. These are collectible in monthly installments over a period of between one (1) year to ten (10) years. The title of the real estate property, which is the subject of the installment contract receivable due beyond 12 months, passes to the buyer once the receivable is fully paid. Revenue from real estate and hotels includes interest income earned from installment contract receivables.

Other trade receivables are noninterest-bearing and generally have 30- to 90-day terms.

Others

Other receivables include claims receivables, advances to employees and other non-trade receivables. As of June 30, 2024 and 2023, claims receivables amounted to ₱774 million and ₱794 million, respectively.

12. Inventories

This account consists of inventories held as follows:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
At cost:		
Subdivision land, condominium and residential units for sale	₱38,335,850	₱35,684,565
Finished goods	17,271,811	18,052,450
Raw materials	19,641,053	19,781,160
Spare parts, packaging materials and other supplies	4,386,413	4,065,655
Work-in-process	2,409,797	2,410,463
	82,044,924	79,994,293
At NRV:		
Spare parts, packaging materials and other supplies	11,828,362	11,426,941
Finished goods	3,272,515	4,037,661
Raw materials	5,493,636	4,453,113
	20,594,513	19,917,715
	₱102,639,437	₱99,912,008

13. Other Current Assets

This account consists of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Advances to suppliers and contractors	₱11,856,111	₱9,595,348
Input value-added tax (VAT)	6,967,959	9,766,674
Prepaid expenses	4,497,318	3,328,878
Creditable withholding tax	3,443,335	3,207,446
Advances to lot owners	849,556	667,427
Biological assets	141,231	111,278
Restricted cash	77,546	1,322,412
Others	672,832	665,181
	₱28,505,888	₱28,664,644

Advances to Suppliers

Advances to suppliers include advance payments for the acquisition of raw materials, engines, spare parts, packaging materials and other supplies. This also includes prepayments for the construction of residential projects.

Input VAT

Input tax pertains to VAT from purchases of goods and services, which will be claimed as credit against output tax liabilities in a manner prescribed by pertinent revenue regulations. The Group believes that the amount of input VAT is fully realizable in the future.

Prepaid Expenses

This account consists of prepayments on rent, insurance, taxes, and office supplies.

Restricted Cash

RLC has restricted cash which includes deposits in local banks for the purchase of land. CAI also has restricted cash deposited with certain banks to secure standby letters of credit issued in favor of lessors. In 2024, the lessors have released all holdout from cash in banks and money market placements.

Advances to Lot Owners

Advances to lot owners consist of advance payments to land owners which will be applied against the acquisition cost of the real properties that will be acquired. The application is expected to be within twelve (12) months after the reporting date.

14. Investments in Associates and Joint Ventures

Details of this account follow:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Acquisition cost:		
Balance at beginning of year	₱101,348,528	₱100,048,412
Additional investments	1,606,501	1,495,642
Disposal of investment	(43,714)	–
Reclassification to Assets Held for Sale due to a merger (Note 27)	–	(195,526)
Balance at end of year	102,911,315	101,348,528
Accumulated equity in net earnings:		
Balance at beginning of year	50,290,927	41,947,181
Equity in net earnings from continuing operations	8,016,681	14,188,912
Equity in net losses from discontinued operations (Note 27)	–	(234,225)
Dividends received	(4,246,082)	(6,597,951)
Elimination of unrealized gains on downstream sales	378,037	752,785
Accumulated equity in net earnings of disposed investment	6,798	–
Reclassification to Assets Held for Sale due to a merger (Note 27)	–	234,225
Balance at end of year	54,446,361	50,290,927
Share in unrealized gain on financial assets at FVOCI of associates:		
Balance at beginning of year	46,432	7,748
Share in net changes in fair value of financial assets at FVOCI of associates	12,615	38,684
Balance at end of year	59,047	46,432
Share in remeasurements of the net defined benefit liability of associates:		
Balance at beginning of year	469,249	1,491,405
Share in net changes in remeasurements of the net defined benefit liability of associates	(11,773)	(1,022,156)
Balance at end of year	457,476	469,249
Cumulative translation adjustment	259,035	230,738
	158,133,234	152,385,874
Less allowance for impairment losses	350,011	385,367
	₱157,783,223	₱152,000,507

The composition of the carrying value of the Group's investments in associates and joint ventures and the related percentages of ownership interest are shown below:

	Effective Ownership		Carrying Value	
	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
(In Million Pesos)				
Associates				
Domestic:				
Manila Electric Company (Meralco)	26.37	26.37	₱83,403.7	₱80,921.0
Oriental Petroleum and Mining Corporation (OPMC)	19.40	19.40	703.2	762.5
G2M Solutions Philippines Pte. Ltd. (G2M)	13.07	13.07	704.9	668.5
Luzon International Premiere Airport Development Corp. (LIPAD)	33.00	33.00	371.2	378.5
GoTyme Bank Corporation	16.10	23.84	1,653.0	653.1
DHL Summit Solutions, Inc. (DSSI)	50.00	50.00	226.6	196.1
Cebu Light Industrial Park, Inc. (CLIPI)	20.00	20.00	58.3	57.8
Foreign:				
Singapore Land Group Limited (SLG)	37.05	37.05	62,477.4	62,031.6
Zyllem Pte. Ltd	13.33	13.33	—	—
Value Alliance Travel System Pte. Ltd. (VATS) (formerly Air Block Box Asia Pacific Pte. Ltd.)	8.48	8.52	—	—
			149,598.3	145,669.1
Joint Ventures				
Domestic:				
Shang Robinsons Properties, Inc. (SRPI)	32.73	32.72	4,859.3	3,367.9
RHK Land Corporation (RHK Land)	39.27	39.26	1,539.5	1,373.9
Robinsons Double Dragon Corporation (RDDC)	43.02	43.01	674.6	672.9
RLC DMCI Property Ventures, Inc. (RLC DMCI)	32.73	32.72	529.7	516.9
Philippine Academy for Aviation Training (PAAT)	39.15	39.30	373.0	300.4
Vitasoy-URC, Inc (VURCI)	28.10	27.97	134.8	22.5
IAviation Groundhandling Services Corp. (IAviation)	26.10	26.20	—	—
Danone Universal Robina Beverages, Inc. (DURBI)	28.10	27.97	—	—
Foreign -				
Calbee - URC Malaysia Sdn. Bhd (CURM)	28.10	27.97	74.0	76.9
			8,184.9	6,331.4
			₱157,783.2	₱152,000.5

Material investees

Meralco

On July 28, 2022, the BOD of the Parent Company approved the holding of an overnight block trade for the sale of its 36.0 million common shares in Meralco. On the same day, the Parent Company entered into a Secondary Block Trade Agreement with UBS AG, Singapore Branch (UBS) whereby it appointed UBS, to procure purchasers for the 36.0 million common shares of Meralco at a price of ₱344.0 per share for a total consideration of ₱12.4 billion together with all dividends, distributions and other benefits attaching to the shares. The total consideration, net of transaction costs, amounted to ₱12.2 billion and with resulting gain on sale of ₱3.1 billion recognized under 'Other Operating Income (Expenses)' in the consolidated statements of income. The sale represents 3.2% of Meralco's total outstanding shares which resulted in the change in the Parent Company's equity interest over Meralco from 29.56% to 26.37%.

OPMC

OPMC is a company incorporated in the Philippines with the purpose of exploring, developing and producing petroleum and mineral resources in the Philippines. As an exploration company, OPMC operational activities depend principally on its service contracts with the government. The Group accounts for its investment in OPMC as an associate although the Group holds less than 20.00% of the issued share capital, as the Group has the ability to exercise significant influence over the investment, due to the Group's voting power (both through its equity holding and its representation in key decision-making committees) and the nature of the commercial relationships with OPMC.

SLG

SLG, a company incorporated in Singapore, is engaged in residential property management. SLG follows the fair value model in measuring investment properties while the Group follows the cost model in measuring investment properties. The financial information of SLG below represents the adjusted amounts after reversal of the effect of revaluation and depreciation on the said assets.

Individually immaterial investees

LIPAD

On February 18, 2019, the Parent Company invested in LIPAD. The shares acquired represented 33.0% of LIPAD's total outstanding common shares. LIPAD is a corporation organized and incorporated in the Philippines to engage in the operation and maintenance of airports, whether operating as a domestic or international airport or both, including day-to-day administration, functioning, management, manning, upkeep, and repair of all facilities necessary for the use or required for the safe and proper operation of airports.

In December 2020, the Parent Company made additional investment amounting to ₱116 million equivalent to 115.5 million shares.

CLIFI

The Group accounts for its investments in CLIFI as an associate as it owns 20.0% of the issued share capital of CLIFI. In 2015, CLIFI returned JGDEV's deposit for future stock subscription amounting to ₱5 million. As of June 30, 2024 and December 31, 2023, the Group has deposit for future stock subscription in CLIFI amounting to ₱10 million. These represents 20.0% of CLIFI's proposed increase in authorized capital stock.

G2M

On September 20, 2018, the Parent Company invested in G2M's convertible note amounting to On September 16, 2020, the Parent Company entered into an assignment of agreement with JG Digital Capital Pte. Ltd (JGDCPL) to assign all its rights and obligations in the investment.

In June 2021 and December 2020, JGDCPL invested in G2M's convertible note amounting to \$0.7 million and \$1.5 million, respectively.

As of December 31, 2021, the convertible note has been converted into 231,120 preferred shares of series A2 and 34,668 preferred shares of series B, equivalent to the Group's 14.2% ownership in G2M. The Group has one representation in the BOD of G2M.

In March 2022, JGDCPL subscribed to G2M's 31,336 series C investments which resulted in a slight dilution of the Group's ownership in G2M to 13.1%.

PAAT

Investment in PAAT pertains to CAI's 60.0% investment in shares of the joint venture. However, the joint venture agreement between the CAI and CAE International Holdings Limited (CAE) states that CAI is entitled to 50.0% share on the net income/loss of PAAT. As such, the CAI recognizes equivalent 50.0% share in net income and net assets of the joint venture.

PAAT was created to address the Group's training requirements and to pursue business opportunities for training third parties in the commercial fixed wing aviation industry, including other local and international airline companies. PAAT was formally incorporated on January 27, 2012 and started commercial operations in December 2012.

1Aviation

Investment in 1Aviation refers to CAI's 40.0% investment in shares of the joint venture. The joint venture agreement indicates that the agreed ownership ratio is 40.0% for CAI and the remaining 60.0% shall be collectively owned by PAGSS and an individual. CAI recognizes 40.0% share in net income and net assets of the joint venture.

1Aviation is engaged in the business of providing groundhandling services for all types of aircraft, whether for the transport of passengers or cargo, international or domestic flights, private, commercial, government or military purposes to be performed at the Ninoy Aquino International Airport and other airports in the Philippines as may be agreed by the co-venturers.

VATS (formerly Air Black Box)

In May 2016, CAI entered into Value Alliance Agreement with other low cost carriers (LCCs), namely, Scoot Pte. Ltd, Nok Airlines Public Company Limited, CEBGO, and Vanilla Air Inc. The alliance aims to increase passenger traffic by creating interline partnerships and parties involved have agreed to create joint sales and support operations to expand services and products available to passengers. This is achieved through LCCs' investment in Air Black Box Asia Pacific Pte. Ltd.

In November 2016, CAI acquired shares of stock in ABB amounting to ₱44 million. ABB is an entity incorporated in Singapore in 2016 to manage the ABB settlement system, which facilitates the settlement of sales proceeds between the issuing and carrying airlines, and of the transaction fee due to ABB. The investment gave CAI a 15.0% shareholding proportion to ABB. CAI has assessed that it has significant influence over ABB through its representation in the BOD and participation in the policy-making process of ABB. Accordingly, the investment was classified as an investment in an associate and is accounted for at equity method.

In 2021, CAI assessed that its investment in VATS was impaired. VATS has incurred operating losses since it started its operations and is currently on a capital deficiency. The target growth turned significantly lower than actual, and expectation has also been further tempered due to the impact of the ongoing COVID-19 pandemic. On this basis and following the key requirements of PAS 36, *Impairment of Assets* wherein assets can be carried at no more than their recoverable amount, CAI has recognized impairment provisions of ₱37 million.

Subsequently, after incurring further losses and even after the resumption of operations that had previously disrupted by the global pandemic, the management of CAI decided to divest its 13% shareholding in VATS. On January 5, 2024, the investment in VATS was divested. The net carrying amount of CAI investment with VATS amounted to nil. The divestment did not have a significant impact on the consolidated financial statements.

DURBI

URC 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 “Blue” brand name, which is under exclusive license to DURBI in the Philippines.

On April 19, 2021, URC made additional subscriptions to unissued authorized capital stock of DURBI consisting of 5,000,000 common shares for a total cost of ₱105 million.

On October 23, 2023, URC made additional subscriptions to unissued authorized capital stock of DURBI consisting of 8.75 million common shares for a total cost of ₱175 million which has been fully paid in cash.

VURCI

URC entered into a joint venture agreement with Vita International Holdings Limited, a corporation duly organized in Hong Kong to form VURCI, a corporation 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.

On May 19, 2022, URC made additional subscriptions to the unissued authorized capital stock of VURC consisting of 46,100,000 common shares for a total cost of ₱461 million.

On April 28, 2023, URC made additional subscriptions to the unissued authorized capital stock of VURCI consisting of 7.5 million common shares for a total cost of ₱75 million which has been fully paid in cash.

On March 18, 2024, the Philippine Securities and Exchange Commission (SEC) approved the Parent Company’s additional subscription to the capital stock of VURCI consisting of 17.0 million common shares for a total cost of ₱170 million, which has been fully paid in cash.

CURM

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. Total consideration amounted to MYR2.7 million (₱34 million).

SRPI

On November 13, 2017, the Parent Company’s BOD approved the agreement with Shang Properties, Inc. (SPI) to form a joint venture corporation (JVC).

On May 23, 2018, SRPI, the JVC, was incorporated. Both RLC and SPI each own 50% of the outstanding shares in the JVC. The office address of the JVC is at Lower Ground Floor, Cyber Sigma Building, Lawton Avenue, Fort Bonifacio Taguig.

RLC and SPI, through SRPI, shall build and develop a property situated at McKinley Parkway corner 5th Avenue and 21st Drive at Bonifacio Global City, Taguig, Metro Manila. The project is intended to be a mixed-use development and may include residential condominium units, serviced apartments and commercial retail outlets. SRPI also plans to pursue other development projects.

RHK Land

On February 5, 2018, RLC’s BOD approved the agreement with Hong Kong Land Group (HKLG) represented by Hong Kong Land International Holdings, Ltd. and its subsidiary Ideal Realm Limited to form a joint venture corporation (JVC).

On June 14, 2018, RHK Land Corporation, the JVC, was incorporated. RLC and HKLG owns 60.0% and 40.0%, respectively, of the outstanding shares in the JVC. The principal office of the JVC is at 12F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Ortigas Center, Pasig City.

RLC and HKLG, through RHK Land, shall engage in the acquisition, development, sale and leasing of real property. The JVC shall initially undertake the purchase of a property situated in Block 4 of Bridgetowne East, Pasig City, develop the property into a residential enclave and likewise carry out the marketing and sales of the residential units. RHK Land also plans to pursue other development projects.

On October 2018, RLC entered into a Shareholder Loan Agreement with RHK Land to make available a loan facility of ₱1.4 billion which RHK Land may draw from time to time subject to the terms and conditions set out in the agreement.

RDDC

On December 26, 2019, RDDC was incorporated as the joint venture company (JVC) between RLC and DoubleDragon Corporation. The primary purpose is to engage in realty development.

RLC DMCI

In October 2018, RLC entered into a Joint Venture Agreement with DMCI Project Developers, Inc. (DMCI PDI) to develop, construct, manage, and sell a residential condominium situated in Las Piñas City. Both parties agreed to incorporate a joint venture corporation where each party will hold a 50.0% ownership.

On March 18, 2019, RLC DMCI was incorporated as the joint venture company (JVC) between RLC and DMCI PDI. The proposed project is intended to be a multi-tower residential condominium and may include commercial spaces.

The investments in JVCs are accounted as joint venture using equity method of accounting because the contractual arrangement between the parties establishes joint control.

DHL Summit Solutions, Inc. (DSSI)

On December 18, 2019, the Parent Company invested in DSSI. DSSI was incorporated on October 1, 2019 and shall engage in the business of providing domestic transportation, logistics, warehousing and distribution of cargoes, and other supply chain management activities. DSSI started commercial operations in July 2020.

Zyllem Pte. Ltd.

In August 2019, JGDCPL invested in 7,476,857 Series A+ shares of Zyllem Pte. Ltd. (Zyllem) at SGD0.1806 per share, or total subscription price of SGD1.35 million. Zyllem is a private company incorporated and based in Singapore that provides fast, cost-effective and reliable on-demand delivery service. Zyllem operates in certain cities in Southeast Asia. Post-subscription, JGDCPL holds 13.3% ownership interest in Zyllem. Also, under the Shareholders' Agreement, subject to JGDCPL holding less than 10.0% ownership interest, JGDCPL is entitled to appoint one (1) director. The investment in Zyllem is accounted for as investment in an associate since the Group has one representation on the BOD of Zyllem. On November 13, 2020, JGDCPL invested in convertible note with face value of SGD0.3 million equivalent to ₱11 million. In 2023, JGDCPL fully impaired its investment in Zyllem amounted to ₱56 million.

GoTyme Bank Corporation

On February 18, 2021, RBC and RLC entered into a joint venture agreement with Robinsons Retail Holdings, Inc. (RRHI) and Tyme Global Limited (TGL) to establish a joint venture company (JVC) which will operate a digital bank in the Philippines and have its own banking license and independent governance structure, subject to the approval of the Bangko Sentral ng Pilipinas (BSP). The initial funding and capital structure required RBC, RLC and RRHI, named as the founding shareholders, to contribute a pro rata portion up to ₱1.3 billion. The shareholder percentage of the RBC, RLC, RRHI and TGL upon incorporation shall be 20.0%, 20.0%, 20.0% and 40.0%, respectively of the share capital and voting rights of the JVC.

On August 24, 2021 RBC's equity investment of ₱200 million representing 20.0% ownership of the digital bank which was named GoTyme was approved by the BSP. After securing Certificate of Authority to Register from the Monetary Board, the SEC approved the Certificate of Incorporation of GoTyme on December 28, 2021.

In February 2022, GoTyme's BOD approved the additional capital infusion from the shareholders totaling ₱1.6 billion to support the pre-launch and operations of GoTyme and to comply with the ₱1.0 billion BSP-mandated minimum regulatory capital for digital banks.

In 2023, GoTyme's BOD approved the additional capital infusion from the shareholders totaling ₱3.1 billion to support the current operations of GoTyme. This includes ₱1.8 billion total deposits for stock subscriptions in GoTyme. As of June 30, 2024, and December 31, 2023, GoTyme's application for increased authorized capital stock is still pending approval by the BSP and SEC.

As of June 30, 2024 and December 31, 2023, the shareholder percentages of BPI/RBC, RLC, RRHI and TGL in GoTyme's share capital were 15.0%, 20.0%, 20.0% and 40.0%, respectively, with GTFPL holding a 3.9% stake, and the remaining 1.1% is owned by Giga Investment Holdings Pte. Ltd. GTFPL is 51% owned by JGS.

On March 20, 2024, the BOD of BPI approved the sale of its 752,056,290 common shares representing all of its stakes in GoTyme to GTFPL (744,099,587 common shares) and Giga Investment Holdings Pte. Ltd. (7,956,703 common shares) at ₱1.20 per share, subject to BSP approval. As a result, BPI's share in GoTyme equivalent to 12.6% will be transferred to the Group. This represents JGS effective share of only 6.4% as GTFPL is 51% owned by JGS.

15. Other Noncurrent Assets

This account consists of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Deferred tax assets	₱9,342,561	₱9,152,401
Security and miscellaneous deposits	4,181,162	3,764,896
Advances to suppliers - net of current portion	2,583,793	2,312,087
Bid deposit	1,680,000	-
Utility deposits	739,457	782,376
Advances to lot owners - net of current portion	574,608	638,764
Input VAT	434,009	475,108
Biological assets	149,521	160,655
Others	1,163,806	1,230,021
	₱20,848,917	₱18,516,308

Security Deposits

Security deposits include deposits provided to lessors and maintenance providers for aircraft under operating lease.

Advances to Suppliers

Advances to suppliers pertain to RLC's prepayments for the construction of investment properties and property and equipment. These are recouped from billings which are expected to occur in future period.

Bid Deposit

This pertains to advanced payment for acquisition of a land property which will be applied against the purchase price once awarded.

Advances to Lot Owners

Advances to lot owners consist of advance payments to land owners which will be applied against the acquisition cost of the real properties that will be acquired.

Utility Deposits

Utility deposits that are refundable consist primarily of bill and meter deposits.

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.

Others

As of June 30, 2024 and December 31, 2023, others include refundable prepaid rent amounting to ₱100 million. This also includes training costs prepaid by the Group for its “study-now, pay-later” Cadet Pilot Program amounting to ₱372 million and ₱390 million, respectively.

16. Accounts Payable and Accrued Expenses

This account consists of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Trade payables	₱33,754,750	₱41,341,238
Accrued expenses	28,374,839	27,296,089
Airport and other related fees payable	5,149,035	4,410,790
Output VAT	4,989,151	4,286,936
Due to related parties	876,087	758,295
Withholding taxes payable	598,821	400,900
Travel fund payable (Note 19)	228,925	217,310
Dividends payable	53,221	36,715
Refunds payable	1,697	9,434
Other payables	2,038,002	2,129,666
	₱76,064,528	₱80,887,373

Trade Payables

Trade payables are noninterest-bearing and are normally settled on 30- to 60-day terms. Trade payables arise mostly from purchases of inventories, which include raw materials and indirect materials (i.e., packaging materials) and supplies, for use in manufacturing and other operations. Trade payables also include importation charges related to raw materials purchases, as well as occasional acquisitions of production equipment and spare parts. Obligations arising from purchase of inventories necessary for the daily operations and maintenance of aircraft which include aviation fuel, expendables and consumables, equipment and in-flight supplies, and unpaid billings from suppliers and contractors related to construction activities, are also charged to this account.

Airport and Other Related Fees Payable

Airport and other related fees payable are amounts payable to the Philippine Tourism Authority and Air Transportation Office Mactan-Cebu International Airport and Manila International Airport Authority arising from aviation security, terminal fees and travel taxes.

Refunds payable

In light of the significant increase in flight cancellations due to the COVID-19 outbreak and consequent grounding of the Group's commercial operations, customers were given options for their cancelled flights, which included free rebooking, full cash refund or conversion to a full travel fund. Refunds payable pertain to cash due to be returned to customers.

Other Payables

As of June 30, 2024 and December 31, 2023, other payables consist of management bonus and other non-trade payables. Other non-trade payables include liabilities for trucking services, IT-related repairs, payable to employees and advances from stockholders.

17. Other Current Liabilities

This account consists of:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Unearned transportation revenue	₱16,301,491	₱13,761,289
Contract liabilities (Note 19)	3,770,838	3,881,029
Deposit from lessees (Notes 19)	3,670,903	3,505,102
Advances from agents and others	1,459,381	1,389,475
Customer's deposits	1,284,299	1,808,637
Derivative liabilities (Notes 8)	–	1,292
	₱26,486,912	₱24,346,824

Unearned Transportation Revenue

Passenger ticket and cargo waybill sales are initially recorded under 'Unearned transportation revenue' in the consolidated statements of financial position, until these are recognized under 'Air transportation revenue' in profit or loss in the consolidated statements of comprehensive income, when the transportation service is rendered by the Group (or once tickets are flown).

As of June 30, 2024, unearned transportation revenue consists of unearned passenger revenue and deferred ancillary revenue amounting to ₱13.0 billion and ₱3.3 billion, respectively. As of December 31, 2023, unearned transportation revenue consists of unearned passenger revenue and deferred ancillary revenue amounting to ₱11.2 billion and ₱2.5 billion, respectively.

Contract Liabilities

Contract liabilities (including noncurrent portion shown in Note 19) consist of collections from real estate customers which have not reached the equity threshold to qualify for revenue recognition and excess of collections over the goods and services transferred based on percentage of completion. The movement in the contract liability is mainly due to reservation of sales and advance payment of buyers less real estate sales recognized upon reaching the equity threshold from increase in percentage of completion.

Deposits from Lessees

Deposits from lessees (including the noncurrent portion shown in Note 19) represent cash received from tenants representing three to six months' rent which shall be refunded to tenants at the end of lease term. These are initially recorded at fair value, which is obtained by discounting its future cash flows using the applicable rates of similar types of instruments.

Advances from Agents and Others

Advances from agents and others represent cash bonds required from major sales and ticket offices or agents. This account also includes commitment fees received for the sale and purchase agreement of aircraft.

18. Short-term Debts, Long-term Debts and Bonds Payable

Short-term Debts

Short-term debts consist of:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Parent Company-		
Philippine Peso - with interest rates ranging from 6.1% in 2024 and 6.0% in 2023	₱2,500,000	₱6,200,000
Subsidiaries:		
Philippine Peso - with interest rates of 6.1% to 7.6% in 2024 and 6.0% to 6.9% in 2023	57,536,096	52,455,132
Foreign currencies - unsecured with interest rates ranging from 3.0% to 6.1% in 2024 and from 2.8% to 6.0% in 2023	12,666,093	4,869,734
	₱72,702,189	₱63,524,866

Long-term Debts

Long-term debts (net of debt issuance costs) consist of:

	Maturities	Interest Rates	2024	2023	Condition
Parent Company:					
Term Loans					
₱5.0 billion term loan	2024	3.50%	₱4,749,867	₱4,748,017	Unsecured
₱7.0 billion term loan	2024	Floating (6.59%)	6,998,267	6,992,531	Unsecured
₱4.0 billion term loan	2025	4.00%	3,993,461	3,990,301	Unsecured
₱5.0 billion term loan	2028	Floating (7.00%)	4,969,287	4,965,996	Unsecured
₱10.0 billion term loan	2028	BDO's 30-day prime rate (6.85%)	9,936,598	9,930,034	Unsecured
			30,647,480	30,626,879	
Subsidiaries:					
Foreign currencies:					
JGSHPL					
US\$600.0 million guaranteed notes	2030	4.13%	34,370,964	32,463,526	Guaranteed
CAI					
JPY commercial loan	Various dates (2028 to 2034)	1% to 2% (JPY TONA)	16,908,749	15,192,965	Secured
USD commercial loan from foreign banks	Various dates (2026 to 2030)	1.3% to 6.5% (US\$ Libor)	15,854,951	15,526,921	Secured
			67,134,664	63,183,412	
Philippine Peso:					
RLC					
₱7.0 billion loan facility	2024	3.10%	-	6,298,796	Unsecured
₱1.4 billion loan facility	2025	4.93%	1,363,460	1,362,688	Unsecured
₱6.0 billion loan facility	2025	4.00%	5,990,532	5,985,901	Unsecured
₱0.4 billion loan facility	2025	3.80%	426,012	425,453	Unsecured
₱6.0 billion loan facility	2025	5.38%	5,969,898	5,957,483	Unsecured
₱6.0 billion loan facility	2026	6.10%	5,949,252	5,937,622	Unsecured

(Forward)

	Maturities	Interest Rates	2024	2023	Condition
P4.5 billion loan facility	2027	4.00%	₱4,457,969	₱4,461,735	Unsecured
P9.0 billion loan facility	2027	5.94%	8,925,822	8,915,294	Unsecured
P4.9 billion loan facility	2028	BPI's prime rate (6.80%)	4,908,348	4,905,075	Unsecured
P9.0 billion loan facility	2028	6.17%	8,908,908	8,899,120	Unsecured
P6.3 billion loan facility	2029	Floating (6.59%)	6,255,126	–	Unsecured
JGSOC					
P1.3 billion term loan	2024	5.50%	–	1,282,000	Unsecured
P1.2 billion term loan	2024	5.50%	–	1,210,000	Unsecured
P14.5 billion term loan	2024	Floating (6.48% to 6.62%)	11,208,000	14,508,000	Unsecured
P5.0 billion term loan	2024	5.00%	5,000,000	5,000,000	Unsecured
P5.0 billion term loan	2025	5.26%	5,000,000	5,000,000	Unsecured
P4.0 billion term loan	2025	Floating (7.15%)	4,000,000	4,000,000	Unsecured
P4.0 billion term loan	2025	4.72%	4,000,000	4,000,000	Unsecured
P10.0 billion term loan	2028	BDO's 30-day prime rate (6.85%)	9,923,703	9,929,482	Unsecured
P25.0 billion term loan	2028	BPI's prime rate (6.80%)	24,831,672	24,829,436	Unsecured
P3.7 billion term loan	2029	BPI's prime rate (6.80%)	3,692,000	–	Unsecured
P2.0 billion term loan	2029	BPI's prime rate (6.80%)	2,000,000	–	Unsecured
CAI					
Commercial loans	Various dates through 2028	1.00%-8.00% (PH BVAL)	4,876,536	7,979,865	Secured
			130,356,074	130,887,950	
			225,469,382	224,698,241	
Less current portion			56,910,979	44,984,075	
			₱168,558,403	₱179,714,166	

The details of the Group's long-term debt follow:

Parent Company's Philippine Peso Loans

Parent Company ₱10.0 Billion Term Loan with Banco De Oro (BDO) due in June 2023

On June 8, 2018, the Company borrowed ₱10.0 billion under Term Loan Facility Agreement with BDO. The loan bears an interest based on the bank's 30-day prime rate. Interest for 2023 amounted to ₱153 million. The original maturity date of the loan was extended to August 8, 2023. The loan was fully settled in August 2023 and was refinanced with a 5-year term loan with the same bank maturing on August 8, 2028.

Parent Company ₱5.0 Billion Term Loan with Metropolitan Bank and Trust Company (MBTC) due in June 2023

On June 14, 2018, the Company borrowed ₱5.0 billion under Term Loan Facility Agreement with MBTC. The loan obtained bears a market interest rate plus a certain spread, payable quarterly. Interest for 2023 amounted to ₱65 million. The loan was fully settled in June 2023 and was refinanced with a 5-year term loan with the same bank maturing on June 14, 2028.

Parent Company ₱5.0 Billion Term Loan with MBTC due in July 2024

On July 13, 2017, the Company borrowed ₱5.0 billion under Term Loan Facility Agreement with MBTC with a fixed rate at 4.93% per annum and shall be payable quarterly in arrears. On January 13, 2022, the rate was amended to 3.5% per annum. Interest for 2024 and 2023 amounted to ₱83 million.

Parent Company ₱7.0 Billion Term Loan with BPI due in August 2024

On August 23, 2019, the Parent Company borrowed ₱7.0 billion under Term Loan Facility Agreement with BPI. The loan obtained bears a market interest rate plus a certain spread, payable quarterly. Interest for 2024 and 2023 amounted to ₱225 million and ₱189 million, respectively.

Parent Company ₱4.0 Billion Term Loan with BDO due in June 2025

On June 26, 2020, the Parent Company borrowed ₱4.0 billion under Term Loan Facility Agreement with BDO with a fixed rate at 4.00% per annum and shall be payable quarterly in arrears. Interest for 2024 and 2023 amounted to ₱80 million and ₱79 million, respectively.

Parent Company ₱5.0 Billion Term Loan with MBTC due in June 2028

On June 8, 2023, the Parent Company borrowed ₱5.0 billion under Term Loan facility Agreement with MBTC. The loan obtained bears a market interest rate plus a certain spread, payable quarterly.

Interest for 2024 amounted to ₱175 million. The loan was obtained to refinance the ₱5.0 Billion Term Loan with the same bank due in June 2023.

Parent Company ₱10.0 Billion Term Loan with BDO due in August 2028

On August 8, 2023, the Parent Company borrowed ₱10.0 billion under Term Loan facility. The loan bears an interest based on the bank's 30-day prime rate. Interest for 2024 amounted to ₱339 million. The loan was obtained to refinance the ₱10.0 Billion Term Loan with the same bank due in August 2023.

Subsidiaries' Foreign Currency Loans

JGSHPL 4.125% Senior Unsecured Notes Due 2030

On July 2020, JGSHPL issued US\$600.0 million, 4.125% senior unsecured notes due 2030. The notes are unconditionally and irrevocably guaranteed by the Parent Company. On various dates from March 1, 2022 to September 30, 2022, JGSHPL redeemed notes with a face value of \$7.7 million for a total consideration of \$7.5 million. The redemption resulted in a gain on bond reacquisition amounting to ₱11 million.

CAI JPY Commercial Loans

The following table summarizes the Japanese commercial loans entered into by CAI in various dates in 2019, 2023 and 2024, to finance the purchase of seven (7) A321NEO aircraft.

<u>Drawdown Date</u>	<u>Aircraft Type</u>	<u>No. of Units</u>	<u>Security Trustees</u>	<u>Maturity Date</u>
January 2019	Airbus NEO	1	Sampaguita Leasing Co. Ltd.	January 2029
May 2019	Airbus NEO	1	Dia Boracay Leasing Co. Ltd.	May 2029
October 2019	Airbus NEO	1	Cebuano Leasing Co. Ltd.	October 2029
November 2019	Airbus NEO	1	Tarsier Leasing Co. Ltd.	November 2029
July 2023	Airbus NEO	1	Nalu Leasing Co., Ltd.	July 2033
September 2023	Airbus NEO	1	Guimaras Leasing Co., Ltd.	September 2033
November 2023	Airbus NEO	1	Tubbataha Leasing Co., Ltd.	November 2033
March 2024	Airbus NEO	1	Dia Siargao Ltd.	March 2034

In July, September, and November 2023, CAI entered into Japanese commercial loans for three (3) Airbus A321NEO aircraft. The loan required quarterly installments with maturity not longer than 10 years at variable interest rate based on Compounded JPY TONA plus loan margin.

In March 2024, the Group entered into Japanese commercial loans for one (1) Airbus NEO aircraft. The loan required quarterly installments with maturity not longer than 10 years at variable interest rate based on Compounded JPY TONA plus loan margin.

As of June 30, 2024 and December 31, 2023, the total outstanding balance of the Japanese yen commercial loans amounted to ₱16.9 billion (¥46.2 billion) and ₱15.2 billion (¥38.7 billion), respectively. Interest expense amounted to ₱76 million and ₱8 million in 2024 and 2023, respectively.

CAI USD Commercial Loans from Foreign Banks

The following table summarizes the US Dollar commercial loans entered into by CAI in various dates in 2018 to 2020, to finance the purchase of seven (7) A321CEO and six (6) A321NEO aircraft.

Drawdown Date	Aircraft Type	No. of Units	Security Trustees	Maturity Date
Various dates in 2018	A321CEO	7	Tikgi One Aviation Designated Activity Company	Various dates in 2026
January 2019	A321NEO	1	Sampaguita Leasing Co. Ltd.	January 2029
May 2019	A321NEO	3	Dia Boracay Co. Ltd.	May 2029
October 2019			Cebuano Leasing Co.	October 2029
November 2019			Tarsier Leasing Co.	November 2029
December 2019	A321NEO	2	RAMEN Aircraft Leasing Limited	December 2029
June 2020				June 2030

Key terms of the remaining commercial loan facilities follow:

- Term of six to ten (10) years starting from the delivery date of each aircraft.
- Combination of annuity style and equal principal repayments made on a semi-annual and quarterly basis.
- Mixed interest rates with fixed annual interest rates ranges from 1.3% to 6.5% and variable rates based on US Dollar LIBOR plus margin.
- Upon default, the outstanding amount of loan plus accrued interest will be payable, and the lenders will foreclose on secured assets, namely the aircraft.

As of June 30, 2024 and December 31, 2023, the total outstanding balance of the US Dollar commercial loans amounted to ₱15.9 billion (US\$271 million) and ₱15.5 billion (US\$280 million), respectively. Interest expense amounted to ₱497 million and ₱354 million in 2024 and 2023, respectively.

Subsidiaries' Philippine Peso Loans

RLC Three-year "Series C Bonds" maturing on July 17, 2023 and Five-Year "Series D Bonds" maturing on July 17, 2025

On July 17, 2020, RLC issued its "Series C Bonds" amounting to ₱12.8 billion and "Series D Bonds" amounting to ₱427 million constituting direct, unconditional, unsecured and unsubordinated peso-denominated obligations of RLC and shall at all times rank *pari passu* and ratably without any preference or priority amongst themselves and at least *pari passu* with all other present and future unsubordinated and unsecured obligations of RLC, other than obligations preferred by law. The net proceeds of the issue shall be used by the RLC to: (i) partially fund the capital expenditure budget of RLC for calendar years 2023 and 2022 (ii) repay short-term loans maturing in the second half of calendar year; and (iii) fund general corporate purposes including, but not limited to, working capital. The bonds have been rated PRS Aaa by Philippine Rating Services Corporation (PhilRatings). The three-year 'Series C Bonds' was fully settled in July 2023.

Interest on the bonds shall be calculated on a 30/360-day count basis and shall be paid semi-annually in arrears on January 17 and July 17 of each year at which the bonds are outstanding.

RLC ₱5.0 Billion Term Loan due in August 2023

On August 10, 2016, RLC borrowed ₱5.0 billion under Term Loan Facility Agreements with BPI. The ₱5.0 billion loan was released on August 10, 2016 with interest rate at 3.89% per annum and shall be payable quarterly, computed on the basis of a 360-day year and on the actual number of days elapsed. The loan was fully settled in August 2023

RLC ₱7.0 Billion Term Loan due in March 2024

On March 15, 2017, RLC borrowed ₱7.0 billion under Term Loan Facility Agreements with MBTC. The loan was released on March 15, 2017 amounting to ₱7.0 billion with interest rate at 4.75% per annum and shall be payable quarterly, computed on the basis of a year of 365 calendar days for the actual number of days elapsed. Annual principal payment is two percent (2%) of the total loan amount or ₱140 million. On November 15, 2021, the interest rate was reduced to a fixed rate of 3.10% per annum for the remaining term of the loan. The loan was fully settled in March 2024 and was refinanced with a 5-year term loan with the same bank maturing on March 15, 2029.

RLC ₱1.4 Billion Term Loan due in February 2025

On February 23, 2015, RLC issued ₱1.4 billion bonds constituting direct, unconditional, unsubordinated, and unsecured obligation obligations of RLC and shall at all times rank *pari-passu* and without preference among themselves and among any present and future unsubordinated and unsecured obligations of RLC, except for any statutory preference or priority established under Philippine law. The net proceeds of the issue shall be used by RLC to refinance existing debt obligations and to partially fund investment capital expenditures.

Interest on the bonds shall be calculated on a 30/360-day count basis and shall be paid semi-annually in arrears on February 23 and August 23 of each year at which the bonds are outstanding. Interest rate is 4.93% per annum.

RLC ₱6.0 Billion Term Loan due June 2025

On June 30, 2020, RLC borrowed ₱6.0 billion under Term Loan Facility Agreements with BDO Unibank, Inc. The loan was released on June 30, 2020 which bears interest rate at 4.75% computed per annum and shall be payable quarterly, computed on the basis of a year of 365 calendar days for the actual number of days elapsed. On November 26, 2021, the interest rate was reduced to a fixed rate of 4.00% per annum for the remaining term of the loan.

RLC Three-year “Series E Bonds” maturing on August 26, 2025 and Five-Year “Series F Bonds” maturing on August 26, 2027

On August 26, 2022, RLC issued its “Series E Bonds” amounting to ₱6.0 billion and “Series F Bonds” amounting to ₱9.0 billion constituting direct, unconditional, unsecured and unsubordinated peso-denominated obligations of RLC and shall at all times rank *pari passu* and ratably without any preference or priority amongst themselves and at least *pari passu* with all other present and future unsubordinated and unsecured obligations of RLC, other than obligations preferred by law. The net proceeds of the issue shall be used by RLC to: (i) partially fund the capital expenditure budget for project development and land acquisition for calendar years 2022 and 2023 and to partially repay maturing debt obligations; and (ii) for general corporate purposes including, but not limited to, working capital. The bonds have been rated PRS Aaa by Philippine Rating Services Corporation (PhilRatings).

Interest on the bonds shall be calculated on a 30/360-day count basis and shall be paid quarterly in arrears on February 26, May 26, August 26 and November 26 of each year at which the bonds are outstanding.

RLC Three-year “Series G Bonds” maturing on June 30, 2026 and Five-Year “Series H Bonds” maturing on June 30, 2028

On June 30, 2023, RLC issued its “Series G Bonds” amounting to ₱6.0 billion and “Series H Bonds” amounting to ₱9.0 billion constituting direct, unconditional, unsecured and unsubordinated peso-denominated obligations of RLC and shall at all times rank *pari passu* and ratably without any preference or priority amongst themselves and at least *pari passu* with all other present and future unsubordinated and unsecured obligations of RLC, other than obligations preferred by law. The net proceeds of the issue shall be used by RLC to: (i) to fully repay maturing debt obligations; (ii) to partially fund the capital expenditure budget for project development for calendar years 2023 to

2025; and (iii) for general corporate purposes. The bonds have been rated PRS Aaa by Philippine Rating Services Corporation (PhilRatings).

Interest on the bonds shall be calculated on a 30/360-day count basis and shall be paid quarterly in arrears on March 30, June 30, September 30 and December 30 of each year at which the bonds are outstanding.

RLC ₱4.5 Billion Term Loan due February 2027

On February 10, 2017, RLC borrowed ₱4.5 billion under Term Loan Facility Agreements with Bank of the Philippine Islands. The loan was released on February 10, 2017 amounting to ₱4.5 billion with interest rate at 4.95% per annum and shall be payable quarterly, computed on the basis of a year of 365 calendar days for the actual number of days elapsed. Partial payment for this loan amounting to ₱5 million was made on February 13, 2023 and 2022. On November 11, 2021, the interest rate was reduced to a fixed rate of 4.00% per annum until repricing date. On repricing date or on November 13, 2025, the interest rate will revert to 4.95% per annum until maturity date.

RLC ₱4.9 Billion Term Loan due August 2028

On August 10, 2023, the Group borrowed unsecured ₱4.9 billion under Term Loan Facility Agreements with Bank of the Philippine Islands. Interest on the bonds shall be calculated on a 30/360-day count basis and shall be paid monthly in arrear. Interest rate is at prevailing market rate,

RLC ₱6.3 Billion Term Loan with MBTC due in March 2029

On March 15, 2024, the Group borrowed ₱6.3 billion under Term Loan Facility Agreement with MBTC. The maturity of the loan is on March 15, 2029, with interest payable monthly at prevailing interest rate. The loan was obtained to refinance the ₱6.3 Billion Term Loan with the same bank due in March 2024.

JGSOC Philippine Peso Term Loan

These are various clean loans obtained to finance the JGSOC's expansion projects and are payable in lump sum after five years. Interest expense for 2024 and 2023 amounted to ₱1.4 billion and ₱1.1 billion, respectively.

CAI Philippine Peso Term Loans

In 2020, CAI entered into an unsecured, Philippine peso-denominated loan amounting to ₱4.0 billion with Security Bank Corporation due in 2023. The loan was obtained to support the working capital requirements of CAI.

CAI outstanding balance as at December 31, 2022 amounting to ₱587 million, was due for repayment in 2023 and has been paid in full as of December 31, 2023.

Interest expense incurred from this loan amounted to ₱9 million for the six months ended June 30, 2023 (nil for 2024).

CAI Peso Commercial Loans

The following table summarizes the Philippine peso commercial loans entered into by CAI on various dates in 2016 to 2018, to finance the purchase of ten (10) ATR 72-600 and one (1) A330 CEO aircraft. These loans are secured by the related aircrafts.

Drawdown Date	Aircraft Type	No. of Units	Maturity Date
October and November 2016 February and March 2017	ATR 72-600	4	October and November 2026 February and March 2027
May, July, October and December 2017 February and May 2018	ATR 72-600 ATR 72-600	4 2	May, July, October and December 2027 February and May 2028

Key terms of the commercial loan facilities follow:

- Term of seven to ten (10) years starting from the delivery dates of each aircraft.
- Twenty-eight (28) to forty (40) equal consecutive principal repayments made on a quarterly basis.
- Interests on loans are variable rates based on Philippines Bloomberg Valuation (PH BVAL).
- Upon default, the outstanding amount of loan plus accrued interest will be payable, and the lenders will foreclose on secured assets, namely the aircraft.

As of June 30, 2024 and December 31, 2023, the total outstanding Philippine Peso commercial loans amounted to ₱4.9 billion and ₱8.0 billion, respectively. Interest expense incurred from these loans amounted to ₱233 million and ₱329 million in 2024 and 2023, respectively.

Debt Covenants

Certain loan agreements contain provisions which, among others, require the maintenance of specified financial ratios at certain levels and impose negative covenants which, among others, prohibit a merger or consolidation with other entities, dissolution, liquidation or winding-up, except with any of its subsidiaries; and prohibit the purchase or redemption of any issued shares or reduction of registered and paid-up capital or distribution of assets resulting in capital base impairment.

For the Parent Company's term loan facilities of ₱5.0 billion due 2024, ₱7.0 billion due 2024, ₱4.0 billion due 2025, ₱5.0 billion due 2028 and ₱10.0 billion due 2028, the Group is required to maintain a financial ratio of Group's total borrowings to Group's shareholders' equity not exceeding 2.0:1.0.

For JGSPL's US\$600.0 million Senior Unsecured Notes due in 2030, the guarantor shall procure that the ratio of Consolidated Total Borrowings to Consolidated Shareholders' Equity does not at any time exceed 2:1.

For CAI's Philippine commercial loans are secured by the related aircraft. The Group is required to comply with affirmative and negative covenants until termination of loans. As of June 30, 2024 and December 31, 2023, CAI is not in breach of any loan covenants.

For RLC's ₱1.4 billion Retail Bonds due 2025, ₱6.0 billion term loan due 2025, ₱4.5 billion term loan due 2027, ₱4.9 billion term loan due 2028 and ₱6.3 billion term loan due 2029, RLC is required to maintain a debt-to-equity ratio not exceeding 2:1 as referenced from its consolidated financial statement as of December 31, 2023 and December 31, 2022. These loans were not guaranteed by the Parent Company. As of June 30, 2024 and December 31, 2023, RLC has complied with the debt covenant.

For RLC's 5-year "Series D Bonds" due 2025, RLC is required to maintain a debt-to-equity ratio not exceeding 2:1 as referenced from its consolidated financial statements as of June 30, 2024 and December 31, 2023. As of June 30, 2024 and December 31, 2023, RLC has complied with the debt covenant.

For RLC's 3-year "Series E Bonds" due 2025 and 5-Year "Series F Bonds" due 2027, RLC is required to maintain a debt-to-equity ratio not exceeding 2:1 as referenced from its consolidated financial statements as of June 30, 2024 and December 31, 2023. As of June 30, 2024 and December 31, 2023, RLC has complied with the debt covenant.

For RLC's 3-year "Series G Bonds" due 2026 and 5-Year "Series H Bonds" due 2028, RLC is required to maintain a debt-to-equity ratio not exceeding 2:1 as referenced from its consolidated

financial statements as of June 30, 2024 and December 31, 2023. As of June 30, 2024 and December 31, 2023, RLC has complied with the debt covenant.

For JGSOC's term loans, JGSOC is required to maintain a net debt-to-equity ratio of not more than 2.5:1.0, as measured at the end of each calendar year-end. JGSOC has complied with the debt covenant as of June 30, 2024 and December 31, 2023.

The Group has complied with all of its debt covenants as of June 30, 2024 and December 31, 2023.

Bonds Payable

On May 10, 2021, CAI issued at face value US\$250.0 million convertible bonds (CB) to the International Finance Corporation (IFC), IFC Emerging Asia Fund LP and Indigo Philippines LLC (collectively known as "the CB Holders") due on May 10, 2027. The bonds bear an interest rate of 4.5% payable semi-annually in arrears on May 10 and November 10 of each year.

The conversion option entitles the CB holders to convert its outstanding bonds for CAI's common shares at any time within the conversion period which shall begin 40 days after the issue date of the CB and shall end 20 business days before the maturity date. The price at which the common shares will be issued upon conversion will initially be at ₱38.00 per share, as translated to U.S. Dollars at the fixed exchange rate of USD\$1.00 = ₱48.45 and subject to any adjustments from time to time in accordance with the adjustment provisions. No conversion options were exercised as of June 30, 2024 and December 31, 2023.

The carrying amount as at June 30, 2024 and December 31, 2023 of the financial liability component of the CBs are presented below:

	June 30, 2024 (Unaudited)		December 31, 2023 (Audited)	
	In US Dollar	Philippine Peso	In US Dollar	Philippine Peso
Beginning balance	US\$242,689,465	₱13,437,715,699	US\$240,755,494	₱13,423,322,594
Unrealized foreign exchange (gain) loss	–	788,028,336	–	(93,207,960)
Bond amortization	1,006,800	57,294,063	1,933,971	107,601,065
Ending balance	US\$243,696,265	₱14,283,038,098	US\$242,689,465	₱13,437,715,699

The changes in fair value as of June 30, 2024 and December 31, 2023 of the derivative liabilities at FVPL follows:

	June 30, 2024 (Unaudited)		December 31, 2023 (Audited)	
	In US Dollar	Philippine Peso	In US Dollar	Philippine Peso
Beginning balance	US\$–	₱–	US\$15,188,513	₱846,835,509
Market valuation losses (Note 8)	–	–	(15,188,513)	(846,835,509)
Ending balance	US\$–	₱–	US\$–	₱–

The conversion option, which represents the bifurcated amount from the fair value of the convertible bonds has an initial fair value of ₱413 million. The embedded derivative in the convertible bonds (hybrid instrument) is subsequently remeasured at fair value. Any gains or losses arising from changes in fair value are taken directly to profit or loss for the year.

The fair value of the convertible bond was determined using the Jarrow-Rudd model.

The inputs used for the calculation of fair value of convertible bonds as of specific valuation date are as follows:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Stock price	₱27.20	₱32.50
Risk free rate	4.48%	3.90%
Conversion price	₱38.00	₱38.00
Term	2.9 years	3.3 years
Volatility	28.58%	32.90%

19. Other Noncurrent Liabilities

This account consists of:

	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Deposit from lessees - net of current portion	₱5,650,930	₱5,347,268
Pension liabilities	3,641,763	3,449,078
ARO	1,430,169	3,774,523
HMV	1,289,015	2,000,998
Member redemption liabilities	820,954	947,973
Advances for marketing and promotional fund	474,189	443,959
Travel fund payable - net of current portion (Note 16)	444,504	413,619
Contract liabilities - net of current portion (Note 17)	336,290	311,422
Others	731,675	636,566
	₱14,819,489	₱17,325,406

Deposits from Lessees

Deposits from lessees (including the current portion shown in Note 17) represent cash received from tenants representing three to six months' rent which shall be refunded to tenants at the end of the lease term. These are initially recorded at fair value, which is obtained by discounting its future cash flows using the applicable rates of similar types of instruments.

ARO

CAI is contractually required under various lease contracts to restore certain leased aircraft to its original condition at its own cost or to bear a proportionate cost of restoration at the end of the contract period. These costs are accrued based on estimates made by CAI's engineers, which include estimates of future aircraft utilization and certain redelivery costs at the end of the lease period.

For the six months ended June 30, 2024 and 2023, ARO expenses included as part of repairs and maintenance under 'Cost of sales' in the Statements of Comprehensive Income amounted to ₱1.2 billion and ₱1.9 billion, respectively.

HMV

CAI is contractually required under various lease contracts to undertake the maintenance and overhaul of certain leased aircraft throughout the contract period. Major maintenance events are required to be performed on a regular basis based on historical or industry experience and manufacturer's advise. Estimated costs of major maintenance events are accrued and charged to profit or loss over the estimated period between overhauls as the leased aircraft is utilized.

For the six months ended June 30, 2024 and 2023, HMV expenses included as part of repairs and maintenance under 'Cost of sales' in the Statements of Comprehensive Income amounted to ₱794 million and ₱916 million, respectively.

Member Redemption Liabilities

This account pertains to the outstanding points issued to Go Reward members until redeemed to its Go Rewards partner merchant stores. Go Rewards is the the integrated loyalty program of the Group owned and managed by DAVI.

Travel Fund Payable

Customers are given options for their cancelled flights which included, among others, conversion to a full travel fund which is a virtual wallet equivalent to the amount paid for an existing booking.

Effective August 1, 2023, CAI removed the expiration date of all its remaining, unexpired travel fund, and extended the validity of its travel vouchers to 18 months, giving passengers a chance to enjoy better and improved customer service.

The current portion of travel fund payable amounted to ₱229 million and ₱217 million as of June 30, 2024 and December 31, 2023, respectively, and is presented under 'Accounts payable and other accrued liabilities' account in the consolidated statements of financial position (see Note 16).

Expired portion of the travel fund payable amounting to ₱179 million for the six months ended June 30, 2023 is recognized as part of 'Revenue' in the consolidated statement of comprehensive income (nil in 2024) (see Note 24).

Others

Others include retention payable which represents amounts withheld from payments to contractors as guaranty for any claims against them. These are noninterest-bearing and will be remitted to contractors at the end of the contracted work.

20. Equity

Details of the Parent Company's authorized capital stock as of June 30, 2024 and December 31, 2023 follow:

	Par Value	Shares	Amount
Common shares	₱1.00	12,850,800	₱12,850,800
Preferred voting shares	0.01	204,000,000	2,040,000
		216,850,800	₱14,890,800

As of June 30, 2024 and December 31, 2023, the paid-up capital of the Group consists of the following:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Capital stock:		
Common shares - ₱1 par value	₱7,520,984	₱7,520,984
Preferred voting shares - ₱0.01 par value	42,000	42,000
	7,562,984	7,562,984
Additional paid-in capital	45,163,834	45,163,834
Total paid-up capital	₱52,726,818	₱52,726,818

Preferred Voting Shares

The preferred voting shares have, among others, the following rights, privileges and preferences:

- Entitled to vote on all matters involving the affairs of the Parent Company requiring the approval of the stockholders. Each share shall have the same voting rights as a common share.
- The shares shall be non-redeemable.
- Entitled to dividends at the rate of 1/100 of common shares, such dividends shall be payable out of the surplus profits of the Parent Company so long as such shares are outstanding.
- In the event of liquidation, dissolution, receivership or winding up of affairs of the Parent Company, holders shall be entitled to be paid in full at par, or ratably, in so far as the assets of the Parent Company will permit, for each share held before any distribution is made to holders of the common shares.

Record of Registration of Securities with the SEC

Summarized below is the Parent Company's track record of registration of securities under the Securities Regulation Code.

Date of offering	Type of offering	No. of shares offered	Par value	Offer price	Authorized number of shares	Issued and outstanding shares
June 30, 1993	Registration of authorized capital stock	—	₱1.00	₱—	12,850,800,000 common shares and 2,000,000,000 preferred non-voting shares	—
June 30, 1993	Initial public offering (IPO)	1,428,175 common shares	1.00	4.40	—	1,428,175 common shares
June 30, 1994	Conversion of convertible bonds into common shares	428,175 common shares	1.00	13.75	—	3,725 common shares
July 3, 1998	Stock rights offering (1:2)	2,060,922 common shares	1.00	2.00	—	2,060,922 common shares

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 debt-to-capital ratio which is gross debt divided by total capital. The Group includes within gross debt all interest-bearing loans and borrowings and derivative liabilities, while capital represents total equity.

The Group's computation of debt-to-capital ratio follows:

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
(a) Gross debt		
Short-term debts (Note 18)	₱72,702,189	₱63,524,866
Current portion of long-term debts (Note 18)	56,910,979	44,984,075
Long-term debts - net of current portion (Note 18)	168,558,403	179,714,166
Bonds payable (Note 18)	14,283,038	13,437,716
Derivative liabilities (Notes 8 and 17)	-	1,292
	₱312,454,609	₱301,662,115
(b) Capital	₱468,578,085	₱445,078,821
(c) Debt-to-capital ratio (a/b)	0.67:1	0.68:1

The Group's policy is to ensure that the debt-to-capital ratio would not exceed the 2.0:1.0 level.

Restricted Retained Earnings

As of June 30, 2024 and December 31, 2023, the Group has a total retained earnings of ₱272.5 billion and ₱260.8 billion, respectively. Out of this, ₱118.3 billion were restricted as of June 30, 2024 and December 31, 2023. The determination of retained earnings available for dividend declaration is assessed at the Parent Company level.

The details of the Group's restricted retained earnings follow:

Parent Company

As of June 30, 2024, the ₱101.2 billion restricted retained earnings of the Parent Company are earmarked for the following: (a) settlement of a certain subsidiary's loan obligations guaranteed by the Parent Company (Note 18); (b) settlement of Parent Company loan obligations; and (c) general corporate purposes.

The details of the loan obligations follow:

	Subsidiary	Amount	Settlement
Loan obligations:			
4.125% senior unsecured notes	JGSH Philippines, Limited	US\$600.0 million	10 years maturing in 2030
Term Loans	Parent Company	₱30.8 billion	Maturing in 2024 to 2028
Term Loans	JGSOC	₱64.9 billion	Maturing in 2024, 2025 and 2028

As part of its debt covenant, the Parent Company has to maintain certain financial ratios such as: (a) the Group's current ratio of not less than 0.5:1.0; and (b) the Group's debt-to-equity ratio of not greater than 2.0:1.0. A portion of the Parent Company's retained earnings is restricted to maintain these financial ratios.

A corresponding amount of appropriated retained earnings will be reversed to unappropriated retained earnings once the foregoing loan obligations are settled.

RLC

On December 19, 2023, the BOD approved the reversal of the retained earnings it appropriated in 2022 amounting to ₱20.0 billion as the related projects to which the retained earnings were earmarked were completed already. The amount was originally earmarked for the continuing capital expenditures of RLC for subdivision land, condominium and residential units for sale, investment properties and property and equipment.

On the same date, the BOD approved the appropriation of ₱22.0 billion out of the unappropriated retained earnings, to support the capital expenditure requirements of RLC for various projects. These projects and acquisitions are expected to be completed on multiple dates from 2024 to 2027.

Accumulated equity in net earnings of the subsidiaries and associates

A portion of the Group's retained earnings corresponding to the net earnings of the subsidiaries and accumulated equity in net earnings of the associates and joint ventures amounting to ₱100.0 billion and ₱93.1 billion as of June 30, 2024, and December 31, 2023, respectively, is not available for dividend declaration. The accumulated equity in net earnings becomes available for dividends upon receipt of cash dividends from the investees.

Equity Reserve

URC

- In December 2019, Intersnack bought 40% of URC's equity interest in the Oceania business 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 and call option issued to NCI amounting to ₱1.3 billion is presented under 'Equity reserve' in the consolidated statements of financial position.

In October 2021, URC sold its remaining 60.0% equity interest in Oceania business to Intersnack. As a result, the Group derecognized the assets and liabilities related to its Oceania business. 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 PFRS and definitions, recognition criteria and measurement concepts in the Framework.

On February 8, 2022, the Group requested for the 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 PFRS, and would allow for more understandable financial information for users. Accordingly, the Group reclassified Equity Reserve amounting to ₱1.3 billion to Retained Earnings.

- On July 30, 2021, the BOD of URC approved the creation and implementation of a share buyback program involving up to ₱3.0 billion worth of URC's common shares. The BOD of URC approved the extension of the share buyback program for an additional amount of ₱5.0 billion on July 29, 2022. In 2022, URC acquired a total of 22,475,760 common shares for a total consideration of ₱2.6 billion. In 2023, URC acquired a total of 1,084,650 common shares for a total consideration of ₱125 million. In 2024, URC acquired a total of 10,203,020 common

shares for a total consideration of ₱1.1 billion. As a result of various share buy-back transactions during the period, the Parent Company's ownership over URC changed from 55.93% as of December 31, 2023 to 56.19% as of June 30, 2024.

- In February 2022, URC Foods (Singapore) Pte. Ltd. acquired 23,805 common shares of PPICL from Hong Kong Peggy Foods Company Limited for ₱215 million. The acquisition of shares represented 100.00% interest in PPICL. The Group charged equity reserve from the acquisition amounting to about ₱7.3 million presented under 'Equity reserve' in the consolidated statements of financial position.
- In October 2023, UABCL acquired 2,000,000 common shares of URC Malaysia from a non controlling interest for ₱434.5 thousand. The acquisition of shares represented 4.09% interest in URC Malaysia. The Group charged equity reserve from the acquisition amounting to about ₱9 million presented under 'Equity reserve' in the consolidated statements of financial position.
- In June 2024, URCL was merged with URCICL, both wholly owned subsidiaries of URC. An equity reserve of ₱341 million has been recognized in the consolidated statements of financial position. The net assets of URCL were combined with URCICL at their book values. No consideration was exchanged in this transaction.

RLC

- On August 20, 2021, RLC sold its investment in RCR by way of public offering at a selling price of ₱6.45 per share, with a total selling price amounting to ₱22.6 billion, net of transaction costs amounting to ₱737 million. As a result of the sale, the equity interest of RLC over RCR changed from 100% to 63.49%. RLC assessed that the change in its ownership interest over RCR as a result of the public offering did not result in a loss of control. Thus, RLC accounted for the decrease in ownership interest in RCR as an equity transaction. No gain or loss was recognized upon consolidation, and the difference in the proceeds from sale of shares to public and the amount recorded as NCI amounting to ₱10.8 billion was recorded as 'Equity Reserve' in the consolidated statements of financial position.
- On November 4, 2021, the BODs of RLC approved the creation and implementation of a share buyback program involving up to 3.0 billion worth of RLC's common shares. As of June 30, 2024, the Parent's ownership over RLC changed from 65.44% as of December 31, 2023 to 65.46 as a result of various share buy-back transactions during the period.
- On March 8, 2022, RLC entered into a Deed of Sale with RCR for the sale of Robinsons Cybergate Bacolod, excluding the land where the building is situated, for ₱734 million, exclusive of value-added-tax.

On April 20, 2022, a Deed of Assignment was executed between RLC and RCR for the assignment, transfer, and conveyance by RLC of Robinsons Cyberscape Gamma, excluding the land where the building is situated, with a value of ₱5.9 billion, in exchange for the issuance of 778 million shares in RCR.

These resulted in increase in RLC's interest in RCR from 63.49% to 66.14%. The impact on the Group's Equity Reserves amounted to ₱1.1 billion.

- On April 5, 2024, RLC sold a total of 1,725,995,000 RCR shares at a transaction price of ₱4.92 per share. With this block placement, RLC's interest in RCR is reduced from 66.14% to 50.05%. This placement enables RCR to acquire accretive assets from RLC's diverse pipeline of investment properties. The impact on the Group's Equity Reserves amounted to ₱4.4 billion.

21. Employee Benefits

Pension Plans

The Group has funded, noncontributory, defined benefit pension plans covering substantially all of their regular employees.

The pension funds are being administered and managed through JG Summit Multi-Employer Retirement Plan (the “Plan”), with RBC as Trustee. The plans provide for retirement, separation, disability and death benefits to their members. The Group, however, reserves the right to discontinue, suspend or change the rates and amounts of their 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 Parent Company are represented in the Executive Retirement Committee. RBC manages the plan based on the mandate as defined in the trust agreement. As approved by the SEC, RBC was merged with BPI, with BPI as a surviving entity, effective January 1, 2024. Accordingly, BPI will be the Trustee for the Plan.

The overall expected rates of return on assets are based on the market expectations prevailing as at the reporting date, applicable to the period over which the obligation is settled.

The Group expects to contribute ₱543 million into the pension fund in 2024.

22. Income Taxes

Republic Act (RA) No. 9337

Current tax regulations provide that the RCIT rate shall be 30.0% and interest expense allowed as a deductible expense is reduced by 33.0% of interest income subjected to final tax.

The NIRC of 1997 also provides for rules on the imposition of a 2.0% MCIT on the gross income as of the end of the taxable year beginning on the fourth taxable year immediately following the taxable year in which the Company commenced its business operations. Any excess MCIT over the RCIT can be carried forward on an annual basis and credited against the RCIT for the three immediately succeeding taxable years.

Starting July 1, 2008, the Optional Standard Deduction (OSD) equivalent to 40.0% of gross income may be claimed as an alternative deduction in computing for the RCIT.

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 on the Group:

- Effective July 1, 2020, RCIT rate is reduced from 30.00% to 25.00% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5.00 million and with total assets not exceeding ₱100.00 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 20.00%.

- MCIT rate reduced from 2.00% to 1.00% of gross income effective July 1, 2020 to June 30, 2023.
- Effective January 1, 2021, income tax rate for nonresident foreign corporation is reduced from 30.00% to 25.00%.
- Imposition of improperly accumulated earnings tax (IAET) is repealed.
- Foreign-sourced dividends received by domestic corporations are exempt from income tax subject to the following conditions:
 - The funds from such dividends actually received or remitted into the Philippines are reinvested in the business operations of the domestic corporation in the Philippines within the next taxable year from the time the foreign-sourced dividends were received;
 - Shall be limited to funding the working capital requirements, capital expenditures, dividend payments, investment in domestic subsidiaries, and infrastructure project; and
 - The domestic corporation holds directly at least 20.00% of the outstanding shares of the foreign corporation and has held the shareholdings for a minimum of 2 years at the time of the dividend distribution.
- Qualified domestic market enterprises shall be entitled to 4 to 7 years income tax holiday (ITH) to be followed by 5 years enhanced deductions (ED).
- For investments prior to effectivity of CREATE:
 - Registered business enterprises (RBEs) granted only an ITH – can continue with the availment of the ITH for the remaining period of the ITH.
 - RBEs granted an ITH followed 5.00% GIT or are currently enjoying 5.00% GIT – allowed to avail of the 5.00% GIT for 10 years.

Based on the provisions of Revenue Regulations No. 5-2021 dated April 8, 2021 issued by the BIR, the transitory RCIT and MCIT rates for taxable year 2020 are 27.50% and 1.50%, respectively. The reduced amounts were reflected in the Group's 2020 annual income tax returns filed in 2021. However, for financial reporting purposes, the changes were only recognized in the 2021 financial statements.

On June 20, 2023, the Bureau of Internal Revenue issued Revenue Memorandum Circular (RMC) No. 69-2023 reverting the MCIT rate to 2% of gross income effective July 1, 2023 pursuant to Republic Act (RA) No. 11534, otherwise known as the CREATE Act. Consequently, the Company recognized MCIT using the effective rate of 1.5% in 2023 in accordance with RMC 69-2023.

The deferred tax assets and liabilities as of December 31, 2020 were also remeasured using the lower RCIT rate of 25.00%. These reductions were recognized in the 2021 financial statements.

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.

Under Section 11 of R. A. No. 7151 (CAI's Congressional Franchise) and under Section 15 of R. A. No. 9517 (Cebgo, Inc.'s Congressional Franchise), known as the "ipso facto clause" and the "equality clause", respectively, the CAI and Cebgo, Inc. are allowed to benefit from the tax privileges being enjoyed by competing airlines. CAI's and Cebgo, Inc.'s major competitor, by virtue of PD No. 1590, is enjoying tax exemptions which are likewise being claimed by the CAI and Cebgo, Inc., if applicable, including but not limited to the following:

- a) To depreciate its assets to the extent of not more than twice as fast the normal rate of depreciation; and
- b) To carry over as a deduction from taxable income any net loss (NOLCO) incurred in any year up to five years following the year of such loss.

In addition, pursuant to Section 4 (bbbb) of R.A. No. 11494 (Bayanihan to Recover as One Act) and as implemented under Revenue Regulations (RR) No. 25-2020, the NOLCO of a business or enterprise incurred for taxable years 2020 and 2021 can be carried over as deduction from gross income for the next five consecutive taxable years immediately following the year of such loss.

23. Earnings Per Share

Basic earnings per share is calculated by dividing the net income for the year attributable to equity holders of the Parent Company divided by the weighted average number of common shares outstanding during the year (adjusted for any stock dividends).

The following tables reflect the net income and share data used in the basic/dilutive EPS computations:

	June 30, 2024 (Unaudited)	June 30, 2023 (Unaudited)
Income from continuing operations attributable to holders of common shares of the Parent Company	₱15,150,279	₱9,928,065
Income from discontinued operations attributable to equity holders of the Parent Company	(325,778)	448,311
Income attributable to holders of common shares of the Parent Company	₱14,824,501	₱10,376,376
Weighted average number of common shares	7,520,984	7,520,984
Basic/diluted earnings per share		
Continuing operations	₱2.01	₱1.32
Discontinued operations	(0.04)	0.06
	₱1.97	₱1.38

There were no potential dilutive common shares in 2024 and 2023.

24. Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions or if they are subjected to common control or common significant influence. Related parties may be individuals or corporate entities. Transactions between related parties are based on terms similar to those offered to non-related parties and are generally settled in cash. Due from and due to related parties are collectible/payable on demand.

The Parent Company signed various financial guarantee agreements with third parties for the short-term and long-term loans availed by its subsidiaries as discussed in Note 18 to the consolidated financial statements. No fees are charged for these guarantee agreements. Being the centralized treasury department within the Group, the Parent Company usually receives advances from subsidiaries and in turn, makes advances to other subsidiaries.

Most of the aforementioned intercompany transactions between the Parent Company and its subsidiaries are eliminated in the accompanying consolidated financial statements.

Transactions with the retirement plan

The retirement fund is being managed by JG Summit Multi-Employer Retirement Plan (MERP), a corporation created for the purpose of managing the funds of the Group, with RBC as the trustee.

The retirement plan under the MERP 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 Parent Company are represented in the Executive Retirement Committee. RBC manages the plan based on the mandate as defined in the trust agreement.

Compensation of key management personnel

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 transactions, either individually, or in aggregate over a twelve (1)-month with the same related party, amounting to ten percent (10.00%) or higher of the Group's total consolidated assets based on its latest audited financial statements.

All individual MRPTs 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

25. Registration with Government Authorities/Franchise

Certain operations of consolidated subsidiaries are registered with the BOI and PEZA as preferred pioneer and non-pioneer activities, and are granted various authorizations from certain government authorities. As registered enterprises, these consolidated subsidiaries are subject to certain requirements and are entitled to certain tax and non-tax incentives which are considered in the computation of the provision for income tax.

26. Contingent Liabilities

Contingencies

The Group has various contingent liabilities arising in the ordinary conduct of business from legal proceedings which are either pending decision by the courts, under arbitration or being contested, the outcomes of which are not presently determinable. In the opinion of management and its legal counsels, 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 ground that it can be expected to prejudice the outcome of these lawsuits, claims, arbitration and assessments.

27. Discontinued Operations and Disposal of Businesses

URC China Entities' Cessation of Business Operations

In June 2024, several China entities ceased operations and abandoned their business activities. Consequently, the related income and expenses for these entities for the period ended June 30, 2024, are presented as Net Income from Discontinued Operations in the consolidated statements of comprehensive income.

The assets and liabilities of these entities as of June 30, 2024 remained in the consolidated statements of financial position. Management has assessed the carrying amounts of the assets and liabilities of the discontinued operations. An impairment loss on property, plant and equipment of P338.1 million has been recognized under Net Income from Discontinued Operations in the consolidated statements of comprehensive income.

The results of operations of China businesses for the six months ended June 30 are as follows:

	2024	2023
Sale of goods and services	P224,845	P309,688
Cost of sales	115,663	181,885
Gross profit	109,182	127,803
Operating expenses	(126,485)	(153,995)
Operating income	(17,303)	(26,192)
Impairment losses	(338,081)	-
Net finance costs	7,332	10,957
Foreign exchange gain - net	1,123	856
Other income (expense) - net	(231,785)	2,055
Income before income tax	(578,714)	(12,324)
Provision for income tax	1,027	1,837
Net loss	(P579,741)	(P14,161)

The related cash flows arising from China business activities for the six months ended June 30, 2024 follow:

Net cash provided by operating activities	P4,320,339
Net cash provided by investing activities	102,023
<u>Cash flows provided by discontinued operations</u>	<u>P4,422,362</u>

Merger of RBC with BPI

On September 30, 2022, the BOD of RBC approved the plan of merger of RBC and BPI, with BPI as the surviving entity. The merger is seen as a strategic move that will unlock various synergies across businesses, expand customer bases, and enhance the overall banking experience of the Bank's customers with the combined network.

On January 17, 2023, stockholders representing at least two-thirds of the outstanding shares of BPI approved the merger between BPI and RBC.

On January 26, 2023, the Articles of Merger and the Plan of Merger were executed by BPI and RBC. The Supplement to the Agreement for the Merger of BPI and RBC was likewise executed on the same date by and among BPI, RBC and RBC Shareholders - RRHI and JGSCSC, which states that upon the effectivity of the Merger and receipt of all necessary corporate and regulatory approvals, RBC Shareholders will collectively hold approximately 6.0% of the resulting outstanding capital stock of BPI.

The merger between BPI and RBC underwent several regulatory approvals. On March 9, 2023, the Philippine Competition Commission cleared the merger. Subsequently, on December 15, 2023, the BSP approved the merger, followed by the SEC's approval of the Articles of Merger and the Plan of Merger, along with their supplements, as filed by BPI and RBC.

As a result, the related assets and liabilities of RBC as of December 31, 2023, is presented as Asset Held for Sale and Liabilities Held for Sale, respectively, in the consolidated statements of financial position while the results of operations for three months ended June 30, 2023, are presented as Net Income After Tax from Discontinued Operations in the consolidated statements of comprehensive income.

Management assessed that the carrying amount of Assets Held for Sale is lower than its fair value less costs to sell; thus, the amount recognized as Asset Held for Sale in the statements of financial position is equal to the carrying amounts as of December 31, 2023.

The results of operations of RBC in the consolidated statements of comprehensive income for the second quarter and six months ended June 30, 2023, is presented below:

	Second Quarter Ended 2023	Six Months Ended 2023
Revenue		
Sale of services	₱3,161,557	₱6,366,377
Equity in net losses of associates and joint ventures	(109,330)	(195,856)
Dividend income	2,229	4,458
Rental income	2,875	6,490
	<u>3,057,331</u>	<u>6,181,469</u>
Cost of Sales and Services	1,387,936	2,607,155
Gross Income	1,669,395	3,574,314
Net Operating Expenses		
General and administrative expenses	1,325,703	2,766,680
Provision for impairment losses and others	133,031	266,031
	<u>1,458,734</u>	<u>3,032,711</u>
Operating Income	210,661	541,603
Other Income		
Foreign exchange gains	108,998	157,870
Others	77,545	196,380
Income Before Income Tax	397,204	895,853
Provision for Benefit from Income Tax	48,889	135,475
Net Income from Discontinued Operations	<u>₱348,315</u>	<u>₱760,378</u>
Attributable to Parent Company	₱208,989	₱456,227
Attributable to non-controlling interest	139,326	304,151
	<u>₱348,315</u>	<u>₱760,378</u>

The related cash flows arising from banking business activities for the six months ended June30, 2023.

	Amounts
Net cash provided by operating activities	₱9,341,515
Net cash provided by investing activities	574,660
Net cash used in financing activities	(271,460)
Effect of foreign exchange changes	(7,472)
	<u>(₱9,637,243)</u>

The assets and liabilities of RBC classified as held for sale as of June 30, 2023 are as follows:

	June 30, 2023 (Unaudited)
Assets	
Cash and cash equivalents	₱10,462,458
Financial assets at fair value through profit or loss	823
Financial assets at fair value through OCI	6,166,223
Receivables	106,120,354
Investment securities at amortized cost	33,880,141
Investment in associates and joint ventures	358,317
Property, plant and equipment	534,641
Investment properties	1,375,397
Right-of-use assets	529,486
Goodwill	244,327
Intangible assets	1,407,578
Other assets	2,209,336
	<u>₱163,289,081</u>
Liabilities	
Accounts payable and accrued expenses*	₱126,963,038
Income tax payable	12,660
Lease liabilities	628,104
Other liabilities*	15,626,076
	<u>143,229,878</u>
Net Assets	<u>₱20,059,203</u>

* This amount includes the current portion and noncurrent portion of deposits liabilities as of June 30, 2023 amounting to ₱114,596 and ₱8,072, respectively.

On January 1, 2024, the merger of RBC and BPI became effective, with BPI as the surviving entity. A total of 314 million BPI common shares were issued to RBC shareholders as a result of the merger, equivalent to 6.0% ownership in BPI (3.58% ownership by JGSCSC and 2.4% ownership by Robinsons Retail Holdings, Inc). The Group recognized a gain arising from the merger transaction between RBC and BPI, amounting to ₱7.9 billion, which is reported as part of 'Other Income' in the Statements of Comprehensive Income. The gain on merger is the difference between the consideration received which is the fair market value of BPI shares received (Note 10) and the Group's share in RBC net book value at the effectivity date of the merger.

28. Events after reporting period

Equity Restructuring through Quasi-Reorganization

On July 17, 2024, CAI's Board approved to pursue an equity restructuring of its deficit amounting to ₱16.3 billion, against the Additional Paid-in Capital ("APIC") of ₱20.7 billion from CAI's audited financial statements as of December 31, 2023. The total APIC as of December 31, 2023 is composed of ₱9.2 billion from APIC from common shares and ₱11.4 billion from APIC from preferred shares.

The deficit was allocated to the APIC from common and preferred shares based on their paid-in capital value as of December 31, 2023. Hence, the APIC from common shares that will be applied in the deficit is ₱7.4 billion while ₱8.8 billion is from APIC from preferred shares.

The equity restructuring is intended to zero out the deficit as of December 31, 2023. The equity restructuring was approved by the SEC on August 2, 2024.

The equity restructuring will not involve a change in the par value of CAI's shares nor will it require an infusion of any additional paid-in capital; neither will the equity restructuring result in any change in the number of issued, outstanding, or listed shares.

Memorandum of Understanding (MOU) with Airbus and Pratt & Whitney

CAI, Airbus and Pratt & Whitney held an official ceremony to commemorate a binding memorandum of understanding signed for the purchase of up to 152 A321NEO aircraft for estimated USD \$24 billion (₱1.4 trillion) based on list prices, the largest aircraft order in Philippine aviation history. The MOU covers firm orders for up to 102 A321NEO, plus 50 A320NEO Family purchase rights. CAI has selected Pratt & Whitney GTF™ engines to power the future aircraft.

JG SUMMIT HOLDINGS, INC. AND SUBSIDIARIES
SCHEDULE OF FINANCIAL SOUNDNESS INDICATOR

The following are the major financial ratios that the Group monitors in measuring and analyzing its financial soundness:

Ratio	Formula	June 30, 2024	December 31, 2023
Liquidity:			
Current ratio	$\frac{\text{Current assets}^*}{\text{Current liabilities}^*}$ <p><i>*Excludes Assets held for sale and Liabilities directly associated with assets held for sale</i></p>	0.94	1.01
Solvency:			
Debt-to-equity ratio/ Gearing ratio	$\frac{\text{Total financial debt}^{**}}{\text{Total equity}}$ <p><i>**Short-term loans + Long-term loans+ Bonds Payable +Derivative Liabilities</i></p>	0.67	0.68
Net debt-to-equity ratio	$\frac{\text{Total financial debt less total cash}^{***}}{\text{Total equity}}$ <p><i>*** including financial assets at FVTPL and FVOCI</i></p>	0.55	0.57
Asset-to-equity ratio	$\frac{\text{Total assets}}{\text{Total equity}}$	2.14	2.50

Ratio	Formula	Six months ended June 30	
		2024	2023
Profitability:			
Operating income margin	$\frac{\text{Operating income (EBIT)}}{\text{Total revenues}}$	0.15	0.14
Leverage:			
Interest rate coverage ratio	$\frac{\text{Operating income plus depreciation and amortization (EBITDA)}}{\text{Financing costs and other charges}}$	4.74	5.05