

COVER SHEET

2	5	1	6	0
---	---	---	---	---

S.E.C. Registration Number

M	I	L	L	E	N	N	I	U	M	G	L	O	B	A	L	H	O	L	D	I	N	G	S	,	I	N	C.
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	----

[illegible]

(Company's Full Name)

L	O	T		9		B	L	O	C	K		2		J	O	H	N		S	T	.									
---	---	---	--	---	--	---	---	---	---	---	--	---	--	---	---	---	---	--	---	---	---	--	--	--	--	--	--	--	--	--

M	U	L	T	I	N	A	T	I	O	N	A	L		V	I	L	L	A	G	E								
---	---	---	---	---	---	---	---	---	---	---	---	---	--	---	---	---	---	---	---	---	--	--	--	--	--	--	--	--

[illegible]

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

Janine G. Manzano

Contact Person/s

(02) 7218-0437

Company Telephone Number

1	2
---	---

Month

Fiscal Year

3	1
---	---

Day

SEC Form 17-A
December 31, 2020

FORM TYPE

June

Month

Last
Friday

Day

Annual Meeting

Secondary License Type, If Applicable

--	--	--

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

[illegible]

Document I.D.

Cashier

STAMPS

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-A**

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

1. For the fiscal year ended **December 31, 2020**
2. Commission identification number. **25160**
3. BIR Tax Identification No **000-189-138-000**
4. Exact name of issuer as specified in its charter **Millennium Global Holdings, Inc.**
5. Province, country or other jurisdiction of incorporation or organization: **Metro Manila, Philippines**
6. Industry Classification Code: (SEC Use Only)
7. **Lot 9 Block 2, John St., Multinational Village, Paranaque City**
Address of issuer's office
8. Issuer's telephone number, including area code **(632) 8551-2575**
9. **2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City**
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
Common	2,500,000,000 shares

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

Yes [☒] No [☐]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Philippine Stock Exchange; Common Shares

12. Indicate by check mark whether the registrant:

- (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes ☒ No ☐

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

Yes ☒ No ☐

13. State the aggregate market value of the voting stock held by non-affiliates of the registrant. The aggregate market value shall be computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within sixty (60) days prior to the date of filing. If a determination as to whether a particular person or entity is an affiliate cannot be made without involving unreasonable effort and expense, the aggregate market value of the common stock held by non-affiliates may be calculated on the basis of assumptions reasonable under the circumstances, provided the assumptions are set forth in this Form. (See definition of "affiliate" in "Annex B").

The aggregate market value of the voting stock held by non-affiliates of the Company as of December 31, 2020 is Php249,274,431.228(1,138,239,412 shares @ Php0.219/share)

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

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

Yes ☐ No ☐ **(N/A)**

DOCUMENTS INCORPORATED BY REFERENCE

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

(a) Any annual report to security holders; **(N/A)**

(b) Any information statement filed pursuant to SRC Rule 20; **(N/A)**

(c) Any prospectus filed pursuant to SRC Rule 8.1. **(N/A)**

MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*Our discussions in the succeeding sections of this report pertain to the results of our company’s operations for the twelve (12) months ended **December 31, 2020**. References are going to be made on results of operations for the same period of the previous year 2019.*

This report may also contain forward-looking statements that reflect our current views with respect to the company’s future plans, events, operational performance, and desired results. These statements, by their very nature, contain substantial elements of risks and uncertainties, and therefore, may not be 100% accurate. Actual results may be different from our forecasts.

Furthermore, the information contained herein should be read in conjunction with the accompanying audited consolidated financial statements and related notes. Our financial statements, and the financial discussions below, have been prepared in accordance with Philippine Financial Reporting Standards (PFRS).

PART I. BUSINESS AND GENERAL INFORMATION

Millennium Global Holdings, Inc. (the “Company”) was incorporated and registered with the Philippine Securities and Exchange Commission (“SEC”) per SEC Registration No. 25160 on May 19, 1964. Currently a general holding company, it is listed in the Philippine Stock Exchange, Inc. (the “PSE”) since March 1, 1976 with the ticker code MG.

In the recent years, the Company has established its presence through the seafood businesses of its subsidiaries. Nevertheless, it adopts a positive stance to portfolio diversification and varied business opportunities as the SEC on February 14, 2013 approved, among others, the amendment of its primary purpose to become a general holding company.

On February 1, 2017, the SEC approved the Company’s application for decrease in authorized capital stock to ₱250 Million and equity restructuring. On March 20, 2017, the SEC further approved the equity restructuring to partially wipe out the remaining deficit as of December 31, 2015.

On December 18, 2020, the stockholders of the Company approved the change of the principal office of the Company to Lot 9 Block 2 John St., Multinational Village, Paranaque City.

Status of Operations

To date, the Company has two subsidiaries—the MOSC and C3.

The Company owns 51% controlling interest in MOSC. MOSC is primarily engaged in the processing of high quality seafood and aquaculture products for export and trading of imported marine and other related products. Its key business activity is the processing and export of several quality and high valued seafood products such as Black Tiger Shrimps, Kisu (asohos) fillet, frozen lobsters, etc. Its processing plants and buying stations are strategically located all over the country, enabling it to have a strong market foothold in Japan, Taiwan, Hong Kong, Vietnam, Malaysia, Singapore, United States

of America, Canada, etc. MOSC also imports salmon, mackerel scad, scallops, shrimps, etc. for the local market, supplying supermarkets, groceries, food processors, hotels, and restaurants nationwide.

The Company also owns 51% stake in C3, with the intention of making it a 100%-owned subsidiary. To date, the Company's acquisition of the remaining 49% of C3, through purchase of secondary shares from existing shareholders of the Subsidiary, is yet to be completed. C3 is a domestic company engaged in the business of manufacturing, processing and dealing in pasteurized canned crabmeat, frozen marine products and other food products for export purposes. The raw crab meat which is the main material used in the business is locally sourced by C3.

Key Competitors

No key competitors are identifiable for the year 2020.

Principal Suppliers

No principal suppliers are identifiable for the year 2020.

Dependence on a Few or Single Customer

No key customer/s are identifiable for the year 2020.

Transaction with and/or Dependence on Related parties

As a result of the Asset Purchase Agreement executed on September 28, 2011, all Management Agreements and Related Parties were transferred to IPVI.

In 2013, the stockholders approved the investment in and/or acquisition of various businesses and operating companies, including 51% controlling interest in MOSC, majority-owned by the Company's Chairman and President, Yang Chi Jen. A Subscription Agreement acquiring 51% controlling interest in MOSC was consequently executed on January 10, 2014.

In 2014, the stockholders approved the issuance and listing of 9.125 Million shares at par value of Php1.00/share which were subscribed by the Company's Chairman/President and CEO, Yang Chi Jen.

In 2017, the Company made additional subscription to 117,091,837 primary shares of its subsidiary, MOSC, at par value of Php1.00 per share, to maintain the Company's 51% ownership in MOSC.

In 2017, Yang Chi Jen, subscribed to the remaining 365,785,000 unissued shares of the Company at Php0.20 per share, double the lowered par value of Php0.10 per share, equivalent to a total amount of Php73,157,000 with premium of Php36,578,500. The BOD likewise approved the subscription by Yang Chi Jen to at least 25% of the proposed increase in authorized capital stock of the Company at Php0.20 per share. The increase in authorized capital stock of the Company was initially pegged from Php250,000,000 to Php750,000,000 but was later amended during the year to an amount as may be determined by the BOD but not exceeding Php10 Billion. This was approved by the stockholders on December 18, 2020.

Effect of Existing or Probable Government Regulations on the Business

The government regulations affecting the Company have no significant or minimal impact on its business in 2019. However, in 2020, amid the COVID-19 pandemic and compliance with the directives of the government to observe the rules on varying degrees of community quarantine, operations of subsidiaries were streamlined and kept at minimum to balance the health and safety of workers and employees.

Development Activities

The Company has not engaged in significant development activities in 2020.

Cost and Effects of Compliance with Environmental Laws

The Company is committed to complying with the relevant environmental laws and regulations. Its costs and effects have no significant impact on its business in 2020.

Employees

Beginning 2014, personnel support has been provided to the Company through its subsidiaries, MOSC and C3. The Company in the normal course of business will hire personnel, as needed, to support the businesses that it will undertake in the future. Furthermore, the Company complies with government prescribed labor standards.

Description of Properties

The Properties are comprised mostly of land, processing plants and equipment, machinery and delivery equipment owned by the Company's subsidiaries.

Submission of Matters to a Vote of Security Holders

On December 18, 2020, the stockholders of the Company representing 1,712,922,741 issued and outstanding shares, or 68.52% thereof, elected the following members of the Board of Directors for the ensuing year:

1. Yang Chi Jen (a.k.a Michael Yang)
2. Hsin –Jan Wan
3. Hsien-Tzu Yang
4. Willy O. Dizon
5. Maria Soledad C. Lim
6. Nancy T. Golpeo
7. Atty. Ernesto S. Go
8. Amelia T. Tan
9. Aracelli G. Co
10. Maria Luisa T. Wu (Independent)
11. Cristina Hiltrude L. Aganon (Independent)

On the said meeting, the following matters were approved and/or ratified by the stockholders:

1. Minutes of the previous Annual Stockholders' Meeting held on December 12, 2019;
2. Audited Financial Statements for the calendar year ended December 31, 2019, as contained in the Annual Report;
3. All prior acts and proceedings of the Board of Directors, Corporate Officers and Management;
4. Appointment of Valdes Abad & Company as External Auditor for the calendar year 2020;
5. Increase of authorized capital stock up to an amount to be determined by the Board, not exceeding P10 Billion, and subscription to at least 25% thereof by the Company's Chairman/President and CEO, Yang Chi Jen, at ₱0.20 per share; and
6. Change of principal office to Lot 9 Block 2 John Street, Multinational Village, Paranaque City

During the organizational meeting of the new Board following the stockholders' meeting, the following were duly elected:

Name	Positions
Yang Chi Jen a.k.a. Michael Yang	Chairman / President & CEO
Amelia T. Tan	Treasurer
Lyra Gracia Y. Lipae-Fabella	Corporate Secretary

The Board likewise approved the appointments of Atty. Lyra Gracia Y. Lipae-Fabella as Corporate Information Officer and Alternate Compliance Officer; Mr. Yang Chi Jen as Alternate Corporate Information Officer and Alternate Compliance Officer; and Ms. Janine G. Manzano as Compliance Officer and Alternate Corporate Information Officer.

PART II. RESULTS OF OPERATIONS

Financial Highlights and Key Performance Indicators				
Consolidated Statements of Financial Position	As of December 31		Increase (Decrease)	
	2020	2019	Amount	%
Total Assets	1,704,964,435	1,895,615,743	(190,651,308)	(10.06%)
Current Assets	1,320,856,964	1,498,157,266	(177,300,302)	(11.83%)
Property and Equipment	329,116,418	336,990,097	(7,873,679)	(2.34%)
Total Liabilities	1,311,542,159	1,491,727,039	(180,184,880)	(12.08%)
Current Liabilities	1,213,583,054	1,394,150,779	(180,567,725)	(12.95%)
Interest-bearing Loans	991,339,433	1,173,746,959	(182,407,526)	(15.54%)
Equity (capital deficiency)	393,422,276	403,888,704	(10,466,428)	(2.59%)
Consolidated Statements of Comprehensive Income	For the 12 Months Ended		Increase (Decrease)	
	2020	2019	Amount	%
Revenues	814,372,690	1,098,210,712	(283,838,022)	(25.85%)
Gross Profit	51,795,500	102,376,532	(50,581,032)	(49.41%)

General and administrative expenses	35,642,240	53,981,398	(18,339,158)	(33.97%)
Earnings Before Interest, Taxes, Depreciation & Amortization	87,386,380	113,744,798	(26,358,418)	(23.17%)
Profit / (Loss) before tax	(8,396,258)	(7,849,565)	(546,693)	(6.96%)
Profit / (Loss) after tax	(7,860,907)	(8,053,675)	192,768	2.39%
Total Comprehensive Income (Loss)	(7,860,907)	(8,053,675)	192,768	2.39%
Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2020	2019	Amount	%
Net Cash from operating activities	229,558,140	223,976,859	5,581,281	2.49%
Net Cash from investing activities				
Proceeds from disposal	-	-		
Acquisition of property & equipment	(65,264,589)	(47,268,620)	(17,995,969)	(38.07%)
Addition to investment in associate	-	-		
Net Cash from Financing Activities	(145,839,624)	(188,473,413)	42,633,789	22.62%
Key Performance Indicators	For the 12 Months Ended			
	2020	2019		
Current Ratio	1.09	1.07		
Quick Ratio	0.59	0.65		
Solvency Ratio	1.30	1.27		
Debt Ratio	0.77	0.79		
Debt to Equity	3.33	3.69		
Interest Coverage	0.63	0.85		
Asset to Equity Ratio	4.33	4.69		
Gross Profit Margin	0.06	0.09		
Net Profit Margin	(0.009653)	(0.007333)		
Return on Assets	(0.004611)	(0.004249)		
Return on Equity	(0.019981)	(0.019940)		
Price/Earnings Ratio	(82.10)	(45.85)		
Book Value per Share	0.16	0.16		
	As of Dec. 31	As of Dec. 31		
	2020	2019		
Outstanding Shares	2,500,000,000	2,500,000,000		
Number of Employees	248	248		
Ave. Exchange Rates (\$ to Peso)	48.03	50.74		
<i>Please refer to Financial Statement Notes</i>				

Ratios

- *Current Ratio is computed by dividing Current Assets by Current Liabilities.*
- *Quick Ratio is computed by dividing Current Assets less Inventory and Prepayments by Current Liabilities.*
- *Solvency Ratio is computed by dividing Total Assets by Total Liabilities.*
- *Debt Ratio is computed by dividing Total Debts by Total Assets.*
- *Debt to Equity Ratio is computed by dividing Total Debts by Total Equity.*
- *Net Profit Margin Ratio is computed by dividing Net Profit (Loss) by Total Revenue.*
- *Gross Margin is computed by dividing Gross Profit by Total Revenue.*
- *Interest Coverage Ratio is computed by dividing EBIT by Interest Charges.*
- *Return on Assets Ratio is computed by dividing Net Profit (Loss) by Total Assets.*
- *Return on Equity Ratio is computed by dividing Net Profit (Loss) by Total Equity.*
- *Price/Earnings Ratio is computed by dividing Price per Share by Earnings per Share.*

Discussion on Financial Results**Assets**

Total assets decreased by Php190.6 Million from Php1.89 Billion as of December 31, 2019 to Php1.70 Billion as of December 31, 2020. Comprising mainly of decrease in trade receivables of Php146 Million, decrease in inventories of Php20 Million and decrease in due from related parties of Php57.7 Million.

Liabilities

The decrease in total liabilities by Php180 Million from Php1.491 Billion as of December 31, 2019 to Php1.311 Billion in December 31, 2020 was due to the decrease in borrowings by Php186.8 Million.

Equity

The total equity decreased by Php10.4 Million from Php403.8 Million as of December 31, 2019 to Php393.4 Million as of December 31, 2020.

Revenues

Total revenues decreased by Php283.8 Million from Php1.098 Billion as of December 31, 2019 to Php814.3 Million as of December 31, 2020.

Finance cost of Php22.6 Million as of December 31, 2020 represents interest expense on borrowings of Php15 Million and finance lease of Php7.6 Million.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Expenses

Comparing the twelve (12) months ended December 31, 2020 against twelve (12) months ended December 31, 2019, the top expenses in Peso terms are as follows:

- **Cost of Sales**

Total cost of sales for Php762.5 Million in 2020 represents cost of 94% of gross sales of Php814 Million.

- **Salaries and Benefits**

Total salaries for 2020 amounted to Php7.5 Million which represents 21% of general and administrative expenses.

Below is the headcount summary for year ended December 2020 and proceeding four (4) quarters:

Headcount Summary	Dec.-19	Mar-20	Jun-20	Sep-20	Dec.-20
MGHI	-	-	-	-	-
MOSC					
Managerial	9	9	9	9	9
Rank and File	215	215	215	215	215
Consultants	-	-	-	-	-
C3					
Managerial	1	1	1	1	1
Rand and File	23	23	23	23	23
Consultants					
Total	248	250	248	248	248

- **Taxes and licenses** for the year 2020 amounted to Php4.7 Million. This accounts for about 13% of the group's total operating expenses.
- **Transportation and travel** for the year 2020 amounted to Php.5 Million. This accounts for about 2% of groups' total operating expenses. For the year 2019 it amounted to Php2.3 Million.

Liquidity and Capital Resources

The following table shows our consolidated cash flows as of December 31, 2020 and 2019:

Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2020	2019	Amount	%
Net Cash used in operating activities	229,558,140	223,976,859	5,581,281	2.49%
Net Cash from investing activities				
Proceeds from disposal	-	-		
Acquisition of property & equipment	(65,264,589)	(47,268,620)	(17,995,969)	(38.07%)
Addition to investment in associate	-	-		
Net Cash from Financing Activities	(145,839,624)	(188,473,413)	42,633,789	22.62%

Cash as of December 31, 2020 is Php145 Million as compared to Php126 Million on December 31, 2019. Cash was reduced by Php18 Million due to payment of finance cost amounting to Php22 Million.

Operating Activities

Total cash from operations in 2020 increased by Php5.5 Million from an inflow of Php223 Million in 2019 to an inflow of Php229 Million in 2020. The increase was mainly due to collections of trade receivables by the Company's subsidiary, MOSC.

Investing Activities

Total net cash outflows from investing activities in 2020 of Php65.3 Million were from acquisition of property and equipment.

Financing Activities

In 2019, the net cash outflow from financing activities was due to Php52 Million payment of finance cost and Php208 Million advances to related parties.

In 2020, the net cash outflow from financing activities was due to Php187.6 Million payment of finance cost and collection of Php59 Million advances to related parties.

Seasonal aspects that had a material effect on the financial condition or results of operations

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

Requirements under SRC Rule 17 and 68.1

We have extensively disclosed the risks in this report and Financial Statements filed with the exchange.

Financial Risk Assessment

The Company and its operating subsidiaries face various categories and levels of risk. Inherent in all of the businesses is Counterparty risk, or the risk that clients may stop or delay payments of their service invoices, and that suppliers may fail to deliver the goods and services. Each company is addressing these issues through continuous dialogue with, and management of, the specific counterparty at risk. We do not see, at this point, that any failure on the part of our customers, our suppliers, or a group thereof, would materially affect the financial conditions and results of the company.

Currency Risk

During the period when the Peso was still strong, the company decided to hedge its net USD inflows with a foreign bank, by fixing the USD-Peso exchange rate until the end of the contract. Since then, the Peso has depreciated and we may see the USD to strengthen as the other economies are affected by the credit crisis, and inflows from OFW remittances may slow down.

Disclosure on Financial Instruments

The Company does not carry any market-based financial instruments, derivatives, and other similar products in their portfolios. Hence, the evaluation of these financial instruments, comparison to fair values and realization of gains or losses, criteria for determining fair values, are not applicable to the Company.

Aside from risks that are inherent in our businesses, such as risks from competitive forces and from the performance of business operations, we do not foresee any other trend, event or uncertainty that will have a material impact on our net sales and income from the continuing operations of our subsidiaries.

Any events that will trigger direct or contingent financial obligation, which is material to the company, including default or acceleration of an obligation.

We do not foresee any event that would trigger direct or contingent financial obligation, including default or acceleration of any obligation.

All material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

Other than those disclosed by the Company, there are no material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

Any significant elements of income or loss that did not arise from the issuer's continuing operations.

The Company experienced a significant irregularity of operations and slowdown in resourcing and revenue as a result of the ECQ implemented Luzon wide from March 17, 2020 and this scenario may continue in the coming months.

While the irregularity is currently considered to be temporary, management anticipates the prolonged suspension of businesses and restrictions on the movement of workers could negatively impact the Group's financial condition and operations – specifically in its resourcing, production and distribution channels.

Issuances, repurchases, and repayments of debt and equity securities.

Except as disclosed, there are no significant issuances, repurchases, and repayments of debt and equity securities during the year.

Any change in the composition of the issuer during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructuring, and discontinuing operations.

There are no significant changes in the composition of the issuer during the year.

Changes in contingent liabilities or contingent assets since the last annual balance sheet date.

There are no material changes in contingent liabilities or assets since the last annual balance sheet.

Disclosures not made under SEC Form 17-C.

All disclosures made under SEC Form 17-C have been filed during the period.

Other subsequent events disclosed under SEC Form 17-C.

There are no other subsequent events disclosed under SEC Form 17-C.

PART III. SECURITIES OF THE REGISTRANT**(A) Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters:****1. Market Information**

The Company has outstanding 2,500,000,000 common shares. Its common shares are listed and traded principally on the Philippine Stock Exchange ("PSE"). The closing price as of December 31, 2020 is Php0.219 per share.

The Summary of Trading Prices at the PSE for each of the quarterly periods in 2020 and 2019 is as follows:

	2020			
	Q1	Q2	Q3	Q4
High	0.182	0.156	0.169	0.285
Low	0.102	0.112	0.121	0.128

	2019			
	Q1	Q2	Q3	Q4
High	0.270	0.214	0.211	0.201
Low	0.169	0.185	0.182	0.153

Source: PSE

2. Holders

As of December 31, 2020, the Company has a total outstanding common stock of 2,500,000,000 shares, held by 740 individuals and/or corporate stockholders. The top twenty (20) stockholders, their respective number of shares held, and the corresponding percentage of these shares out of the total shares outstanding, are as follows:

Rank	Name	Class of Securities	No. of Shares	Percentage
1	PCD NOMINEE CORPORATION (FILIPINO)	Common	1,266,257,707	50.65%
2	PCD NOMINEE CORPORATION (FOREIGN)	Common	575,325,060	23.01%
3	YANG, CHI JEN YEH	Common	505,000,000	20.20%
4	ELITE HOLDINGS, INC.	Common	55,052,300	2.20%
5	IPVG EMPLOYEES, INC.	Common	38,000,000	1.52%
6	STONE, ROGER G.	Common	18,500,001	0.74%
7	MIRANDA, OLEEN	Common	6,000,000	0.24%
8	CUNNINGHAM, PAUL JOSEPH	Common	6,000,000	0.24%
9	GONZALEZ, JAIME ENRIQUE Y.	Common	5,141,530	0.21%
10	LI, CHIH-HUI	Common	5,000,000	0.20%
11	DIZON, WILLY ONG OR DIZON, NENE C.	Common	3,500,000	0.14%
12	TRANSNATIONAL DIVERSIFIED CORP.	Common	2,507,639	0.10%
13	CATANI, ARNOLD	Common	2,076,802	0.08%
14	E-STORE EXCHANGE.COM, INC.	Common	1,763,080	0.07%
15	POLISHETY, SRINIVAS	Common	1,461,761	0.06%
16	LI, CHIH HUI	Common	1,000,000	0.04%
17	REDIX INC.	Common	856,889	0.03%
18	DIAZ, EDNA B.	Common	270,000	0.01%
19	TABLIGAN, VICTOR	Common	190,140	0.01%
20	HOJAS, RUBIN M.	Common	189,790	0.01%
TOTAL SHARES (TOP 20)			2,494,092,699	99.76%
TOTAL SHARES (REST OF STOCKHOLDERS)		Common	5,907,301	0.24%
TOTAL ISSUED AND OUTSTANDING SHARES			2,500,000,000	100%

The total number of shares held by the top 20 shareholders at 2,494,092,699 represents 99.76% of the company's total outstanding stock.

3. Dividends

The Company's Board of Directors has not declared any dividend for the past three (3) years.

Under the By-Laws of the Company, dividends shall be declared only from surplus profits and shall be payable at such time and in such amounts as the Board of Directors shall determine; provided, however, that no stock dividends shall be issued without the approval of the stockholders representing not less than two-thirds (2/3) of all stock then outstanding and entitled to vote at a general meeting of the Company or at a special meeting called for the purpose. No dividends shall be declared that impair the capital of the Company. Other than the aforesaid, there are no other restrictions that would limit or would likely to limit in the future the ability of the Company to pay dividends on common equity.

(B) Authorization or Issuance of Securities Other than for Exchange

1. Title and amount of Securities issued/ to be issued

As of December 31, 2019, the Company has a total of 2,500,000,000 issued and outstanding common shares with par value of Php0.10 per common share.

2. Description of Securities

As of December 31, 2020, 2,500,000,000 common shares are subscribed and outstanding. The common shares are entitled to vote and to dividends.

3. Description of transactions in which the securities are to be issued

There are no transactions in 2020 in which securities have been or are to be issued.

On March 18, 2021, pursuant to the approvals of the Board of Directors last March 22, 2017 and August 17, 2017, and of the stockholders last December 18, 2020, the Board of Directors approved the initial increase of the authorized capital stock of the Company from P250 Million to P750 Million, divided into 5,000,000,000 common shares at par value of P0.10/share. The 5,000,000,000 common shares shall be subscribed by Yang Chi Jin (a.k.a. Michael Yang) at P0.20/share.

4. Reason for Issuance

There are no transactions in 2020 in which securities have been or are to be issued.

For the transaction last approved on March 18, 2021, the proceeds thereof shall be invested with the Company's subsidiary, MOSC, for the purpose of supporting its operations and expanding its production lines for fish and meat canning, meat and seafoods processing, and sauces.

(C) Modification or Exchange of Securities

No action has been taken with respect to the modification of any class of securities of the registrant, or the issuance of authorization for issuance of one class of securities of the registrant in exchange for outstanding securities of another class.

(D) Information on Independent Accountant

The auditing firm of Valdes Abad & Company (“VAC”) conducted the audit for the periods ended December 31, 2018, December 31, 2019 and December 31, 2020.

The engagement fees in 2020, 2019 and 2018 are as follows:

	Audit Fees (excl. VAT)	OPE
2020	200,000	30,000
2019	200,000	30,000
2018	175,000	26,250

The Company has not engaged VAC for any other services.

VAC, formerly known as Carlos J. Valdes & Associates, one of the oldest accounting firms in the Philippines today, was founded in 1951 by Carlos J. Valdes, a certified public accountant, lawyer, civic leader, educator, businessman and former Philippine Ambassador to Japan and other countries.

VAC was a member firm of Touche Ross in the 1970’s; Coopers & Lybrand International in the 1980’s up to 1996 and a correspondent firm of RSM International from 1997 up to 2007. This long history of international membership was recognition of its professional standing and track record of world-class service to clients over the years. It is a member firm of GMN International, the association of legally independent firms worldwide.

PART IV. CONTROL AND COMPENSATION INFORMATION

DIRECTORS & EXECUTIVE OFFICERS

Name	Age	Citizenship	Position	Term of Office*
Yang Chi Jen (a.k.a Michael Yang)	51	Filipino	Chairman/ President & CEO	December 18, 2020 – present
Hsin – Jan Wan	56	Taiwanese	Director	December 18, 2020 – present
Hsien – Tzu Yang	79	Taiwanese	Director	December 18, 2020 – present
Willy O. Dizon	64	Filipino	Director	December 18, 2020 – present
Maria Soledad C. Lim	60	Filipino	Director	December 18, 2020 – present
Nancy T. Golpeo	59	Filipino	Director	December 18, 2020 – present
Ernesto S. Go	69	Filipino	Director	December 18, 2020 – present
Amelia T. Tan	55	Filipino	Director	December 18, 2020 – present
Aracelli G. Co	55	Filipino	Director	December 18, 2020 – present
Maria Luisa T. Wu (Independent)	65	Filipino	Independent Director	December 18, 2020 – present
Cristina Hiltrude L. Aganon (Independent)	54	Filipino	Independent Director	December 18, 2020 – present
Lyra Gracia Y. Lipae-Fabella	44	Filipino	Corporate Secretary	December 18, 2020 – present
Janine G. Manzano	27	Filipino	Compliance Officer	December 18, 2020 – present

*Since date of last election

PROFILES

YANG CHI JEN (a.k.a Michael Yang)
Chairman, President & CEO

Mr. Yang has four (4) decades of extensive experience in the export/import business as he has been immersed in the day-to-day operations of various businesses owned by his family. Mr. Yang is the controlling shareholder of Millennium Ocean Star Corporation; ShieJie Corporation, a company engaged in the business of seafood processing, packing, and import/export trading; Jomark Food Corporation, a company engaged in fish and squid ball, kikiyam, crab nuggets processing and serves as the local distributor of Millennium products; and Philippine 101 Hotel, Inc., a company engaged in

the hotel industry. He was educated in Taiwan where he attended Kweishan Junior High School.

HSIN – JAN WAN

Director, Deputy Chairman

Mr. Wan has served as Finance Vice President of the Manhattan International Co., Ltd (Cambodia) from September 2013 until October 2014; Acting CFO & MBOS Director of Nippecraft Limited (Singapore) from November 2006 until July 2013; Finance & Administration Director of Jinxing Paper Industry Co. (China) from September 2005 – November 2006; Verification Deputy Manager of PT Pabrik Kertas Tjiwi Kimia Tbk (Indonesia) from August 2000 - November 2004; Finance & Administration Manager of Contex Textile Co. (Philippines), Logimas Manufacturing Co. (Philippines) and Markwins Cosmetics Co. (China) from 1996- 2004. He received his BA (Accounting) degree from Chong Yuan Christian University (Taiwan) and MBA (Finance Major) degree from the George Washington University (USA).

HSIEN-TZU YANG

Director

Mr. Yang has had more than four (4) decades of experience in the areas of seafood processing, packing, canning, and manufacturing of marine products. For a number of years, he ran ShieJie Corporation, South Sea Marine Products, Tawi-Tawi King Fisher Incorporated and South Phil. Marine Products, Incorporated. He was educated in Taiwan where he attended Taichung Elementary School.

WILLY O. DIZON

Director

Mr. Dizon is the Chairman/President of Timbercity Jetty Gas Station and De Luxe Construction Supply Co., Inc. He is a seasoned businessman with more than thirty (30) years track experience in sales and marketing. He took up BS Chemical Engineering at Mapua Institute of Technology.

MARIA SOLEDAD C. LIM

Director

Ms. Lim is the Executive Vice President in Optimum Solutions, Inc. and Secretary of Fuji Zipper Manufacturing Inc., a family-owned business. She has extensive experience in marketing and finance. Ms. Lim is a graduate of the University of the East in Business Administration.

NANCY T. GOLPEO

Director

Ms. Golpeo is engaged in the real estate business and has been a licensed real estate appraiser since 2011. She has a Bachelor of Science degree in Commerce from the University of Santo Tomas.

AMELIA T. TAN

Director, Treasurer

Ms. Tan is the Treasurer of the Corporation and Chief Finance Officer and Corporate Secretary of Millennium Ocean Star Corporation. She has more than 19 years of combined banking experience in Bank of the Philippine Islands (1999-2004), Far East Bank (1987-1999) and Urban Bank (1985-1987). She obtained her degree in Bachelor of Science in Commerce major in Management Financial Institution from De La Salle University.

ARACELLI G. CO

Director

Ms. Co is the Manager of Aracelli Plastic Products. She is also a member of the faculty of Northern Rizal Yorklin School since 1984. She has been an Asst. Treasurer of the Philippine Plastic Industry Association and Treasurer of Northern Rizal Yorklin Alumni Assn. since 2013. She is a Certified Public Accountant. She obtained her degree in Bachelor of Science in Business Administration major in Accounting from the Philippine School of Business Administration.

ERNESTO S. GO

Director

Atty. Go is a Senior Partner at the Cerilles Navarro Nuval & Go Law Offices since 1978. He has an extensive background in Corporate and Litigation practice. He holds a Bachelor of Laws degree from the Ateneo De Manila University Law School and placed 20th in the 1975 Bar Examinations.

MARIA LUISA T. WU

Independent Director

Ms. Wu is a Financial Consultant for Planters and Green Revolutionist Association Inc.; President of Uniq Intertrade Corporation; and Proprietor of the Giant Builders and the Ad-Reds International Trading. She is also a member of the Filipino-Chinese Eastern Chamber of Commerce. She was previously connected with Giant Footwear (Shanghai, China) and Masterx Footwear (Mariveles, Bataan) as production manager. Ms. Wu took up Bachelor of Science in Commerce, Major in Accountancy, at the University of the East.

CRISTINA HILTRUDE L. AGANON

Independent Director

Ms. Aganon is a Certified Public Accountant. She serves as the Treasury Officer/Budget Officer/Accounting Officer of Private Infra Dev. Corp. since 2011. Previously, she has worked as Branch Manager for the Philippine National Bank from 2008 to 2010. Ms. Aganon obtained her degree in BS Commerce Major in Accounting from St. Mary's University in Nueva Vizcaya. She likewise earned 36 MBA units from the University of Santo Tomas.

LYRA GRACIA Y. LIPAE-FABELLA

Corporate Secretary, Corporate Information Officer and Alternate Compliance Officer

Atty. Lipae-Fabella is a Certified Public Accountant and member of the Integrated Bar of the Philippines. She serves/has served as Corporate Secretary to a number of publicly-listed and private companies. At present, she is the Managing Partner of the Fabella and Fabella Law Office. Her work experience includes having been a Junior Auditor of a leading auditing firm, Associate of a law firm and Securities Counsel III at the Securities and Exchange Commission. Atty. Lipae-Fabella graduated from San Beda College of Law and obtained her BS Business Administration and Accountancy degree from the University of the Philippines in Diliman.

JANINE G. MANZANO

Compliance Officer and Alternate Corporate Information Officer

Ms. Manzano is a licensed teacher who found joy working in the corporate field. Prior to immersing in the corporate practice, she taught at St. Benedict School of Novaliches. She obtained her degree in BS Secondary Education from Divine Word College of Vigan.

Family Relationship

Yang Chi Jen (a.k.a. Michael Yang) is the son of Hsien-Tzu Yang.

There are no other family relationships known to the Company other than the ones disclosed herein.

Involvement of Directors and Officers in Certain Legal Proceedings

To the best knowledge and information of the Corporation, none of its incumbent directors and officers/nominees has been involved during the past five (5) years, up to the time this Information Statement is submitted to the Securities and Exchange Commission and the Philippine Stock Exchange, in any legal proceedings, which are material to the evaluation of the ability or integrity of any director, executive officer or nominee of the Corporation. They are not directly or indirectly involved in such legal proceedings, to wit:

- a. There is no bankruptcy petition filed by or against any business which any of the incumbent directors/ officers was a general partner or executive officer at any time within five (5) years or more;
- b. The incumbent directors/officers had no conviction by final judgment for any offense, in criminal proceedings, domestic or foreign, nor is the Corporation aware of any fact to the effect that any of them is the subject of a pending criminal proceeding, not even for a minor offense;
- c. Not one of the incumbent directors/officers has been the subject of any order, judgment or decree, not subsequently reversed suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his/her involvement in any type of business, securities, commodities or banking activities;
- d. The incumbent directors are not found by a domestic or foreign court of competent jurisdiction, the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market of self-regulatory organization, to have violated a securities or commodities law or regulation and said judgment has not been reversed, suspended or vacated.

EXECUTIVE COMPENSATION

The following table is a summary of all plan and non-plan compensation awarded to, earned by, paid to, or estimated to be paid to, directly or indirectly, the Chief Executive Officer (“CEO”), the four (4) most highly compensated executive officers other than the CEO who served as executive officers, and all officers and directors as a Group as of December 31, 2020 (including the preceding three years):

	Year	Salary (In Philippine Pesos)	Bonus	Other Annual Compensation
Top five (5) most highly compensated executive officers	2018	1,950,448.80	0	None
	2019	4,488,974.40	0	None
	2020	3,835,200.00	0	None
All other officers and directors as a group	2018	1,980,000.00	0	None
	2019	4,572,000.00	0	None
	2020	3,956,700.00	0	None

Four Most Highly Compensated Executive Officers Other Than the CEO

Year	Executive Officer
2018*	Amelia Tan Domingo Dino Luzviminda Lachica Ma. Loreto Saldajeno
2019*	Amelia Tan Domingo Dino Emerald Uy Jocelyn Reliquias
2020*	Amelia T. Tan Domingo Dino Emerald Uy Jocelyn Reliquias

**Most Executive Officers receive compensation from the respective subsidiary/ies they handle. The Directors do not receive compensation from the Corporation pursuant to applicable laws.*

Since the date of their elections, except for per diems, the directors have served without compensation. The directors did not also receive any amount or form of compensation for committee participation or special assignments. Under Section 7, Article III of the By-Laws of the Corporation,

the compensation of directors, which shall not be more than ten percent (10%) of the net income before income tax of the corporation during the preceding year, shall be determined and apportioned among the directors in such manner as the Board may deem proper, subject to the approval of the stockholders representing at least a majority of the outstanding capital stock at a regular or special meeting. As of this date, no standard or other arrangements have been made in respect of director's compensation.

Employee Stock Purchase Plan

The Corporation has not issued any employee stock option nor approved any stock option plan for employees for the past five (5) years.

Security Ownership of Owners of more than 5% of voting securities as of December 31, 2020

Title of Class	Name, address of record owner and relationship with issuer	Name of Beneficial owner and relationship with record owner (direct)	Citizenship	No. of Shares	Percentage
Common	PDC Nominee Corp. (Filipino) 29th Floor, BDO Equitable Tower 8751 Paseo de Roxas, Makati City 1226 Stockholder	Yang Chi Jen is the beneficial owner of 371,091,130 shares; PDC Nominee Corp. is the record owner	Filipino	1,266,257,707	50.65%
Common	PDC Nominee Corp. (Foreign) 29th Floor, BDO Equitable Tower 8751 Paseo de Roxas, Makati City 1226 Stockholder	Conqueror Space Ltd. (BVI) is the beneficial owner of 482,114.458 shares; PDC Nominee Corp. (Foreign) is the record owner.	Foreign	575,325,060	23.01%
Common	Yang Chi Jen Blk 4 Lot 6 John St. Multinational Village, Paranaque City Chairman/ President & CEO	Yang Chi Jen is the beneficial owner and record owner	Filipino	*505,000,000	20.2%

*excluding shares lodged with PDC Nominee Corp.

Security Ownership of Management

The following are the security ownership of the directors and executive officers of the Corporation as of December 31, 2020:

	Name of Beneficial Owner; Relationship with Issuer	No. of Shares and Nature of Beneficial Ownership (Direct & Indirect)	Citizenship	Percentage Held
Common	Yang Chi Jen (a.k.a. Michael Yang); Chairman/ President& CEO	505,000,000 (Direct); 371,091,130 (Indirect)	Filipino	35.04 %
Common	Hsin-Jan Wan; Deputy Chairman	10,000 (Indirect);	Taiwanese	0%
Common	Hsien-Tzu Yang; Director	1,000 (Direct);	Taiwanese	0%
Common	Willy O. Dizon; Director	3,501,000 (Direct);	Filipino	0.16%
Common	Maria Soledad C. Lim; Director	1,000 (Direct);	Filipino	0%
Common	Nancy T. Golpeo; Director	1,000 (Direct);	Filipino	0%
Common	Ernesto S. Go; Director	1,000 (Direct);	Filipino	0%
Common	Amelia T. Tan; Director/Treasurer	10,000 (Indirect);	Filipino	0%
Common	Aracelli G. Co; Director	10,000 (Indirect);	Filipino	0%
Common	Maria Luisa T. Wu; Independent Director	10,000 (Indirect);	Filipino	0%
Common	Cristina Hiltrude L. Aganon; Independent Director	10,000 (Indirect);	Filipino	0%
Common	Lyra Gracia Y. Lipae-Fabella; Corporate Secretary	None	Filipino	0%
Common	Janine G. Manzano; Compliance Officer	None	Filipino	0%

The total security ownership, direct and indirect, of the directors and corporate officers of the Company as of December 31, 2020 is 879,646,130 common shares, equivalent to 35.19% of the outstanding capital stock of the Company.

Public Ownership

As of December 31, 2020, the public ownership in the Company is as follows:

Particular	Shares / Percentage (%)
Total Number of Shares owned by the Public	1,138,239,412
Total Issued and Outstanding Shares	2,500,000,000
Percentage Public Ownership	45.53%
Number of Outstanding shares	2,500,000,000
Number of Treasury Shares	0
Number of Listed Shares	1,869,684,619
Number of Foreign-Owned Shares	613,511,445
Foreign Ownership Level (%)	24.54%
Foreign Ownership Limit (%)	No Limit

Voting Trust Holders of 5% or more

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

Changes in Control

There were no changes in control during the year.

Certain Relationships and Related Transactions

In the ordinary course of business, the Corporation had transactions with its then associates, affiliates, subsidiaries and other related parties consisting principally of cash advances and reimbursement of expenses, various guarantees, management and service agreements and intercompany charges.

On March 22, 2017, the BOD approved the following:

- Subscription of the Company's Chairman and President, Yang Chi Jen, to the remaining 365,785,000 unissued shares of the company at Php0.20 per share amounting to a total of Php73,157,000, premium of Php36,578,500.
- Subscription by Yang Chi Jen to at least 25% of the proposed increase in authorized capital stock of the Company at Php0.20 per share. The increase of authorized capital stock of the Company was initially set from Php250,000,000 to Php750,000,000, and amended to up to Php10 Billion.
- Acquisition of 49% of the Philippine 101 Hotel, Inc., a domestic corporation majority owned by Yang Chi Jen.

On June 29, 2017, the BOD approved the additional subscription to 117,091,837 primary shares of its subsidiary, MOSC, at par value of Php1.00 per share, to maintain the Company's 51% ownership.

Further discussion on Related Party Transaction are provided under Note 32 of the 2020 Consolidated Financial Statements.

Parents and immediate parents as of December 31, 2020

The Company has no Parent and immediate parent relationships as of December 31, 2020.

Transactions with Promoters

The Company has not had any transactions with promoters for the past five (5) years.

PART V. CORPORATE GOVERNANCE

The Board of directors and shareholders, management and employees of the Company believe that corporate governance is a necessary component to achieve strategic business management. Going beyond compliance to laws and the implementation of rules and regulations, the Company's governance cultivates a corporate culture of integrity and empowering leadership, and significantly contributes to long-term growth and enhanced shareholder value.

The Company is committed to adhering to the highest level of sound corporate governance practices in setting values that serve as its foundation in guiding both employees and stockholders alike. With a dedicated team of professionals who share such passion, its business practices and work ethics put in place a philosophy of corporate transparency and public accountability.

In compliance with SEC Memorandum Circular No.19, Series of 2016 and SEC Memorandum Circular No.24, Series of 2019, the Corporation revised its Manual on Corporate Governance, adopting the mandatory provisions of the Revised Code of Corporate Governance and Revised Corporation Code. There has been no material deviation from the Corporation's Revised Manual on Corporate Governance.

THE BOARD OF DIRECTORS

A Board leads the Company, which is the highest authority in matters of governance and in managing the business of the Company.

It is the Board's responsibility to foster the long-term success of the Corporation and secure its sustained competitiveness in a manner consistent with its fiduciary responsibility, which it shall exercise in the best interest of the Corporation, its shareholders and other stakeholders.

The Board meets regularly throughout the year to ensure a high standard of business practice for the Corporation and its stakeholders and to ensure soundness, effectiveness, and adequacy of the Corporation's internal control environment. Independent judgment is exercised at all times.

COMMITTEES

To aid in complying with the principles of good corporate governance and as expressly provided in the Corporation's Revised Manual of Corporate Governance, the following committees were established with specific responsibilities.

Nomination, Compensation and Election Committee

The Nomination, Compensation and Election Committee is composed of three (3) members of the Board of Directors and at least one of who is an independent director. The members of the Committee are as follows:

1. Yang Chi Jen – Chairman
2. Amelia T. Tan – Member
3. Ernesto S. Go – Member

The Committee has established a formal, transparent procedure developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers and directors. It provides oversight over remuneration of senior management and other key personnel ensuring that compensation is consistent with the Corporation's culture, strategy and control environment. It determined the amount of remuneration, which is sufficient to attract and retain directors and officers who are needed to run the company successfully.

It is also tasked to install and maintain a process to ensure that all directors to be nominated for election at the annual stockholders' meeting have all the qualifications and none of the disqualifications for directors as stated in the By-Laws, the Revised Manual on Corporate Governance of the Corporation and the pertinent rules of the SEC.

It likewise reviews and evaluates the qualifications of all persons nominated to positions in the Corporation, which require appointment, by the Board.

Audit Committee

The Audit Committee is composed of three (3) members of the Board and chaired by an independent director. The members of the Committee are as follows:

1. Cristina Hiltrude L. Aganon (Independent Director) – Chairman
2. Aracelli G. Co – Member
3. Maria Luisa T. Wu (Independent Director) – Member

The members have adequate understanding at least or competence at most of the company's financial management systems and environment. The Committee checks all financial reports against its compliance with both the internal financial management handbook and pertinent accounting standards, including regulatory requirements. It performs oversight financial management functions specifically in the areas of managing credit, market, liquidity, operational, legal and other risks of the Corporation, and crisis management.

The committee function includes a direct interface with the internal and external auditors, which are separate and independent of each other.

Corporate Governance Committee/Risk Management and Oversight Committee

The Committee is composed of one (1) independent director and two (2) regular directors. The members are as follows:

1. Maria Luisa T. Wu – (Independent Director) Chairman
2. Yang Chi Jen – Member
3. Amelia T. Tan – Member

The Committee is tasked to assist the Board in the performance of its corporate governance responsibilities. It shall ensure compliance with and proper observance of corporate governance principles and practices.

The Committee is likewise tasked for the oversight of a Company's Risk Management system to ensure its functionality and effectiveness.

Executive Committee

The Executive Committee is composed of a minimum of three (3) members. The members of the Committee are as follows:

1. Yang Chi Jen – Chairman
2. Amelia T. Tan – Member
3. Aracelli G. Co – Member

The Executive Committee acts in accordance with the authority granted by the Board, or during the absence of the Board, on specific matters within the competence of the Board of Directors, except with respect to approval of any action for which shareholders' approval is also required; distribution of cash dividends; filling of vacancies in the Board or in the Executive Committee; amendment or repeal of By-Laws or the adoption of new By-Laws; amendment or repeal of any resolution of the Board of Directors which by its express terms is not so amendable or repealable; and the exercise of powers delegated by the Board exclusively to other committees.

Compliance Officer

The Compliance Officer is designated to ensure adherence to corporate principles and best practices.

The duties of the Compliance Officer include monitoring of compliance with the provisions and requirements of the Revised Manual on Corporate Governance; determine violation/s of the Manual and recommend penalty for violation thereof for further review and approval of the Board; appear before the Securities and Exchange Commission upon summon; and identify, monitor and control compliance risks.

Content and Timing of Disclosures

The Company updates the investing public with strategic, operating and financial information through adequate and timely disclosures filed with the Securities and Exchange Commission and the Philippine Stock Exchange.

In addition to compliance with periodic reportorial requirements, the Corporation ensures that not only major and market-sensitive information but material information such as earnings, dividend declarations, joint ventures and acquisitions, sale and disposition of significant assets are punctually disclosed to the SEC, PSE and through the Corporation's website.

PART VI. EXHIBITS AND SCHEDULES

The relevant matters/reports/disclosures which were filed in 2020 pertain to the following:

Date	Matters Approved/ Reported
February 6, 2020	Change in principal office
April 7, 2020	Postponement of the ASM of the Company which pursuant to its By- Laws should be held on the last Friday of June of every year. This, amid COVID-19 pandemic and ECQ status of Metro Manila.
June 10, 2020	Approval of the 2019 Separate Audited Financial Statements
June 24, 2020	Approval of the 2019 Consolidated Audited Financial Statements
June 26, 2020	Approval of Revised Manual on Corporate Governance
November 6, 2020	Holding of the Company's ASM on December 18, 2020 at 2:00 p.m. via remote communication. The record date is set on November 25, 2020.
December 18, 2020	Results of the Annual Stockholders' Meeting/Organizational Meeting

- End -

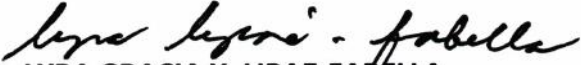
SIGNATURES

Pursuant to the requirements of the Securities Regulation Code and the Corporation Code, this report is signed on behalf of the Company by the undersigned, thereunto duly authorized, in the City of QUEZON CITY, on MAY 14 2021.

By:


YANG CHI JEN (a.k.a. Michael Yang)
President and CEO

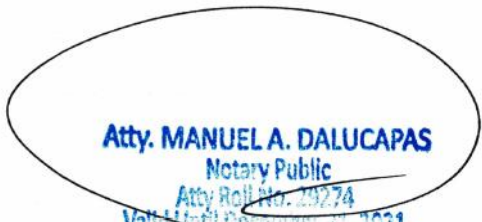

AMELIA T. TAN
Treasurer


LYRA GRACIA Y. LIPAE-FABELLA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 14 2021 affiants exhibiting to me the following documents, to wit:

NAMES	ID No.	PLACE OF ISSUE
Yang Chi Jen	TIN 114-348-293	BIR
Amelia T. Tan	TIN 117-981-959	BIR
Lyra Gracia Y. Lipae-Fabella	SSS ID No. 0918363020	SSS

Doc. No. 391;
Page No. 79;
Book No. V;
Series of 2021.


Atty. MANUEL A. DALUCAPAS
Notary Public
Atty. Roll No. 29274
Valid Until December 31, 2021
PTR No. 5542028-1-04-2021 Q.C.
IBP No. 23357014-1-04-2021 Q.C.
Adm. Matter No. NP 012 (2020-2021)
MCLE Compliance No. v-0005813
Matalino St. Diliman, Q.C.

Annex A:

Contextual Information

Company Details:	
Name of Organization	Millennium Global Holdings, Inc. and subsidiaries (the “Corporation”/”Company”)
Location of Headquarters	Lot 9 Block 2, John Street, Multinational Village, Paranaque City
Location of Operations	Philippines and overseas
Report Boundary: Legal entities (e.g. subsidiaries) included in this report*	This report covers the operations of the Corporation and its subsidiaries. The subsidiaries are primarily engaged in the seafood business.
Business Model, including Primary Activities, Brands, Products, and Services	Millennium Global Holdings, Inc. (the “Company”) was incorporated and registered with the Philippine Securities and Exchange Commission (“SEC”) per SEC Registration No. 25160 on May 19, 1964. Currently a general holding company, it is listed in the Philippine Stock Exchange, Inc. (the “PSE”) since March 1, 1976 with the ticker code MG. In the recent years, the Company has established its presence through the seafood business of its subsidiaries. Nevertheless, it adopts a positive stance to portfolio diversification and varied business opportunities as the SEC on February 14, 2013 approved, among others, the amendment of its primary purpose to become a general holding company.
Reporting Period	January 1, 2020 to December 31, 2020
Highest ranking Person responsible for this report	Yang Chi Jen – President & CEO

Materiality Process

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.
Material topics were initially identified using the 5Ws and 1H as guide in gathering information and analysis that would lead to key areas in determining the internal and external factors which impact the Company and the Group as a whole, and which the Company and the Group likewise impact on. A desktop review of industry trends, key factors, and various risks internally and externally identified, as well as industry specific sustainability issues served as reference to assess the prioritization of the relevant stakeholders and identification of material topics. This is an ongoing process and updates on the efforts and relevant findings covering Economic, Environmental and Social areas will be presented on the next annual sustainability reporting.

ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount	Units
Direct economic value generated (revenue)	812,359,648	Php
Direct economic value distributed:		Php
a. Operating costs	28,917,49	Php
b. Employee wages and benefits	11,635,996	Php
c. Payments to suppliers, other operating costs	130,842,687	Php
d. Dividends given to stockholders and interest payments to loan providers	22,534,547	Php
e. Taxes given to government	4,675,291	Php
f. Investments to community (e.g. donations, CSR)	N/A	Php

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> The Corporation has established its presence through the seafood business of its subsidiaries. Nevertheless, it adopts a positive stance to portfolio diversification and varied business opportunities as the SEC on February 14, 2013 approved, among others, the amendment of its primary	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • employees • community • suppliers • customers • government	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company is committed to adhering to the highest level of sound corporate governance practices in setting values that serve as its foundation in guiding both employees and stockholders alike. The Company relies and puts to optimum use the experience of its people who have been in the industry for sometime.

purpose to become a general holding company. The economic value generated essentially impacts the buying and storage/products processing and preservation and ultimately the value chains of the customers. The Company's business operations and distribution activities also directly supports generation of economic activities In the locality where the raw or live products are obtained and the employment of workers involved in sourcing, production and distribution until the products reach the ultimate consumer.		The Company manages to work within its budget and goals and aims to align its performance with the strategic plan. With the Corporation's ties in the Asian market, the company aims to continue to improve its business operations through improved facilities in aqua foods and products processing and preservation.
What are the Risk/s Identified?		
<i>Identify risk/s related to material topic of the organization</i> Increasing costs of raw material and limitation of supply; Increasing costs of operation/logistics; Renewal/securing permits and licenses from various government regulatory agencies; Competition from other players; Cost of storage for slow moving items; Unforeseen crisis or significant events For additional information, please see the discussion of	• employees • community • suppliers • customers • government	The Company reviews, regularly and on as needed basis, its risk assessment and management processes to improve its handling of any significant identified risks.

the different risks under Note 7 of the Consolidates AFS 2019.		
What are the Opportunity/ies Identified?		
<i>Identify the opportunity/ies related to material topic of the organization</i> Product sustainability and optimizing marketing and distribution strategies	• employees • community • suppliers • customers • government	The Company finds ways on how to continuously source quality raw materials from local communities to meet consumer needs, and adopts and designs logistics and distribution channels which are convenient and cost effective.

Climate-related risks and opportunities

Governance	Strategy	Risk Management	Metrics and Targets
<i>Disclose the organization's governance around climate-related risks and opportunities</i> Interdependence between business and society and the environment is a recognized fact and in order for the participants to respectively grow, they need to foster a	<i>Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's business, strategy, and financial planning where such information is material</i> The Company finds ways on how to continuously source quality raw materials from local communities to meet consumer needs, and adopts and designs logistics and	<i>Disclose how the organization identifies, assesses, and manages climate-related risks</i> To protect against these contingencies and mitigate the effects of such supply disruptions, the Company maintains a reasonable safety inventory position level	<i>Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material</i> To date, the Corporation has not yet set a conclusive metrics to assess climate-related risks and opportunities in line with its strategy

mutually beneficial relationship between and among them with a sense of social responsibility for the betterment of all.	distribution channels which are convenient and cost effective. The Corporation is still In the process of conducting further studies on potential impacts of climate - related risk on its business.	and buffer to ensure optimal supply flexibility and operational resilience.	and risk management process.
Recommended Disclosures			
<i>a) Describe the board's oversight of climate-related risks and opportunities</i> The Risk Management and Oversight Committee is tasked for the oversight of the Corporation's Risk Management system to ensure its functionality and effectiveness. The Committee has not yet incorporated a thorough review of the potential quantifiable impact of climate-related risks and opportunities to the Company.	<i>a) Describe the climate-related risks and opportunities the organization has identified over the short, medium and long term</i> The following are the climate-related risks that affect the business operations of the Corporation: • Supply shortage due to extreme weather conditions • Climate change which can cause loss of production • high sea temperature and increased acidity that results to the alteration of reproduction	<i>a) Describe the organization's processes for identifying and assessing climate-related risks</i> The Company still requires further study to develop a structured assessment method in quantifying the impact and prioritizing the actions required on the identified climate-related risk.	<i>a) Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process</i> To date, the Corporation has not yet set a conclusive metrics to assess climate-related risks and opportunities in line with its strategy and risk management process.

	and distribution of marine life.		
<i>b) Describe management's role in assessing and managing climate-related risks and opportunities</i> The Management of recognizes and places an importance on the interdependence between business and society and promote a mutually beneficial relationship that allows the Company to grow its business while contributing to the advancement of the society where it operates. [RMCG] Management ensures that the Company's approach to Sustainability is implemented. This includes managing Company's own environmental impact, mitigating actions required, as well as identifying the opportunities on how the Company can be positioned to promote and benefit from it.	<i>b) Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy and financial planning</i> The Corporation is still in the process of conducting studies on the impacts of climate - related risks and opportunities on its business.	<i>b) Describe the organization's processes for managing climate-related risks</i> Besides maintaining reasonable and safety levels of inventories, the Company also ensure that there is no concentration or over reliance on one particular supplier. The Company keeps and maintains good relationships with a number of suppliers for its sourcing (at least from 2 different countries) and does not depend on a limited number of suppliers for its chemical procurement.	<i>b) Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets</i> The Corporation shall consider the setting of relevant targets to assess and manage climate-related risks and opportunities and performance against targets
	<i>c) Describe the resilience of the organization's strategy, taking into consideration different</i>	<i>c) Describe how processes for identifying, assessing, and managing climate-related risks</i>	

	<i>climate-related scenarios including a 2°C or lower scenario</i> The organization's strategy has not been assessed of its resiliency to different climate-related scenarios. The different scenarios shall be included in the next assessment.	<i>are integrated into the organization's overall risk management</i> The Corporation continues to adopt appropriate risk management tools as well as conservative finance and operational controls and policies to manage the various business risks the Corporation and its subsidiaries will encounter. The directors review the effectiveness of the risk management system, as may be necessary.	
--	---	---	--

Procurement Practices

Proportion of spending on local suppliers

Disclosure	Quantity	Units
Percentage of procurement budget used for significant locations of operations that is spent on local suppliers	80	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i>

<i>impacts through its business relationship)</i> Purchasing quality raw seafood from local suppliers contribute to local economic growth which results to reasonable pricing and other relevant conditions. These are guided by the volume of the supply, the local practice of the community, government policy on environmental compliance, among others.	• suppliers • service providers • customers • employees • community • government	The Company values close collaboration with suppliers to attain mutually beneficial partnerships
What are the Risk/s Identified? <i>Identify risk/s related to material topic of the organization</i> • lack of supply • availability of product • delayed transactions • extreme weather conditions	• suppliers • service providers • customers • employees • community • government	The Company puts premium value on the performance of the suppliers based on ability and consistency to supply quality goods at competitive price, industry track record, financial capability, and feedback of its past performance. They must always observe compliance with any set standards and regulations.

What are the opportunity/ies Identified?		
<i>Identify the opportunity/ies related to material topic of the organization</i> The Company can further improve its procurement practice with better demand forecasting, and implementation of formal supplier accreditation policy. Improved procurement practice can yield savings in the value chain.	• suppliers • service providers • customers • employees • community • government	The Company is in its implementation phase for an enterprise resource planning system to improve its business information and analysis of demand trend. A formal supplier accreditation policy will be put in place within the next 12 months. The procurement process shall ensure that value is realized through contract management and supplier relation management. It shall be a driver for sustainable savings across the Company.

Anti-corruption

Training on Anti-corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	Undocumented	%
Percentage of directors and management that have received anti-corruption training	60	%
Percentage of employees that have received anti-corruption training	0	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> As a buyer, processor, exporter and distributor of seafood products, the Company through the employees transacts with various external stakeholders across	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • suppliers • service providers • customers • employees • community • government	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company espouses an anti-corruption policy. It does not condone dishonest, unethical or unprofessional behavior and actions displayed by an employee, regardless of his/her level of authority. It is the responsibility of each employee to report legitimate concerns so that issues can be properly investigated or resolved and corrective measures can be instituted.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> 1. Regulatory and Legal risk Exposure to losses for noncompliance to existing or future laws, rules and regulations.	• suppliers • service providers • customers • employees • community • government	The Company does not condone dishonest, unethical or unprofessional behavior and actions displayed by an employee, regardless of his/her level of authority. It is the responsibility of each employee to report legitimate

2. Reputational risk		concerns so that issues can be properly investigated or resolved and corrective measures can be instituted. The Company aims to develop an effective anti-corruption framework including sourcing of appropriate external training programs or formulate its own training program for phased deployment to the officers and employees.
What are the opportunity/ies identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Ensure value creation and long term resilience of the business through proper business conduct.	• employees • customers • suppliers • Company	The Company will develop an effective anti-corruption framework by sourcing external training program or formulating its own program for phased deployment to officers and employees.

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#
Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources,</i>

<i>operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Incidents of corruption may occur when a director, officer or employee fails to comply with Company's Code of Business Conduct and Ethics. This may cause reputational and financial risks to the Company including potential fines and legal cases.	• employees • customers • suppliers • Company	<i>grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company does not condone dishonest, unethical or unprofessional behavior and actions displayed by an employee, regardless of his/her level of authority. It is the responsibility of each employee to report legitimate concerns so that issues can be properly investigated or resolved and corrective measures can be instituted. These concerns may involve commission of fraud, theft or corruption, unauthorized use of Company funds and properties, breach of a legal obligation, internal or external regulation or any procedure regarding accounting, auditing matters, as well as alleged irregularities of a general, operational and financial nature in the Company. The Company adopts a Whistleblowing Policy to as mechanism for raising in a confidential manner genuine issues and concerns of wrongdoing, impropriety or irregularity involving or affecting the Company. This is shared with all the
--	--	--

		stakeholders through the Company's website.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No identified material risk without recorded incident of corruption recorded.	- employees - customers - suppliers - Company	The Company will provide training programs on anti-corruption to its employees.
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No identified material opportunity without recorded incident of corruption recorded.	- employees - customers - suppliers - Company	The Company will provide training programs on anti-corruption to its employees.

ENVIRONMENT

Resource Management

Energy consumption within the organization:

Disclosure	Quantity	Units
Energy consumption (renewable sources)	N/A	GJ
Energy consumption (gasoline)	715.6	GJ
Energy consumption (LPG)	115.0	GJ
Energy consumption (diesel)	1164.9	GJ
Energy consumption (electricity)	15,110.3	kWh

Reduction of energy consumption

Disclosure	Quantity	Units
Energy reduction (gasoline)	N/A	GJ
Energy reduction (LPG)	N/A	GJ
Energy reduction (diesel)	N/A	GJ
Energy reduction (electricity)	N/A	kWh

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Energy is an essential operations aspect of the Company. It is utilized in the offices, production and storage sites.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • employees • customers • suppliers • government	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company recognizes promotion of energy consumption and reduction methods.
What are the Risk/s Identified?	• employees • suppliers • government	Implementation of power saving measures and availability of standby generator in case of emergency or as needed.
<i>Identify risk/s related to material topic of the organization</i> 1. Electric power interruption risk - Intermittent power supply or brownouts cause delays and interruptions in the continuity of operations; - Prolonged power interruption may cause damage to products esp. those that need to be in the cold storage or in a controlled temperature environment; - Constant power interruption may lead to less eager and less productive employees		

2. Energy efficiency risk - There may be unutilized energy as a result of undetected line to ground faults of some electrical equipment; - Usage of old or high consuming lighting bulbs or equipments instead of newer or energy-efficient ones		
What are the Opportunity/ies Identified?		
<i>Identify the opportunity/ies related to material topic of the organization</i> This is an opportunity for the Company to reassess its power efficiency taking into consideration various factors such as the state of its plant and equipment and costs of usage of alternative power source vis a vis the benefits to the Company and the environment as a whole.	• employees • community • suppliers	The Company implements measures to keep energy consumption at a reasonable level.

Water consumption within the organization

Disclosure	Quantity	Units
Water withdrawal	26521	Cubic meters
Water consumption	26521	Cubic meters
Water recycled and reused	3400	Cubic meters

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and</i>

<i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Water consumption is mainly used in the Corporation's operations and processing of seafood and related products.	• employees • plants • community • government	<i>initiatives do you have to manage the material topic?</i> The Company implements water conservation measures to promote sustainable management of water resources, etc.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> • low pressure to no water supply	• employees • plants • government	The Company sees to it that it has a stored water supply needed for operations.
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Campaigns and constant reminders to save water and reduce water consumption. Doing so benefits the Company and the environment which in the long run may also positively contribute to bring down prices of products to customers.	• employees • suppliers • customers	The Company has assigned personnel for immediate repairs of leaks, etc. and monitoring of daily water consumption to check on abnormal usage or fluctuation.

Materials used by the organization

Disclosure	Quantity	Units
Materials used by weight or volume		
• Renewable	0	Kg/liters
• Non-renewable	1,476,350	Kg/liters

Percentage of recycled input materials used to manufacture the organization's primary products and services	10%	%
---	-----	---

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> As the Company is engaged in food, it mostly uses non-renewable materials in its business activities. But usage of recycled materials is at 10% and may increase depending on circumstances.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • employees • plants • community	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company puts a premium on maintaining the quality and freshness of its products. Integration of use of recycled materials is practiced especially for those parts which are not directly in contact with food such as the outer packaging.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Regulatory compliance risk (emerging) - Future regulation or policy regarding use of nonrenewable material input	• customers • government	The Company coordinates with affected customers and potential suppliers of alternative packaging for consideration.
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i>	• Customers	

Consider increasing usage of alternative packaging which are environmentally-friendly and at the same time, meet the needs of the product	- Community - government	The Company coordinates with affected customers and potential suppliers of alternative packaging for consideration.
---	---	---

Ecosystems and biodiversity (whether in upland/watershed or coastal/marine)

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas.	none	
Habitats protected or restored	none	
IUCN Red List species and national conservation list species with habitats in areas affected by operations	none	

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No material impact from Corporation's business activities.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> Not a material topic.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Not a material topic.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No related material risk identified.	Not a material topic.	Not a material topic.
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach

<i>Identify the opportunity/ies related to material topic of the organization</i>		
No opportunity identified. No material opportunity identified.	Not a material topic.	Not a material topic.

Environmental Impact Management

Air Emissions

GHG

Disclosure	Quantity	Units
Direct (Scope 1) GHG Emissions	N/A	Tonnes CO _{2e}
Energy indirect (Scope 2) GHG Emissions	N/A	Tonnes CO _{2e}
Emissions of ozone-depleting substances (ODS)	N/A	Tonnes

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No material impact from Corporation's business activities.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • none	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Not a material topic.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No related material risk identified.	• none	Not a material topic

What are the opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No material opportunity identified.	• none	Not a material topic.

Air Pollutants

Disclosure	Quantity	Units
NO _x	N/A	kg
SO _x	N/A	kg
Persistent organic pollutants (POPs)	N/A	kg
Volatile organic compounds (VOCs)	N/A	kg
Hazardous air pollutants (HAPs)	N/A	kg
Particulate matter (PM)	N/A	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No material impact from Corporation's business activities.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • none	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Not a material topic.
What are the risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No related material risk identified.	• none	Not a material topic.

What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No material opportunity identified.	• none	Not a material topic.

Solid and Hazardous Wastes

Solid Waste

Disclosure	Quantity	Units
Total solid waste generated	45,500	kg
Reusable	4,634	kg
Recyclable	6,356	kg
Composted	N/A	kg
Incinerated	N/A	kg
Residuals/Landfilled	N/A	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> The company has outputs of solid wastes from its offices, plants and warehouse operations.	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • employees • community • government	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company recognizes the promotion of safe and environment-friendly waste disposal methods. It also directs its efforts in promoting environment-friendly waste disposal activities, and interacts with local fisher folks in the

		communities where the plants are located.
What are the Risk/s Identified?	- employees - community - government	
<i>Identify risk/s related to material topic of the organization</i> Improper disposal of waste could lead to disease and waste contamination to environment.		
What are the Opportunity/ies Identified?		
<i>Identify the opportunity/ies related to material topic of the organization</i> This can be the opportunity of the company to encourage employees to practice waste segregation at work and in their homes.	- employees - community - government	

Hazardous Waste

Disclosure	Quantity	Units
Total weight of hazardous waste generated	none	kg
Total weight of hazardous waste transported	none	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i>

<i>organization or linked to impacts through its business relationship)</i> No material impact from Company's business activities.	• none	Not a material topic.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No related material risk identified.	• none	Not a material topic
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No material opportunity identified.	• none	Not a material topic.

Effluents

Disclosure	Quantity	Units
Total volume of water discharges	yet to be determined	Cubic meters
Percent of wastewater recycled	yet to be determined	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • none	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> • none

The material impact is yet to be determined.		
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i>		
No identified material risks.	• none	• none
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i>		
No identified material opportunities.	• none	• none

Environmental Compliance

Non-compliance with Environmental Laws and Regulations

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	Php
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	#
No. of cases resolved through dispute resolution mechanism	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i>	<i>(e.g. employees, community, suppliers, government, vulnerable groups)</i> • employees • community	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Constant monitoring of the site to check that proper

The potential impact occurs on the offices and plants.	government	disposal of waste has been conducted.
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Regulatory compliance risk - Nonconformance to environmental requirements when there are changes in policy or regulation which may cause the company to incur fines and/or prevent renewal of license to operate for a specific site.	- employees - community - government	There are assigned personnel to monitor environmental compliance of the various operating sites and renewal of their appropriate licenses.
What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No identified material opportunities.	none	Not a material topic.

SOCIAL

Employee Management

Employee Hiring and Benefits

Employee Data

Disclosure	Quantity	Units
Total number of employees	578	
a. Number of female employees*	347	#
b. Number of male employees*	231	#
Attrition rate	data is not yet available	rate
Ratio of lowest paid employee against minimum wage	data is not yet available	ratio

*may include workers on contractual basis

Employee Benefits

List of Benefits	Y/N	% of female employees who availed for the year (2020)	% of male employees who availed for the year (2020)
SSS	Y	100%	100%
PhilHealth	Y	100%	100%
Pag-ibig	Y	100%	100%
Parental leaves	Y	69.4%	23.2%
Vacation leaves	Y	100%	100%
Sick leaves	Y	100%	100%
Medical benefits (aside from PhilHealth)	N		
Housing assistance (aside from Pag-ibig)	N		
Retirement fund (aside from SSS)	-		
Further education support	-		
Company stock options	N		
Telecommuting	-		
Flexible-working Hours	-		
(Others)	-		

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Employee benefits directly impact the Company's employees' well-being and attitude towards their work which may translate to productivity and efficiency.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company's policy on Health, Safety, Security and Proper Use of Company Assets affirms the Company's commitment in providing and maintaining a safe, secure and healthy work environment. In turn, the employee has the responsibility to work safely, to keep work areas and common areas in the

	company neat and clean, not just to reduce the chances of injury but also to make the office a more attractive and pleasant place to work in.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Human resource risk – Limitation of recruitment and retention of highly qualified employees if faced with uncompetitive employee benefits compared to prevailing market condition; If employee turnover is high, it may result to discontinuity of projects and priority actions; delay in implementation of growth plans; high costs of training employees	The Company believes that its people are its “nonquantitative assets” who must be taken care of and invested in. Regular employees of the Company are encouraged to undergo annual medical check-up. There have been no reported work-related accidents or health concerns in the Company. .
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Competitive employee benefits will boost the recruitment and retention of qualified and high performing employees which may translate to revenue growth and company growth in general; improve service reliability; enhance teamwork among departments and create a happy and satisfied work environment	It is the policy of the Company to promote advancement among its employees for consistently exceeding expectations over 7 years, meeting organizational requirements and facilitating the achievement of long-term corporate goals and objectives. Depending on the performance of the Company and also taking into consideration various qualitative parameters such as succession planning and corporate governance, the Board also grants performance bonus.

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees		
a. Female employees	data is not yet available	hours
b. Male employees	data is not yet available	hours
Average training hours provided to employees		
a. Female employees	data is not yet available	hours/employee

b. Male employees	data is not yet available	hours/employee
-------------------	---------------------------	----------------

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> The Company's people contribute to the sustainability of the business. Thus, the Company recognizes the need to provide the employees appropriate training skills and environment relevant to their jobs to enhance their competency, improve productivity or their skill level. Providing the employees an opportunity to learn and grow also benefits the Company and business partners through improved communication, efficient transactions, delivery of services and over-all realization of plans.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company recognizes the need to train and develop its people so that they will gain the necessary skills to reach full potential. Training needs are identified through analysis, annual performance appraisal and/or request from employees.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Employee retention and empowerment risk - Training and development programs may be limited at times due to manpower and budget constraints, except for those mandatory or for regulatory compliance.	All internal trainings provided by the Company and mandatory trainings for regulatory compliance are of no cost to the employee. External courses and professional qualifications may be fully or partly funded by the Company depending on the nature of the training.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> - Improved employee retention and boost of morale/confidence	The Company continues to review its employee training and development plan to assess its relevance and impact on the internal and

- Improved productivity brings economic benefit to the company and all stakeholders.	external organizations, and identify any need for modification of its policy or implementation.
--	---

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	N/A	%
Number of consultations conducted with employees concerning employee-related policies	N/A	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where does it occur (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Due to the relatively small number of employees in the organization, the labor-management relations is harmonious	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company recognizes that its people are its assets. Trainings, seminars appropriate to the workplace and teambuilding activities are made available for the improvement of the employees.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Dishonest and unethical or unprofessional behavior and actions and other related concerns	The Company does not condone dishonest, unethical or unprofessional behavior and actions displayed by an employee, regardless of his/her level of authority. It is the responsibility of each employee to report legitimate concerns so that issues can be properly investigated or resolved and corrective measures can be instituted.

	These concerns may involve commission of fraud, theft or corruption, unauthorized use of Company funds and properties, breach of a legal obligation, internal or external regulation or any procedure regarding accounting, auditing matters, as well as alleged irregularities of a general, operational and financial nature in the Company.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> This is an opportunity for the Company to train individuals in mind and spirit and contribute to the betterment of the people of society.	The employees are taught that concerns may be raised verbally or in writing to the immediate supervisor/department head. The Management shall maintain the confidentiality of all the concerns or complaints raised and the anonymity of the person making the complaint to the fullest extent reasonably practicable within the legitimate needs of law.

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	60	%
% of male workers in the workforce	40	%
Number of employees from indigenous communities and/or vulnerable search*	10	#

**Vulnerable sector includes, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where does it occur (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> The Company has no gender nor age group preference in its policy towards employee	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company supports and promotes a diverse and inclusive workplace, regardless of gender,

hiring or movement. Factors considered are qualification, competency, experience and candidate's suitability to the position applied for.	race, ethnicity, religious and political beliefs, education, socioeconomic backgrounds, sexual orientation, and cultures.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Not considered material topic of the organization today based on its existing employee profile.	The HR department has an open door policy to listen and address employee concerns.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Not considered material topic of the organization today based on its existing employee profile.	The HR department has an open door policy to listen and address employee concerns.

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours	1,442,688	Man-hours
No. of work-related injuries	1	#
No. of work-related fatalities	0	#
No. of work-related ill-health	0	#
No. of safety drills	5	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> As prevention is better than cure, safety is of paramount importance to the Company and its people. This applies to the occupational health and safety of all our employees and the	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company is committed to providing a healthy and safe work environment for its workers and preventing occupational illness and injury. To express that commitment, it has adopted various policies concerning the health,

product safety with our various business partners.	safety, and welfare of employees, and ensures compliance with government mandate on workplace safety regulations.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Health and Safety risk - Equipment that are not handled and stored properly may cause employee injury at the workplace and even fatality - Internal hazards associated with fire may affect the workplace and surrounding communities	The Corporation's policy on Health, Safety, Security and Proper Use of Company Assets affirms the Corporation's commitment in providing and maintaining a safe, secure and healthy work environment. In turn, the employee has the responsibility to work safely, to keep work areas and common areas in the company neat and clean, not just to reduce the chances of injury but also to make the office a more attractive and pleasant place to work in. The regular employees of the Company are encouraged to undergo annual medical check-up. There have been no reported work-related accidents or health concerns in the Company. No personnel can be deployed to critical processes in our warehouse operation without undergoing our internal mandatory safety training.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> The employees must be trained to be ready at all times on how to address certain emergencies and use appropriate gears and first aid equipment. A documentation of all "near miss" incidents may be done for immediate improvement of the Company processes related to safety and to serve as actual examples and warnings. This	The Company takes note of identified opportunities and may incorporate them to the necessary updates on safety practices.

may also be an opportunity to redesign the plant lay out to avoid high risk incidents.	
--	--

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallows violations of labor laws and human rights (i.e., harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor	N	
Child labor	N	
Human rights	Y	It is the responsibility of each employee to report legitimate concerns so that issues can be properly investigated or resolved and corrective measures can be instituted. These concerns may involve commission of fraud, theft or corruption, unauthorized use of Company funds and properties, breach of a legal obligation, internal or external regulation or any procedure regarding accounting, auditing matters, as well as alleged irregularities of a general, operational and financial nature in the Corporation. The employees are taught that concerns may be raised verbally or in writing to the immediate supervisor/department head. The Management shall maintain the confidentiality of all the concerns or complaints raised and the anonymity of the person making the complaint to the fullest extent reasonably practicable within the legitimate needs of law.

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
--	----------------------------

<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> Compliance with labor laws and regulations is important to the Company and ensures the welfare and protection of all its employees. All employees are also made aware of their human rights at the workplace.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Compliance with labor laws and regulations is important to the Company, and all employees have direct access to the Human Resources Department to raise any relevant concern or issues.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Regulatory compliance risk - No occurrence of any child labor or forced labor in the Company, but there is the risk of potential mistake in the decision of a hiring manager in the future if this is not formally written as a policy.	HR department is constantly apprised of updates and the Company will update its policies to address any form of child labor and forced labor in the Company.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Compliance with labor laws and human rights is essential to a healthy workplace environment	HR department is constantly apprised of updates on local labor laws and human right policies for the workplace.

Supply Chain Management

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy:
No, for the Company's major suppliers or service providers, a request for proposal is required to be submitted based on an approved term of reference. A separate committee may be designated to review and evaluate proposals submitted and make recommendations for Board consideration.

Do you consider the following sustainability topics when accrediting suppliers?

Topic	Y/N	If Yes, cite reference in the supplier policy
Environmental performance	Y	For the Company's major suppliers or service providers, a request for proposal is required to be submitted based on an approved term of reference. A separate committee may be designated to review and evaluate proposals submitted and make recommendations for Board consideration.
Forced labor	Y	
Child labor	Y	
Human rights	Y	
Bribery and corruption	Y	

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> An efficient supply chain management is critical to assure quality of raw products and maintain quality until products are ultimately delivered/exported.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> The Company has not established a formal supplier accreditation policy, although stringent standards of qualification from local suppliers have been set in our sourcing of products for distribution/exportation in the Philippines and to foreign markets.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> 1. Counterparty risk - Product shortages, non-meeting of product specifications or non-deliveries of products due to failure by our suppliers to perform their commitments affects the Company and our customers' business operations. 2. Outsourcing & Legal risks - Potential risk of being included in lawsuit for potential labor and human rights violation by any employee of the Company's service provider.	The Company keeps and maintains good relationships with a number of suppliers for its sourcing.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Not considered material topic as of present.	N/A

Relationship with Community

Significant Impacts on Local Communities

Operations With Significant (Positive Or Negative) Impacts On Local Communities	Location	Vulnerable groups (if applicable)*	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if possible)
Navotas Procesing & Cold Storage Plant	Navotas City	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Coron Buying Station	Coron, Palawan	• <i>employees</i> • <i>community</i> • <i>Suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Zamboanga Plant	Zamboanga City	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Asean Ocean Buying Station	Zamboanga City	• <i>employees</i> • <i>community</i> • <i>Suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Naga, Cebu Plant	Cebu	• <i>employees</i> • <i>community</i> • <i>Suppliers</i> • <i>government</i>	N	Economic activity	Economic activity

Estancia Plant	Ilo-Ilo	• <i>employees</i> • <i>community</i> • <i>Suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Bulan Plant	Sorsogan	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Palawan Plant	Palawan	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Taytay Buying Station	Puerto Princesa, Palawan	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Riotuba Buying Station	Puerto Princesa, Palawan	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Catbalogan Plant	Samar	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Guiuan Buying Station	Samar	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Masbate Buying Station	Masbate	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Bantayan Plant	Bantayan	• <i>employees</i> • <i>community</i>	N	Economic activity	Economic activity

		• <i>suppliers</i> • <i>government</i>			
Cavite Cold Storage	Cavite	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Parañaque Live Seafoods	Paranaque	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Roxas Buying Station	Roxas City	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity
Sta. Lourdes Buying Station	Puerto Princesa, Palawan	• <i>employees</i> • <i>community</i> • <i>suppliers</i> • <i>government</i>	N	Economic activity	Economic activity

**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational and provide a copy or link to the certificates if available: _____

Certificates	Quantity	Units
FPIC process is still undergoing	N/A	#
CP secured	N/A	#

What are the Risk/s Identified?	Management Approach
Identify risk/s related to material topic of the organization Supply is highly dependent on various factors Raw materials need to be properly stored given its high perishable nature	The Company continues to scout for source alternatives that would be most cost-effective for operations and logistic/supply chain in delivering the goods to customers.

What are the Opportunity/ies Identified?	Management Approach
Identify the opportunity/ies related to material topic of the organization The company sources its raw materials locally thus employing locals in the community	The Company takes into consideration the residential location, in addition to experience and expertise, of the potential workers in consideration of the unnecessary stress brought about by daily commute to the workplace.

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction	N/A	N Customer feedback is acceptable and more direct approach.

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> This material topic directly impacts the Company's revenue growth and business operations as well as customers' supply chain operation.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> Customer feedback is acceptable and more direct approach.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Customer Satisfaction risk - Lost sales / non-retention of customers due to unsatisfactory	Customer feedback is acceptable and more direct approach.

customer service, poor product quality or delayed deliveries.	
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i>	
Increase customer satisfaction leads to higher sales revenue and increase market share	Customer feedback is acceptable and more direct approach.

Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service healthy and safety*	1	#
No. of complaints addressed	N/A	#

*Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i>
<i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i>	
Not a material topic.	None
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i>	
Not a material topic.	None
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i>	
Not a material topic.	None

Marketing and Labelling

Disclosure	Quantity	Units
-------------------	-----------------	--------------

No. of substantiated complaints on marketing and labelling*	0	#
No. of complaints addressed	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No material impact on the Corporation's business activities.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> None.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No identified risks.	None.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No opportunity is identified.	None.

Customer Privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy*	0	#
No. of complaints addressed	0	#
No. of customers, users and account holders whose information is used for secondary purposes	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i> <i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No material impact on the Corporation's business activities.	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i> None.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> No risks identified.	None.
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> No opportunities identified.	None.

Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
<i>Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)</i>	<i>What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?</i>

<i>Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)</i> No identified material impact on the Corporation's business activities.	None.
What are the Risk/s Identified?	Management Approach
<i>Identify risk/s related to material topic of the organization</i> Information Security risk - Loss of organization's confidential and business data to market competition	The Company will conduct additional study on impact and protocols
What are the Opportunity/ies Identified?	Management Approach
<i>Identify the opportunity/ies related to material topic of the organization</i> Enhance company reputation with stakeholders on ability of company to secure the data	The Company will conduct additional study on impact and protocols

UN SUSTAINABLE DEVELOPMENT GOALS

Product Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Seafood products	Contributes to the high demand for sustainable seafood for hotels and restaurants including culinary schools among others	Nutritional value and health risks	Customer satisfaction is a primary concern of the company. Significant risk concentrations may result in potential losses in a given area, including losses that could arise from catastrophes such as earthquakes and typhoons and thereby the Company
Pasteurized canned crabmeat			
Frozen marine products			
Raw crab meat			

			gets an excess of loss protection to limit the Company's exposure up to a specified amount. For the Company's major suppliers or service providers, request for a proposal is required to be submitted based on an approved term of reference. A separate committee may be designated to review and evaluate proposals submitted and make recommendations for Board consideration.
Canning services			

****None/Not Applicable is not an acceptable answer. For holding companies, the services and products of its subsidiaries may be disclosed.***

-END-

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

						2	5	1	6	0
--	--	--	--	--	--	---	---	---	---	---

COMPANY NAME

M	I	L	L	E	N	N	I	U	M		G	L	O	B	A	L			H	O	L	D	I	N	G	S	,		
I	N	C	.		A	N	D		I	T	S		S	U	B	S	I	D	I	A	R	I	E	S					

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

L	O	T		9		B	L	O	C	K		2		J	O	H	N		S	T	.								
M	U	L	T	I	N	A	T	I	O	N	A	L		V	I	L	L	A	G	E									
P	A	R	A	N	A	Q	U	E		C	I	T	Y																

Form Type

		C	A	F	S		
--	--	---	---	---	---	--	--

Department requiring the report

M	S	R	D
---	---	---	---

Secondary License Type, If Applicable

	N	A	
--	---	---	--

COMPANY INFORMATION

Company's email Address

millenniumglobalholdings@gmail.com

Company's Telephone Number

(632) 8551-2575

Mobile Number

N/A

No. of Stockholders

752

Annual Meeting (Month / Day)

Last Friday of June

Fiscal Year (Month / Day)

December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person

JANINE MANZANO

Email Address

millenniumglobalholdings@gmail.com

Telephone Number/s

(02) 7218-0437

Mobile Number

N/A

CONTACT PERSON'S ADDRESS

c/o Lot 9 Block 2 John St., Multinational Village, Paranaque City

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) 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 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.



Millennium Global Holdings, Inc.

Lot 9 Block 2, John St., Multinational Village, Paranaque City

Website: <http://www.millennium-globalholdingsinc.com>

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

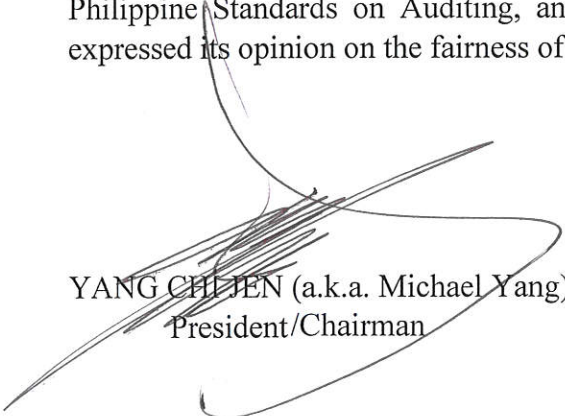
The management of **MILLENNIUM GLOBAL HOLDINGS, INC. (formerly IPVG Corp.) and its Subsidiaries** is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the year ended December 31, 2020, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

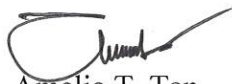
In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern basis of accounting unless management either intends to liquidate the Company or cease operations,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

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

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

Valdes, Abad & Company, CPAs, the independent auditor appointed by the stockholders, has audited the consolidated financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders or members, has expressed its opinion on the fairness of presentation upon completion of such audit.


YANG CHI JEN (a.k.a. Michael Yang)
President/Chairman


Amelia T. Tan
Treasurer

Signed this _____ day of _____

APR 29 2021
SUBSCRIBED AND SWORN TO BEFORE ME ON
THIS DAY OF _____ IN THE CITY
OF MAKATI AFFIDAVIT EXHIBITED TO ME
HIS/HER CTC NO. _____ ISSUED
ON _____ ISSUED AT _____

ATTY. JOHN DOMINGO A. PONCE, JR.
NOTARY PUBLIC

APPOINTMENT No. 14-92 / MAKATI CITY
UNTIL JUNE 30, 2021

(per Supreme Court En Banc Resolution
dated December 1, 2020)

PTS No. 8535 / 01-04-2021 / MAKATI CITY

ISF No. 142544 / 01-04-2021 / RIZAL

MCLE COMPLIANCE No. VI-0027026 / 05-28-2019

ROLL NO. 36452 / TIN No. 105-099-100000

Unit G-14 Makati Executive Towers

Sen. Gil Puyat Avenue, P.O. Box 122

Makati City 1229

Doc. No. 11
Page No. 04
Book No. 202
Series of 2021

**INDEPENDENT AUDITOR'S REPORT TO ACCOMPANYING FINANCIAL STATEMENTS
FOR FILING WITH THE SECURITIES AND EXCHANGE COMMISSION**

The Stockholders and the Board of Directors
MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
Lot 9 Block 2 John St., Multinational Village, Parañaque City

We have examined the consolidated financial statements of **MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES** for the year ended December 31, 2020, on which we have rendered the attached report dated May 12, 2021.

In compliance with the revised SRC Rule 68, we are stating that the Group has seven hundred twenty-three (723) stockholders owning one hundred (100) or more shares each as of December 31, 2020.

VALDES ABAD & COMPANY, CPAs

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

BIR Accreditation No. 08-002126-000-2021

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

SEC Accreditation No. 0361-F

Issued on August 23, 2018 Valid until August 22, 2021

For the firm:



ALFONSO L. CAY-AN

Partner

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

TIN No. 213-410-741-000

PTR No. 8544054, Issued Date: January 8, 2021, Makati City

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

SEC Accreditation No. 1701-A

Issued on August 23, 2018, Valid until August 22, 2021

BIR Accreditation No. 08-002126-005-2021

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

Makati City, Philippines
May 12, 2021

INDEPENDENT AUDITOR'S REPORT

The Shareholders and Board of Directors
MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
Lot 9 Block 2 John St., Multinational Village, Parañaque City

Opinion

We have audited the consolidated financial statements of **MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES** which comprise the consolidated statements of financial position as of December 31, 2020 and 2019, and the related consolidated statements of income, statements of changes in equity, and statements of cash flows for the years ended December 31, 2020, 2019 and 2018, and notes to the consolidated financial statements, including as summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of **MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES** as of December 31, 2020 and 2019 and of its financial performances and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter identified in our audit and how we addressed the matter is as follows:

Borrowings and obligations under finance lease

The Group entered into loan agreements with local banks with a total of ₱906,062,137 which is equivalent to 53% of the total assets. See Notes 22 of the financial statements for management's disclosures.

In addition, the Group entered into additional finance lease obligation. Therefore, increasing the amount of liability by ₱5,244,429 from ₱80,032,867 as of December 31, 2019 to ₱85,277,296 as of December 31, 2020. See Notes 23 and 35 of the financial statements for management's disclosures.

These matters were significant to our audit since the amount is material to the consolidated financial statements.

Audit response

Our audit procedure included assessing the existence and obligation of the Group on the outstanding liabilities. We have also obtained confirmations of the outstanding balances as at December 31, 2020 and 2019 from the local banks and the leasing company. The documents were reviewed to verify fairness of the outstanding balances of the liabilities.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- (i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error; to design and perform audit procedures responsive to those risks; and to obtain audit evidence that is sufficient and appropriate to provide a basis for the auditor's opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. In circumstances when the auditor also has a responsibility to express an opinion on the effectiveness of internal control in conjunction with the audit of the financial statements, the auditor shall omit the phrase that the auditor's consideration of internal control is not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If the auditor concludes that a material uncertainty exists, the auditor is required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the opinion. The auditor's conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause an entity to cease to continue as a going concern

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

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

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

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

VALDES ABAD & COMPANY, CPAs

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

BIR Accreditation No. 08-002126-000-2021

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

SEC Accreditation No.0361-F

Issued on August 23, 2018 Valid until August 22, 2021

For the firm:



ALFONSO L. CAY-AN

Partner

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

TIN No. 213-410-741-000

PTR No. 8544054, Issued Date: January 8, 2021, Makati City

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

SEC Accreditation No. 1701-A

Issued on August 23, 2018, Valid until August 22, 2021

BIR Accreditation No. 08-002126-005-2021

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

Makati City, Philippines
May 12, 2021

**REPORT OF INDEPENDENT PUBLIC AUDITORS
TO ACCOMPANY SEC SCHEDULES FILED SEPARATELY FROM THE
BASIC FINANCIAL STATEMENTS**

The Shareholders and the Board of Directors
MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
Lot 9 Block 2 John St., Multinational Village, Parañaque City

We have examined the consolidated financial statements of **MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES** as of December 31, 2020 on which we have rendered the attached report dated May 12, 2021. Our audit was conducted for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The applicable supplementary schedules of the Group as of December 31, 2020 and for the year ended, required by the Securities and Exchange Commission, are presented for purposes of additional analysis and are not a required part of the basic consolidated financial statements. The information in such supplementary schedules has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

VALDES ABAD & COMPANY, CPAs
BOA/PRC Reg. No. 0314
Issued on October 4, 2018, Valid until July 10, 2021
BIR Accreditation No. 08-002126-000-2021
Issued on March 19, 2021, Valid until March 18, 2024
SEC Accreditation No. 0361-F
Issued on August 23, 2018 Valid until August 22, 2021

For the firm:



ALFONSO L. CAY-AN
Partner
CPA Registration No. 99805, Valid until December 14, 2023
TIN No. 213-410-741-000
PTR No. 8544054, Issued Date: January 8, 2021, Makati City
BOA/PRC Reg. No. 0314
Issued on October 4, 2018, Valid until July 10, 2021
SEC Accreditation No. 1701-A
Issued on August 23, 2018, Valid until August 22, 2021
BIR Accreditation No. 08-002126-005-2021
Issued on March 19, 2021, Valid until March 18, 2024

Makati City, Philippines
May 12, 2021

**INDEPENDENT PUBLIC AUDITOR'S REPORT ON
COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS**

The Shareholders and Board of Directors
MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
Lot 9 Block 2 John St., Multinational Village, Parañaque City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of **MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES** as at December 31, 2020 and 2019 and have issued our report thereon dated May 12, 2021. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule of Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2020 and 2019 and no material exceptions were noted.

VALDES ABAD & COMPANY, CPAs

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

BIR Accreditation No. 08-002126-000-2021

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

SEC Accreditation No. 0361-F

Issued on August 23, 2018 Valid until August 22, 2021

For the firm:



ALFONSO L. CAY-AN

Partner

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

TIN No. 213-410-741-000

PTR No. 8544054, Issued Date: January 8, 2021, Makati City

BOA/PRC Reg. No. 0314

Issued on October 4, 2018, Valid until July 10, 2021

SEC Accreditation No. 1701-A

Issued on August 23, 2018, Valid until August 22, 2021

BIR Accreditation No. 08-002126-005-2021

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

Makati City, Philippines
May 12, 2021

**MILLENNIUM GLOBAL HOLDINGS, INC.
AND ITS SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(In Philippine Peso)

ASSETS	Notes	December 31,	
		2020	2019
CURRENT ASSETS			
Cash	10	145,297,802	126,843,875
Trade and other receivables, net	11	442,295,928	588,607,353
Due from related parties	14,32	130,151,222	187,863,493
Inventories	12	487,745,362	507,756,362
Prepayments and other current assets	13	115,366,650	87,086,183
Total Current Assets		1,320,856,964	1,498,157,266
NON CURRENT ASSETS			
Financial asset at FVOCI	15	50,000	50,000
Investment in associates	16	24,280,930	28,102,734
Property, plant and equipment, net	17	329,116,418	336,990,098
Deferred tax assets	34	15,808,385	17,463,907
Goodwill	18	14,521,202	14,521,202
Other non-current assets	19	330,536	330,536
Total Non Current Assets		384,107,471	397,458,477
TOTAL ASSETS		1,704,964,435	1,895,615,743
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Trade and other payables	20	97,520,573	98,131,684
Due to related parties	21,32	138,168,506	136,668,506
Interest-bearing loans and borrowings, current portion	22	902,835,220	1,089,625,764
Lease liability, current portion	23,35	75,058,755	69,724,825
Total Current Liabilities		1,213,583,054	1,394,150,779
NON CURRENT LIABILITIES			
Interest-bearing loans and borrowings, net of current portion	22	3,226,917	4,088,328
Lease liability, net of current portion	23,35	10,218,541	10,308,042
Retirement benefit obligation	33	46,876,712	45,542,955
Deposit for future share subscription	24	37,636,935	37,636,935
Total Non-Current Liabilities		97,959,105	97,576,260
EQUITY			
Share capital	25	250,000,000	250,000,000
Additional paid in capital	26	36,578,500	36,578,500
Deficit		(124,804,064)	(116,806,569)
Fair value reserve on financial assets at FVOCI	15	(300,000)	(300,000)
Net unrealized loss on remeasurement of retirement plan	33	(7,455,587)	(7,455,587)
Equity to non-controlling interest	6	239,403,427	241,872,360
Total Equity		393,422,276	403,888,704
TOTAL LIABILITIES AND EQUITY		1,704,964,435	1,895,615,743

See Consolidated Notes to Financial Statements

**MILLENNIUM GLOBAL HOLDINGS, INC.
AND ITS SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF INCOME
(In Philippine Peso)

For the Years Ended December 31,	Note	2020	2019	2018
REVENUES	27	814,372,690	1,098,210,712	1,547,645,874
COST OF SALES	28	(762,577,190)	(995,834,180)	(1,434,034,190)
GROSS PROFIT		51,795,500	102,376,532	113,611,684
GENERAL AND ADMINISTRATIVE EXPENSES	29	(35,642,240)	(53,981,398)	(71,469,413)
INCOME FROM OPERATIONS		16,153,260	48,395,134	42,142,271
OTHER INCOME(LOSS), NET	30	(1,066,772)	1,178,526	9,247,367
FINANCE COSTS				
Finance income	10	96,986	204,879	234,632
Finance costs	31	(22,644,369)	(52,080,650)	(46,891,262)
Net		(22,547,383)	(51,875,771)	(46,656,630)
SHARE IN NET LOSS OF ASSOCIATE	16	(935,363)	(5,547,454)	(3,862,602)
INCOME(LOSS) BEFORE TAX		(8,396,258)	(7,849,565)	870,406
INCOME TAX EXPENSE	34	(535,351)	204,110	1,428,598
NET LOSS		(7,860,907)	(8,053,675)	(558,192)
NET LOSS ATTRIBUTABLE TO:				
Equity holders of the Parent Company		(6,668,679)	(8,342,853)	(2,257,919)
Non-controlling interest		(1,192,228)	289,179	1,699,727
		(7,860,907)	(8,053,674)	(558,192)
EARNINGS (LOSS) PER SHARE				
Basic earnings (loss) per share	36	(0.0267)	(0.0334)	(0.0090)
Diluted earnings (loss) per share	36	(0.0267)	(0.0334)	(0.0090)

See Consolidated Notes to Financial Statements

**MILLENNIUM GLOBAL HOLDINGS, INC.
AND ITS SUBSIDIARIES**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(In Philippine Peso)

	Attributable to owners of Parent Company					
	Share Capital (Note 25)	Share Premium (Note 26)	Deficit	Assets at FVOCI (Note 15)	Remeasurement of retirement benefits obligation (Note 33)	Non Controlling Interest
At December 31, 2017	250,000,000	36,578,500	(103,664,672)	(300,000)	(7,455,587)	189,777,468
Issuance of shares of stock	-	-	-	-	-	52,500,000
Net loss for the year	-	-	(2,257,919)	-	-	1,699,727
						(558,192)
At December 31, 2018	250,000,000	36,578,500	(105,922,591)	(300,000)	(7,455,587)	243,977,195
Adjustment for initial application of PFRS 16	-	-	(2,541,125)	-	-	(2,394,014)
						(4,935,139)
Adjusted Balance at January 1, 2019	250,000,000	36,578,500	(108,463,716)	(300,000)	(7,455,587)	241,583,181
Net loss for the year	-	-	(8,342,853)	-	-	289,179
						(8,053,674)
At December 31, 2019	250,000,000	36,578,500	(116,806,569)	(300,000)	(7,455,587)	241,872,360
Adjustment for change in income tax rate	-	-	(1,328,816)	-	-	(1,276,705)
						(2,605,521)
Adjusted Balance at January 1, 2019	250,000,000	36,578,500	(118,135,385)	(300,000)	(7,455,587)	240,595,655
Net loss for the year	-	-	(6,668,679)	-	-	(1,192,228)
						(7,860,907)
At December 31, 2020	250,000,000	36,578,500	(124,804,064)	(300,000)	(7,455,587)	239,403,427
						393,422,276

See Consolidated Notes to Financial Statements

**MILLENNIUM GLOBAL HOLDINGS, INC.
AND ITS SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Philippine Peso)

For the Years Ended December 31,	Note	2020	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES				
Income (Loss) before tax		(8,396,258)	(7,849,565)	870,406
Adjustment for:				
Adjustment for initial application of PFRS 16	2	-	(4,935,139)	-
Depreciation and amortization	17	73,138,269	69,513,713	50,265,978
Impairment losses on:				
Trade and other receivables	11	-	-	1,671,566
Decline in value of inventories due to obsolescence	12	-	-	2,122,144
Retirement benefits expense	33	1,389,757	1,305,681	3,077,122
Finance income	10	(96,986)	(204,879)	(234,632)
Finance cost	31	22,644,369	52,080,650	46,891,262
Foreign exchange (gain) loss		2,886,442	1,470,465	(1,346,320)
Share in net loss of associate	16	935,363	5,547,454	3,862,602
Operating income before changes in working capital		92,500,956	116,928,380	107,180,128
Decrease (increase) in:				
Trade and other receivables, net		146,311,425	23,573,927	(39,059,171)
Inventories		20,011,000	176,327,703	25,441,185
Prepayments and other current assets		(27,963,669)	(22,810,738)	(28,423,249)
Other non-current assets		-	-	48,193,304
Increase (decrease) trade and other payables		(844,077)	(69,011,088)	(222,025,829)
Cash used in operations		230,015,635	225,008,184	(108,693,632)
Finance income received	10	96,986	204,879	234,632
Benefits paid	33	(56,000)	(60,000)	(40,000)
Income taxes paid	34	(498,481)	(1,176,204)	(1,861,917)
Net Cash from Operating Activities		229,558,140	223,976,859	(110,360,917)
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions to:				
Investment in associate		-	-	(37,636,935)
Property, plant and equipment	16	(65,264,589)	(47,268,620)	(570,738)
Due from related parties	14, 32	-	(156,357,984)	-
Proceeds from sale/collection of:				
Due from related parties	32	57,712,271	-	-
Property, plant and equipment	17	-	-	10,898,479
Net Cash from Investing Activities		(7,552,318)	(203,626,604)	(27,309,194)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issuance of shares	25	-	-	52,500,000
Proceeds from availments of borrowings	22	(187,651,955)	56,600,502	72,121,742
Additions to lease liability	35	5,244,429	4,062,475	49,766,771
Finance cost paid	31	(22,644,369)	(52,080,650)	(46,891,262)
Advances to related parties	32	1,500,000	(40,697,756)	(1,668,356)
Net Cash from Financing Activities		(203,551,895)	(32,115,429)	125,828,895
NET INCREASE (DECREASE) IN CASH		18,453,927	(11,765,174)	(11,841,216)
CASH AT BEGINNING OF YEAR	10	126,843,875	138,609,049	150,450,265
CASH AT END OF YEAR	10	145,297,802	126,843,875	138,609,049

See Consolidated Notes to Financial Statements

**MILLENNIUM GLOBAL HOLDINGS, INC.
AND ITS SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2020, 2019 and 2018**

NOTE 1 – CORPORATE INFORMATION

Millennium Global Holdings, Inc. (the Parent Company), Millennium Ocean Star Corporation and Cebu Canning Corporation, its subsidiaries, (collectively referred to herein as the “Group”) were incorporated under the laws of the Republic of the Philippines.

Millennium Global Holdings, Inc.

Millennium Global Holdings, Inc. (the Parent Company) is registered with the Philippine Securities and Exchange Commission (SEC) per SEC Registration No. 25160 on May 19, 1964. Its shares of stock have been listed in the Philippine Stock Exchange (PSE) beginning March 1, 1976, now with the ticker code MG.

The Parent Company’s previous primary purpose is to invest and engage in management of investments in media technology industry: internet, intranet, extranet, and all types of information technology users; purchase, sale, import and export, license, distribution and rental of any computer hardware and equipment; and engage in e-commerce. The subsidiaries were mainly involved in communications, IP services and internet security services; content online games and mobile solutions; and payment solutions.

In the recent years, the Parent Company has established its presence through the seafood businesses of its subsidiaries. Nevertheless, it adopts a positive stance to portfolio diversification and varied business opportunities as the SEC on February 14, 2013 approved, among others, the amendment of its primary purpose to become a general holding company.

On February 1, 2017, the SEC approved the Company’s application for decrease in authorized capital stock to ₱250 Million and equity restructuring. On March 20, 2017, the SEC further approved the equity restructuring to partially wipe out the remaining deficit as of December 31, 2015.

On December 18, 2020, the stockholders of the Company approved the change of the principal office of the Company to Lot 9 Block 2 John St., Multinational Village, Paranaque City.

Millennium Ocean Star Corporation (MOSC)

On January 10, 2014, the Parent Company entered into a subscription agreement with MOSC (the "Subsidiary") wherein the Parent Company agreed to subscribe to 137,908,163 common shares of the subsidiary at ₱1 par value per share or ₱137,908,163, representing a 51% stake in the equity shareholdings of the Subsidiary.

On June 29, 2017, the BOD approved the additional subscription of 117,091,837 primary shares of its subsidiary, MOSC, at par value of ₱1.00 per share, to maintain Company’s 51% ownership in MOSC.

On March 18, 2021, the BOD approved the initial increase of the authorized capital stock of the Company from ₱250 Million to ₱750 Million divided into 5,000,000,000 common shares at par value of ₱0.10 per share. The proceeds of the transaction shall be invested in MOSC, for the purpose of supporting its operations and expanding its production lines for fish and meat caning, meat and seafoods processing, and sauces.

The Subsidiary was organized under the laws of the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) per Registration No. A200008891 on June 7, 2000.

The primary purpose of the Subsidiary is to engage in the business of trading, import/export and processing of goods such as but not limited to marine and other related products including squid balls/seafood on wholesale, operation of cold storage and conduct of similar activities related to the foregoing.

The Subsidiary's registered office address is at Block 4 Lot 6 Greenbreeze Village, Langkaan II, Dasmariñas, Cavite, Philippines.

Cebu Canning Corporation (C3)

On October 14, 2014, the Board of Directors of the Parent Company approved the acquisition of Cebu Canning Corporation (the "Subsidiary") through a combined acquisition of primary and secondary shares, to make it a wholly-owned subsidiary of the Parent Company. This was approved by the stockholders of the Parent Company on November 28, 2014.

Pursuant thereto, on March 6, 2015, the Parent Company entered into Subscription Agreements with the Subsidiary for the Parent Company to subscribe to a total of 67,000 primary common shares at par value of ₱100 per share, equivalent to a total amount of ₱6.7 Million. Out of the 67,000 primary common shares subscribed, 30,000 primary common shares thereof worth P3.0 Million were subsequently taken from the increase in authorized capital stock of the Subsidiary, approved by the SEC on April 17, 2015. This completed the Parent Company's acquisition of 51% stake in the Subsidiary.

As of December 31, 2020, the Parent Company's acquisition of the remaining 49% of the Subsidiary, through purchase of secondary shares from existing shareholders of the Subsidiary, is yet to be completed.

The Subsidiary was incorporated under the laws of the Republic of the Philippines and registered with Philippine Securities and Exchange Commission (SEC) per Registration No. CS200806090 on April 24, 2008.

The primary purpose of the Subsidiary is to engage in manufacturing, processing, buying, selling and exporting pasteurized canned crab meat, frozen marine products, dried fruit and other food products.

The Subsidiary's registered office address is at Tresco Compound, Casuntinigan, Asahi Road, Mandaue City, Cebu, Philippines.

Approval of consolidated financial statements

The consolidated financial statements of the Group as for the years ended December 31, 2020 and 2019 were authorized for issue in accordance with a resolution of the BOD on April 29, 2021 and that the Chairman of Board is authorized to approve such consolidated financial statements on their behalf.

NOTE 2 - BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with the Philippine Financial Reporting Standards (PFRSs). PFRSs includes all applicable PFRS, Philippine Accounting Standards (PASs) and Interpretations issued by the Philippine Financial Reporting Interpretation Committee (PFRIC) as approved by the Financial Reporting Standards Committee (FRSC) and adopted by the SEC.

The consolidated financial statements have been prepared on the accrual basis using historical cost basis, except for financial assets at fair value through other comprehensive income (FVOCI) that are measured at fair value. The consolidated financial statements are presented in Philippine peso, which is the Group's functional and presentation currency. All values are rounded to the nearest million, except when otherwise indicated.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Parent Company, Millennium Global Holdings, Inc., and the following subsidiaries:

	Percentage of Ownership	
	2020	2019
Operating subsidiaries:		
Millennium Ocean Star Corporation	51%	51%
Cebu Canning Corporation	51%	51%

A subsidiary is an entity in which the Parent Company has control. Subsidiaries are consolidated from the date on which control is transferred to the Parent Company and cease to be consolidated from the date on which control is transferred out of the Parent Company. Control is achieved when the Parent Company is exposed to, or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Parent Company controls an investee, if and only if, the Parent Company has:

- Power over the investee
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Parent Company has less than a majority of the voting or similar rights of an investee, the Parent Company 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
- The Parent Company's voting rights and potential voting rights

The Parent Company 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 Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Parent Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to intra-group transactions are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Parent Company loses control over the subsidiary, it:

- derecognizes the assets (including goodwill) and liabilities of the subsidiary
- derecognizes the carrying amount of any non-controlling interest
- derecognizes the cumulative transaction differences recorded in equity
- recognizes the fair value of the consideration received
- recognizes the fair value of any investment retained
- recognizes any surplus or deficit in profit or loss
- reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Intercompany balances and transactions, including intercompany profits and unrealized profits and losses, are eliminated in full.

Non-controlling Interests

Non-controlling interests represent the interests in subsidiaries which are not owned, directly or indirectly through subsidiaries, by the Parent Company. If losses applicable to the non-controlling interest in a consolidated subsidiary exceed the non-controlling interest's equity in the subsidiary, the excess, and any further losses applicable to non-controlling interest, are charged against the majority interest except to the extent that the minority has a binding obligation to, and is able to, make good of the losses. If the subsidiary subsequently reports profits, the majority interest is allocated all such profits until the interest's share of losses previously absorbed by the majority interest has been recovered.

2.3 Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interest in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of PAS, is measured at fair value with changes in fair value recognized either in profit or loss or as a change to OCI. If the contingent consideration is not within the scope of PAS 39, it is measured in accordance with the appropriate PFRS. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill

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

After the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortized but is reviewed for impairment at least annually. Any impairment loss is recognized immediately in profit or loss and is not subsequently reversed. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

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

2.4 Use of judgment and estimates

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported in the Group's financial statements and accompanying notes.

Judgments are made by management in the development, selection and disclosure of the Group's significant accounting policies and estimates and the application of these policies and estimates.

The estimates and assumptions are reviewed on an on-going basis. These are based on management's evaluation of relevant facts and circumstances as of the reporting date. Actual results could differ from such estimates.

Revision to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

2.5 Adoption of new and revised accounting standards

New and Revised Accounting Standards Effective in 2020

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new and amended PFRS which the Group adopted effective for annual periods beginning on or after January 1, 2020:

- *Conceptual Framework for Financial Reporting* – The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements of any standard. The purpose of the Conceptual Framework is to assist the standard-setters in developing standards, to help preparers develop consistent accounting policies where there is no applicable standard in place and to assist all parties to understand and interpret the standards.

The revised Conceptual Framework includes new concepts, provides updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts.

- *Amendments to PAS 1, Presentation of Financial Statements and PAS 8, Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Material* – The amendments clarify the definition of “material” and how it should be applied by companies in making materiality judgments. The amendments ensure that the new definition is consistent across all PFRS standards. Based on the new definition, information is “material” if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general-purpose financial statements make on the basis of those financial statements.

An entity applies those amendments prospectively for annual periods beginning on or after January 1, 2020, with earlier application permitted.

- *IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32 (amendments), References to the Conceptual Framework in PFRS* – The amendments include a new chapter on measurement; guidance on reporting financial performance; improved definitions and guidance-in particular the definition of a liability; and clarifications in important areas, such as the roles of stewardship, prudence and measurements uncertainty in financial reporting.

An entity applies those amendments prospectively for annual periods beginning on or after January 1, 2020, with earlier application permitted.

- *Amendments to PFRS 3 - Definition of a Business* – This amendment provides a new definition of a “business” which emphasizes that the output of a business is to provide goods and services to customers, whereas the previous definition focused on returns in the form of dividends, lower costs or other economic benefits to investors and others. To be considered a business, ‘an integrated set of activities and assets’ must now include ‘an input and a substantive process that together significantly contribute to the ability to create an output’. The distinction is important because an acquirer may recognize goodwill (or a bargain purchase) when acquiring a business but not a group of assets. An optional simplified assessment (the concentration test) has been introduced to help companies determine whether an acquisition is of a business or a group of assets.

An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

- *Amendments to PFRS 7 and 9, Financial Instruments; Disclosures and PAS 39, Financial Instruments: Recognition and Measurements* - The amendment includes specific disclosures are required in relation to transferred financial assets while the PFRS 9 includes requirements for recognition and measurement, impairment, derecognition and general hedge accounting; For PAS 39, special rules apply to embedded derivatives and hedging instruments.
- *Amendments PFRS 9, PAS 39, and PFRS 7 – Interest Rate Benchmark Reform Phase I* – The amendment modify specific hedge accounting requirements so that entities would apply those hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows and cash flows

from the hedging instrument are based will not be altered as a result of interest rate benchmark reform; are mandatory for all hedging relationships that are directly affected by the interest rate benchmark reform; are not intended to provide relief from any other consequences arising from interest rate benchmark reform (if a hedging relationship no longer meets the requirements for hedge accounting for reasons other than those specified by the amendments, discontinuation of hedge accounting is required); and require specific disclosures about the extent to which the entities' hedging relationships are affected by the amendments.

An entity applies those amendments prospectively for annual periods beginning on or after January 1, 2020, with earlier application permitted.

Under prevailing circumstances, the adoption of the foregoing amended PFRS does not have any material effect on the financial statements of the Group. Additional disclosures will be included in the notes to financial statements, as applicable.

New and Amended Standards Effective Subsequent to 2020 but not Early Adopted

Pronouncements issued but not yet effective as at December 31, 2020 are listed below. The Group intends to adopt the following pronouncements when they become effective. Except as otherwise indicated, the Group does not expect the adoption of these new pronouncements to have a significant impact on the consolidated financial statements.

Effective beginning on or after June 1, 2020

Amendments to PFRS 16, COVID-19-related Rent Concessions – the amendment provides lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification. When there is a change in lease payments, the accounting consequences will depend on whether that change meets the definition of a lease modification, which PFRS 16 Leases defines as “a change in the scope of a lease, or the consideration for a lease, that was not part of the original terms and conditions of the lease (for example, adding or terminating the right to use one or more underlying assets, or extending or shortening the contractual lease term)”.

The changes in Covid-19-Related Rent Concessions amend PFRS 16 to:

- 1) provide lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification;
- 2) require lessees that apply the exemption to account for COVID-19-related rent concessions as if they were not lease modifications;
- 3) require lessees that apply the exemption to disclose that fact; and
- 4) require lessees to apply the exemption retrospectively in accordance with PAS 8, but not require them to restate prior period figures.

The amendment is effective for annual reporting periods beginning on or after June 1, 2020. Earlier application is permitted, including in financial statements not yet authorized for issue on May 28, 2020. The amendment is also available for interim reports.

The amendments have no effect or impact to the Group's financial statements.

Effective beginning on or after January 1, 2021

PFRS 9, PFRS 7, PFRS 4 and PFRS 16 (amendments), Interest Rate Benchmark Reform – Phase 2

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

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

The Group shall also disclose information about:

- The nature and extent of risks to which the entity is exposed arising from financial instruments subject to IBOR reform, and how the entity manages those risks; and,

- Their progress in completing the transition to alternative benchmark rates, and how the entity is managing that transition.

The amendments are effective for annual reporting periods beginning on or after January 1, 2021 and must be applied retrospectively.

Effective beginning on or after January 1, 2022

Amendments to PAS 16, Property, Plant and Equipment - Proceeds before Intended Use - the purpose of the amendments is to prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

Amendments to PAS 37, Onerous Contracts - Cost of Fulfilling a Contract – the amendment is regarding costs a company should include as the cost of fulfilling a contract when assessing whether a contract is onerous. The amendments specify that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

Amendments to PFRS 3, Reference to the Conceptual Framework with amendments to PFRS 3 'Business Combinations – the amendments update an outdated reference in PFRS 3 without significantly changing its requirements. The changes are: update PFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework; add to PFRS 3 a requirement that, for transactions and other events within the scope of PAS 37 or IFRIC 21, an acquirer applies PAS 37 or IFRIC 21 (instead of the Conceptual Framework) to identify the liabilities it has assumed in a business combination; and add to PFRS 3 an explicit statement that an acquirer does not recognize contingent assets acquired in a business combination.

The Group is still assessing the impact of the preceding amendments to the consolidated financial statements.

Effective beginning on or after January 1, 2023

Amendments to PAS 1, Classification of Liabilities as Current or Non-current – the amendments provide a more general approach to the classification of liabilities under PAS 1 based on the contractual arrangements in place at the reporting date. The amendments affect only the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. To:

- clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;
- clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and
- make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

Amendments to PFRS 17, Insurance Contracts – the amendments’ purpose is to address concerns and implementation challenges that were identified after PFRS 17 'Insurance Contracts' was published in 2017. The main changes are: deferral of the date of initial application of PFRS 17 by two years to annual periods beginning on or after January 1, 2023; additional scope exclusion for credit card contracts and similar contracts that provide insurance coverage as well as optional scope exclusion for loan contracts that transfer significant insurance risk; recognition of insurance acquisition cash flows relating to expected contract renewals, including transition provisions and guidance for insurance acquisition cash flows recognized in a business acquired in a business combination; extension of the risk mitigation option to include reinsurance contracts held and non-financial derivatives; amendments to require an entity that at initial recognition recognizes losses on onerous insurance contracts issued to also recognize a gain on reinsurance contracts held; simplified presentation of insurance contracts in the statement of financial position so that entities would present insurance contract assets and

liabilities in the statement of financial position determined using portfolios of insurance contracts rather than groups of insurance contracts; and several small amendments regarding minor application issues.

The Group is still assessing the impact of the preceding amendments to the consolidated financial statements.

Deferred

PFRS 10 (amendments), Consolidated Financial Statements, and PAS 28 (amendments), Investments in Associates and Joint Ventures – 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 FRSC 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.

Annual Improvements to PFRS

The annual improvements to PFRSs contain non-urgent but necessary amendments to PFRSs.

2018-2020 Cycle

The Annual Improvements to PFRSs (2018-2020 Cycle) are effective for annual periods beginning on or after January 1, 2022, with retrospective application. The amendments to the following standards:

- PFRS 1, Subsidiary as a first-time adopter - The amendment permits a subsidiary to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs. As a result of the amendment, a subsidiary that uses the exemption in PFRS 1: D16 (a) can now also elect to measure cumulative translation differences for all foreign operations at the carrying amount that would be included in the parent's consolidated financial statements, based on the parent's date of transition to PFRS Standards, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary. A similar election is available to an associate or joint venture that uses the exemption in PFRS 1: D16 (a).
- PFRS 9, Fees in the '10 per cent' test for derecognition of financial liabilities - The amendment clarifies which fees an entity includes when it applies the '10 per cent' test in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

The Group will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendments are not expected to have a material impact on the consolidated financial statements.

- PFRS 16, Lease Incentives - The amendment removes from the example the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example.
- PAS 41, Taxation in fair value measurements - The amendment removes the requirement for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. This will ensure consistency with the requirements in PFRS 13.

The amendments are not expected to have a material impact on the consolidated financial statements.

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

3.1 Financial instruments

Initial recognition

The financial asset or a financial liability are recognized only when the entity becomes party to the contractual provisions of the instrument.

A financial asset (except trade receivable without a significant financing component) or financial liability are initially measured at fair value plus, in the case not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and measurement

The financial assets are classified based on the entity's business model for managing the assets and the contractual cash flows characteristics, and these are measured as follows:

- Amortized cost - a financial asset is measured at amortized cost if both of the following conditions are met:
 - i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
 - ii. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Fair value through other comprehensive income (FVOCI) - financial assets are classified and measured at fair value through other comprehensive income if they are held in a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- Fair value through profit or loss (FVTPL) - any financial assets that are not held in one of the two business models mentioned are measured at fair value through profit or loss.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The foregoing categories of financial instruments are more fully described below.

Financial assets at FVTPL - These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

As of December 31, 2020, and 2019, the Group has no financial assets at FVTPL.

Financial assets at amortized cost - These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss. Cash, trade and other receivables, refundable deposits, and due from related parties are included in this category.

Debt investments at FVOCI - These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI - These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.

As of December 31, 2020, and 2019, the Group's equity investments are carried at FVOCI.

Financial liabilities – Classification and measurement

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

As of December 31, 2020, and 2019, the Group has no financial liabilities classified under FVTPL.

The other financial liabilities of the Group as of December 31, 2020 and 2019, includes trade and other payables, due to related parties, borrowings, and lease liability.

Derecognition

Financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognized in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred, or liabilities assumed) is recognized in profit or loss.

Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

Impairment

Impairment of financial assets are recognized in stages as follows:

- Stage 1 - as soon as a financial instrument is originated or purchased, 12-month expected credit losses are recognized in profit or loss and a loss allowance is established. This serves as a proxy for the initial expectations of credit losses. For financial assets, interest revenue is calculated on the gross carrying amount (without deduction for expected credit losses).
- Stage 2 - if the credit risk increases significantly and is not considered low, full lifetime expected credit losses are recognized in profit or loss. The calculation of interest revenue is the same as for Stage 1.
- Stage 3 - if the credit risk of a financial asset increases to the point that it is considered credit-impaired, interest revenue is calculated based on the amortized cost (the gross carrying amount less the loss

allowance). Financial assets in this stage will generally be assessed individually. Lifetime expected credit losses are recognized on these financial assets.

3.2 Current versus non-current classification

The Group presents assets and liabilities in the consolidated statements of financial position based on current/non-current classification.

An asset is current when:

- It is expected to be realized or intended to be sold or consumed in normal operating cycle
- It is primarily held for the purpose of trading
- It is expected to be realized within twelve months after the reporting period, or
- It is cash on hand and in banks 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 settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as noncurrent.

3.3 Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded by the group at the respective functional currency rates prevailing at the date of the transaction.

Monetary assets and monetary liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date.

All differences are taken to the consolidated statement of income with the exception of all monetary items that provide an effective hedge for a net investment in a foreign operation. These are recognized in OCI until the disposal of the net investment, at which time they are recognized in profit or loss. Tax charges and credits applicable to exchange differences on these monetary items are also recorded in the OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

3.4 Fair value measurement

For measurement and disclosure purposes, the Group determines the fair value of an asset or liability at the 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 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.

3.5 Cash

Cash consist of cash on hand and in banks. Cash in banks earns interest at respective bank deposit rates. For purpose of reporting cash flows, cash on hand and in banks are unrestricted and available for use in current operations.

3.6 Trade and other receivables

Trade and other receivables are recognized initially at the transaction price and are subsequently measured at amortized cost using the EIR method, less provision for impairment. Provision for impairment of trade and other receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables.

3.7 Inventories

Inventories are initially recognized at cost, and subsequently at the lower of cost and net realizable value (NRV). Cost comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is calculated using the first-in, first-out (FIFO) method. NRV represent the estimated selling price less all estimated costs to be incurred in marketing, selling and distributing the goods.

When the NRV of the inventories is lower than the cost, the group provides for an allowance for the decline in the value of the inventory and recognizes the write-down as an expense in the consolidated statement of income.

When the inventories are sold, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized.

3.8 Prepayments and other current assets

Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to the consolidated statement of income as they are consumed in operations or have expired with the passage of time.

Prepayments are classified in the consolidated statements of financial position as current assets when the cost of goods or services related to the prepayment are expected to be incurred within one year or the Group's normal operating cycle, whichever is longer. Otherwise, prepayments are classified as noncurrent assets.

Other assets are recognized when the Group expects to receive future economic benefit from them and the amount can be measured reliably. Other assets are classified in the consolidated statements of financial position as current assets when the cost of goods or services related to the assets are expected to be incurred within one year of the Group's normal operating cycle, whichever is longer. Otherwise, other assets are classified as non-current assets.

3.9 Investment in associates

Associates are entities over where the Company is in a position to exercise significant influence in the financial and operating policy decisions but not control or joint control.

Investment in associates is recognized using the equity method of accounting. Under the equity method the investment is initially recognized at cost and adjusted thereafter for the post-acquisition change in the investor's share of net assets of the investee. On acquisition of the investment any difference between the cost of the

investment and the investor's share of the net fair value of the associate's identifiable assets, liabilities and contingent liabilities is accounted for in accordance with PFRS 3 Business Combinations.

The income statement of the investor includes the investor's share of the income statement of the investee.

Losses of associates in excess of the Company's interest in the relevant entity are not recognized except to the extent that the Company has an obligation. Profits on company transactions with associates are eliminated to the extent of the Company's interest in the relevant associate.

Below is the Company's associate, which is incorporated outside the Philippines.

<u>Associate</u>	<u>Percentage of Ownership</u>
Pacific Seafoods Company (PASECO)	47.57%

3.10 Property, plant and equipment

Property, plant and equipment are initially measured at cost. At the end of each reporting period, items of property, plant and equipment are measured at cost less any subsequent accumulated depreciation, amortization and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset and the estimated present value of any future unavoidable costs of dismantling and removing items. The corresponding liability is recognized within provisions.

Subsequent expenditures relating to an item of property, plant and equipment that have already been recognized are added to the carrying amount of the asset when it is probable the future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group. All other subsequent expenditures are recognized as expense in the period in which those are incurred.

Depreciation and amortization is charged so as to allocate the cost of other assets less their residual values over their estimated useful lives using the straight-line method.

Below are the estimated useful lives used for the depreciation and amortization of property, plant and equipment:

	<u>Useful years</u>
Building	30 years
Leasehold improvements	15 years
Machineries	15 years
Transportation equipment	5 years
Furniture and fixtures	5 years

Land is not depreciated. Leasehold improvements are amortized over the term of the lease, or the estimated useful life of the leasehold improvements whichever is shorter.

The estimated useful lives and depreciation and amortization method are reviewed periodically, and adjusted prospectively, if necessary, to ensure that the periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property, plant and equipment. The lease term includes assumption of lease renewals when such have been determined to be reasonably assured. The lease renewal is reasonably assured when failure to renew the lease imposes a penalty to the lessee.

Depreciation and amortization of these assets, on the same basis as other property assets commences at the time the assets are ready for their intended use.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation is charged to the consolidated statement of income.

When assets are retired or otherwise disposed of, the cost and the related accumulated depreciation and amortization and any impairment in value are removed from the accounts and any resulting gain or loss arising

on the disposal or retirement of an asset, determined as the difference between the sales proceeds and the carrying amount of the asset, is recognized in the consolidated statement of income.

3.11 Refundable security deposits

Refundable security deposits represent payments made in relation to the lease agreements entered into by the Group. These are carried at cost and will generally be applied as lease payments toward the end of the lease terms or refunded to the Group.

3.12 Impairment of non-financial assets other than inventories

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment or an impairment loss previously recognized no longer exists or may have decreased. If any such indication exists, the Group makes a formal estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or its Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. Recoverable amount 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset 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. For an asset that does not generate cash flows independent of those from other assets, the recoverable amount is determined for the CGU to which the asset belongs. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized. Reversals of impairment are recognized in the consolidated statement of income.

Goodwill is tested for impairment annually as at December 31 and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, 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.

3.13 Trade and other payables

Trade and other payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. They are classified as current liabilities if payment is due within one year or less (or within the normal operating cycle of the business if longer); otherwise, they are presented as noncurrent liabilities.

Accruals are liabilities to pay for goods or services that have been received or supplied but have not been paid, invoiced or formally agreed with supplier, including amounts due to employees. It is necessary to estimate the amount or timing of accruals, however, the uncertainty is generally much less than for provision.

Government dues and remittances include withholding income taxes which represent taxes retained by the Group for an item of income required to be remitted to the BIR in the following month. The obligation of the Group to deduct and withhold the taxes arises at the time an income payment is paid or payable, or the income payment is accrued or recorded as an expense or asset, whichever comes first. The term "payable" refers to the date the obligation becomes due, demandable or legally enforceable.

Trade and other payables are recognized initially at fair value and subsequently measured at amortized cost using the EIR method.

3.14 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost using EIR method, which ensures that any finance cost over the period of repayment is at constant rate on the balance of the liability carried in the consolidated statements of financial position.

The Group classifies borrowings as current liabilities if settlement is expected within one year or less, and the Group does not have the right to defer settlement of the liabilities and does not breach any loan provisions on or before the end of the reporting period. Otherwise, these are presented as noncurrent liabilities.

3.15 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Borrowing costs that are not directly attributable to the acquisition, construction, or production of qualifying asset are recognized in the consolidated statement of income in the period which they are incurred.

3.16 Provisions and contingencies

Provisions are recognized when: (a) Group has a present obligation (legal or constructive) as a result of a past event; (b) it is probable 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. 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 finance cost. When the Group expects a provision or loss to be reimbursed, the reimbursement is recognized as a consolidated asset only when the reimbursement is virtually certain and its amount is estimable. The expense relating to any provision is presented in the consolidated statement of income, net of any reimbursement.

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

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

3.17 Due to (from) related parties

Due to (from) related parties are non-interest bearing borrowings. These are measured initially at their nominal values and subsequently recognized at amortized costs less settlement payments.

3.18 Deposit for future share subscription

Deposit for future share subscription represents payments made on subscription of shares which cannot be directly credited to 'Capital Stock' pending application for the approval of the proposed increase presented for filing /filed with the SEC and registration of the amendment to the Articles of Incorporation increasing capital stock. The paid-up subscription can be classified under equity if the nature of the transaction give rise to a contractual obligation of the Group to deliver its own shares to the subscriber in exchange of the subscription amount.

In addition, deposit for future share subscription shall be classified under equity if all of the following elements are present as at reporting date:

- a. The unissued authorized capital of the entity is insufficient to cover the amount of shares indicated in the contract;
- b. There is Board of Directors' approval on the proposed increase in authorized capital stock (for which a deposit was received by the corporation);
- c. There is stockholders' approval of said proposed increase; and
- d. The application for the approval of the proposed increase has been presented for filing or has been filed with the Commission.

If any or all of the foregoing elements are not present, the deposit for future share subscription shall be recognized as a noncurrent liability in the consolidated statements of financial position.

3.19 Equity

Share capital is measured at par value for all shares issued. When the shares are sold out at a premium, the difference between the proceeds and the par value is credited to the "Share premium" account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Group, the shares shall be measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

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

Retained earnings represent the cumulative balance of periodic net income or loss, dividend distribution, prior period adjustments, effect of changes in accounting policy and other capital adjustments. When retained earnings account has a debit balance, it is called "deficit", and presented as a deduction from equity.

Dividends are recognized when they become legally payable. Dividend distribution to equity shareholders is recognized as liability in the Group's consolidated financial statements in the period in which the dividends are declared and approved by the Group's BOD.

3.20 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be measured reliably. Revenue is measured at the fair value of consideration received or receivable for goods sold and services rendered in the normal course of the business, excluding value-added tax (VAT) and trade discounts.

Sale of goods

Revenue from the sale of goods is recognized when all of the following conditions are satisfied:

- a. The Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- b. The Group retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold;
- c. The amount of revenue can be measured reliably;
- d. It is probable that the economic benefits associated with the transaction will flow to the Group; and
- e. The costs incurred or to be incurred in respect of the transaction can be measured reliably.

If it is probable that discount will be granted and the amount can be measured reliably, then the discount is recognized as a reduction of revenue as the sale is recognized.

Rental income

Rental income from non-cancellable operating leases is recognized as income on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on a straight-line basis over the lease term.

Finance income

Interest income is recorded using the EIR which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. Interest income is included in “finance income” in the consolidated statements of income.

3.21 Employee benefits

A defined contribution plan is a pension plan under which Group pays fixed contributions into a consolidated entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan.

Defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability or asset recognized in the consolidated statement of financial position in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually using projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash flows using interest rates of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of all related pension obligations.

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 the consolidated statement of income. 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 the consolidated statement of income.

Remeasurements comprising actuarial gains or losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

3.22 Costs and expense recognition

Costs and expenses are recognized in the consolidated statements of income when the decrease in future economic benefit related to a decrease in an asset or an increase in liability has arisen that can be measured reliably. Costs and expenses are recognized in the consolidated statements of 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 with income can only be broadly or indirectly determined; or immediately when an 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 statements of financial position as an asset.

Costs and expenses in the consolidated statements of income are presented using the function of expense method. Costs of sales are expenses incurred that are associated with the goods sold and include purchases of goods, distribution costs, labor costs and overhead. General and administrative expenses are costs attributable to administrative and other business activities of the Group.

3.23 Leases

At inception of a contract, an entity shall assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assesses whether the contract meets three key evaluations which are whether:

- a) the contract contains an *identified asset*, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group,
- b) the Group has the *right to obtain substantially all of the economic benefits* from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract,
- c) the Group has the *right to direct the use* of the identified asset throughout the period of use.

The Group shall reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

The Group as a lessee

The Group recognizes right-of-use assets and lease liabilities for its leases.

(a) Right-of-use asset

At lease commencement date, the Group recognizes a right-of-use asset on the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

(b) Lease liability

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

3.24 Taxes

Current income tax

Current income tax assets and liabilities for the current period is measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the consolidated statement of income. Management periodically evaluates positions taken in the tax returns with

respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on all temporary differences between the tax bases of assets and liabilities and their carrying amounts for reporting purposes.

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

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interest in joint ventures, when 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, the carry-forward of unused tax credits from excess minimum corporate income tax (MCIT) and net operating loss carry over (NOLCO), and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits from MCIT and NOLCO and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary differences 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 taxable profit (or loss).
- 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 taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset 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 profit will allow the deferred tax asset to be recovered.

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend to either settle the liabilities simultaneously.

Value-added Tax (VAT)

Revenue, expenses and assets are recognized net of the amount of VAT.

For acquisition of capital goods over ₱1,000,000, the VAT is deferred and amortized over the useful life of the related capital goods or 60 months, whichever is shorter, commencing on the date of the acquisition.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of 'prepayments and other current assets' or 'trade and other payables' in the consolidated statements of financial position.

3.25 Related parties

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. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. The key management personnel of the Group and post-employment benefit plans for the benefit of the Group's employees are also considered to be related parties.

3.26 Earnings per share (EPS)

Basic EPS is determined by dividing profit or loss by the weighted average number of shares issued and outstanding during the year.

For the purpose of calculating diluted EPS, profit or loss for the year attributable to ordinary equity shareholders of the Group and the weighted average number of shares outstanding are adjusted for the effects of all dilutive potential ordinary shares.

3.27 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components.

Allocating resources and assessing performance of the operating segments, has been identified as the Chairman of the Board that makes strategic decisions.

An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues.

Segment results that are reported to the Chairman of the Board include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, head office expenses, interest income and expenditures and income tax assets and liabilities.

3.28 Events after the reporting date

Post year-end events up to the date when the consolidated financial statements were authorized for issue by the BOD that provide additional information about the Group's position at reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

NOTE 4 - SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS
--

The preparation of the consolidated financial statements in conformity with PFRS requires the management to make estimates, assumptions and judgments that affect the amounts reported in the consolidated financial statements and accompanying notes.

The estimates and associated assumptions are based on historical experiences and other various factors that are believed to be reasonable under the circumstances including expectations of related future events, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates, assumptions and judgments are reviewed and evaluated on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

4.1 Judgments

Going concern

The Group's management has made an assessment on the Group's ability to continue as a going concern and is satisfied that the Group has the resources to continue their business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the consolidated financial statements continue to be prepared on the going concern basis.

Determination of functional currency

The consolidated financial statements are presented in the Philippine Peso, which is also the Parent Company's functional currency. For each entity, the Group determines the functional currency and items included in the consolidated financial statements of each entity are measured using that functional currency.

Classification of financial statements

The Group exercises judgments in classifying a financial instrument, or its component parts, on initial recognition as a financial asset, a financial liability, or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset or liability. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated statement of financial position.

The classification of financial assets and liabilities is presented in Note 8.

Determination whether an agreement contains a lease

The determination of whether a contract is, or contains a lease, is based on the substance of the arrangement at the inception of the lease. The arrangement is assessed for if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

The Group has entered into a lease arrangement as a lessor and a lessee.

Leases are further disclosed in Note 35.

4.2 Estimates

Impairment of trade and other receivables and due from related parties

The Group reviews its receivables at each reporting date to assess whether an impairment loss should be recognized in its consolidated statement of income or receivables balance should be written off. In particular, judgment by management is required in the estimation of the amount and timing of future cash flows when determining the level of allowance is required. Such estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the allowance. Moreover, management evaluates the presence of objective evidence of impairment which includes observable data that comes to the attention of the Group about loss events such as but not limited to significant financial difficulty of the counterparty, a breach of contract, such as a default or delinquency in interest or principal payments, probability that the borrower will enter bankruptcy or other financial re-organization.

The carrying values of trade and other receivables and due from related parties and the related allowance for impairment losses provided as at December 31, 2020 and 2019 are disclosed in Notes 11, 13 and 29.

Impairment of equity investments

The Company classifies certain financial assets as equity investments and recognizes movements in fair value in OCI and equity. When the fair value declines, management makes assumptions about the decline in value to determine whether it is an impairment that should be recognized in profit or loss. Impairment may be appropriate when there is evidence of deterioration in the financial wealth of investee, industry and sector performance and operational and financing cash flows. The Company treats financial assets at other comprehensive income as impaired when there has been a significant or prolonged decline in the fair value below its cost or where other

objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires judgment.

The Company treats "significant" generally as 20% or more of the original cost of the investment, and "prolonged," longer than 12 months. In addition, the Company evaluates other factors including normal volatility in share price for quoted securities and the future cash flows and the discount factors for unquoted securities.

Accumulated unrealized loss recognized for the years ended December 31, 2020 and 2019 amounted to ₱300,000. The carrying amount of financial assets at FVOCI amounted to ₱50,000 as at December 31, 2020 and 2019 (Note 15).

Estimation of net realizable values and impairment of inventories

The Group provides an allowance to reduce inventories to net realizable values whenever the utility of inventories becomes lower than cost due to damage, physical deterioration, obsolescence, changes in price levels or other causes. The estimate of the net realizable value is reviewed regularly.

The carrying values of inventories and the related allowance for inventory obsolescence are disclosed in Note 12.

Estimation of useful lives of property, plant and equipment

The Group reviews annually the estimated useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. It is possible that future results of operations could be materially affected by changes in these estimates. A reduction in the estimated useful lives of property, plant and equipment would increase recorded depreciation and amortization expense and decrease the related asset accounts.

The estimated useful lives of property, plant and equipment are discussed in Note 3.10.

Impairment of goodwill

The Group performed its annual impairment test on its goodwill 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 were 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 discount rate and growth rate.

Impairment of non-financial assets other than inventories

The Group assesses at each reporting date whether there is an indication that the carrying amount of all non-financial assets may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. At the reporting date, the Group assesses 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.

Management has reviewed the carrying values of the Group's property, plant and equipment as at December 31, 2020 and 2019 for impairment. Based on the results of its evaluation, there were no indications that the property and equipment were impaired, thus, no impairment loss needs to be recognized in 2020, 2019 and 2018.

Realizability of deferred tax

Management reviews carrying amount of deferred tax assets at each reporting date. The carrying amount of deferred tax assets is reduced to the extent that it is no longer probable that sufficient taxable profit will be available against which the related tax assets can be utilized.

The Group's recognized deferred tax assets amounted to ₱15,808,385 and ₱17,463,907 as at December 31, 2020 and 2019, respectively (see Note 34). The Group has not recognized deferred tax assets on NOLCO of the Parent Company as at December 31, 2020 and 2019. The non-recognition of deferred tax assets on NOLCO is based on the management that there will be no available future taxable profits for the Parent Company.

Incremental borrowing rate of lease liability

Incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

The incremental borrowing rate is determined by the Group on the commencement date of the lease. As a result, it incorporates the impact of significant economic events and other changes in circumstances arising between lease inception and commencement.

This incremental rate is used to measure the lease liability at the present value of lease payments that are not paid at the end of lease term. In 2020, the Group's determined incremental rates used to compute the carrying value of lease liability amounting to a total of ₱85,277,296 are 7% and 5% (Note 35).

Estimation of retirement benefits

The determination of the Group's obligation and cost for retirement benefits is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. The assumptions described in Note 31 include, among others, discount rates, average remaining working lives and rates of compensation increase. While management believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions may materially affect pension and other retirement obligations.

The details of the Group's retirement benefits are provided in Note 33.

NOTE 5 – BUSINESS COMBINATION

In 2013, the stockholders approved the investment in and/or acquisition of various businesses and operating companies, including 51% controlling interest in MOSC, majority-owned by the Company's Chairman and President, Yang Chi Jen. A Subscription Agreement acquiring 51% controlling interest in MOSC was consequently executed on January 10, 2014.

In 2014, the stockholders approved the issuance and listing of 9.125 Million shares at par value of Php1.00/share which were subscribed by the Company's Chairman/President and CEO, Yang Chi Jen.

In 2017, the Company made additional subscription to 117,091,837 primary shares of its subsidiary, MOSC, at par value of Php1.00 per share, to maintain the Company's 51% ownership in MOSC.

In 2017, Yang Chi Jen, subscribed to the remaining 365,785,000 unissued shares of the Company at Php0.20 per share, double the lowered par value of Php0.10 per share, equivalent to a total amount of Php73,157,000 with premium of Php36,578,500. The BOD likewise approved the subscription by Yang Chi Jen to at least 25% of the proposed increase in authorized capital stock of the Company at Php0.20 per share. The increase in authorized capital stock of the Company was initially pegged from Php250,000,000 to Php750,000,000 but was later amended during the year to an amount as may be determined by the BOD but not exceeding Php10 Billion.

NOTE 6 – SUBSIDIARY WITH MATERIAL NON-CONTROLLING INTERESTS

In determining whether an NCI is material to the Parent Company, management employs both quantitative and qualitative factors to evaluate the nature of, and risks associated with, the Parent Company's interests in these entities, and the effects of those interests on the Parent Company's financial position. Factors considered include, but not limited to, carrying value of the subsidiary's NCI relative to the NCI recognized in the Parent Company's consolidated financial statements, the subsidiary's contribution to the Parent Company's consolidated revenues and net income, and other relevant qualitative risks associated with the subsidiary's nature, purpose and size of activities.

Based on management's assessment, the Group has concluded that MOSC and C3 are considered subsidiaries with NCI that is material to the Parent Company.

The ability of the subsidiary to pay dividends or make other distributions or payments to their shareholders (including the Parent Company) is subject to applicable law and other restrictions contained in financing agreements, shareholder agreements and other agreements that prohibit or limit the payment of dividends or other transfers of funds.

The summarized financial information of MOSC and C3 are presented below, before inter-company eliminations but after consolidation adjustments for goodwill, other fair value adjustments on acquisition and adjustments required to apply uniform accounting policies at group level.

	2020			2019		
	MOSC	C3	Total	MOSC	C3	Total
Equity share held by NCI	49%	49%		49%	49%	
Summarized Statements of Financial Position:						
Current assets	1,164,714,153	21,549,586	1,186,263,739	1,286,453,526	19,633,693	1,306,087,219
Non-current assets	455,403,452	5,603,381	461,006,833	517,026,636	5,497,591	522,524,227
Current liabilities	1,006,679,926	34,605,429	1,041,285,355	1,195,123,950	28,924,531	1,224,048,481
Non-current liabilities	123,877,128	1,285,255	125,162,383	117,416,237	1,285,255	118,701,492
Total Equity	489,560,551	(8,737,717)	480,822,834	490,939,975	(5,078,502)	485,861,473
Equity attributable to Parent Company shareholders	245,875,643	(4,456,236)	241,419,407	246,579,149	(2,590,036)	243,989,113
Equity attributable to NCI	243,684,908	(4,281,481)	239,403,427	244,360,826	(2,488,466)	241,872,360
Summarized Statements of Comprehensive Income:						
Revenues	812,359,649	2,013,041	814,372,690	1,043,508,382	54,702,330	1,098,210,712
Net loss	1,226,097	(3,659,214)	(2,433,117)	3,152,004	(2,561,843)	590,161
Loss attributable to Parent Company shareholders	625,309	(1,866,199)	(1,240,890)	1,607,522	(1,306,540)	300,982
Loss attributable to NCI	600,788	(1,793,015)	(1,192,227)	1,544,482	(1,255,303)	289,179
Dividends declared to NCI	-	-	-	-	-	-
Dividends paid to NCI	-	-	-	-	-	-
Summarized Statements of Cash Flows:						
Operating activities	236,396,795	(5,856,979)	230,539,816	236,296,990	(10,203,458)	226,093,532
Investing activities	(65,264,589)	-	(65,264,589)	(45,577,524)	(1,339,748)	(46,917,272)
Financing activities	(152,538,027)	5,641,346	5,641,346	(202,314,094)	11,607,480	11,607,480
Effects of changes in foreign exchange rates	-	-	-	-	-	-
Net increase (decrease) in cash	18,594,179	(215,633)	18,378,546	(11,594,628)	64,274	(11,530,354)

NOTE 7 – 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, trade and other receivables, trade and other payables and short-term borrowings. Carrying amounts approximate their fair values due to the relatively short-term maturities of these instruments.

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

Long-term borrowings. The fair value of long-term borrowings is based on the future undiscounted 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 values are required to be disclosed.

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

The following table shows the Company's asset carried at fair value:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
December 31, 2020			
<i>Financial asset at FVOCI</i>			
Investment in golf share (Note 15)	₱ <u>50,000</u>	₱ <u>-</u>	₱ <u>-</u>
December 31, 2019			
<i>Financial asset at FVOCI</i>			
Investment in golf share (Note 15)	₱ <u>50,000</u>	₱ <u>-</u>	₱ <u>-</u>
December 31, 2018			
<i>Financial asset at FVOCI</i>			
Investment in golf share (Note 15)	₱ <u>50,000</u>	₱ <u>-</u>	₱ <u>-</u>

The basis of the fair value of financial assets at FVOCI is the price of its most recent transaction based on Level 1 of the fair value hierarchy disclosed in Note 3.4.

Financial assets and liabilities measured at amortized cost for which fair values are disclosed:

	December 31, 2020		December 31, 2019	
	Level 1	Level 3	Level 1	Level 3
Financial Assets				
Cash (Note 10)	₱ 145,297,802	₱ -	₱ 126,843,875	₱ -
Trade and other receivables (Note 11) *	-	394,271,641	-	521,398,293
Due from related parties (Note 14 and 32)	-	130,151,222	-	187,863,493
Refundable security deposits (Note 19)	-	330,536	-	330,536
Total	₱ 145,297,802	₱ 524,753,399	₱ 126,843,875	₱ 709,592,322
Financial Liabilities				
Trade and other payables (Note 20) **	₱ -	₱ 96,962,889	₱ -	₱ 98,025,583
Due to related party (Notes 21 and 32)	-	138,168,506	-	136,668,506
Borrowings (Note 22)	906,062,137	-	1,093,714,092	-
Lease liability (Note 23 and 35)	85,277,296	-	80,032,867	-
Total	₱ 991,339,433	₱ 235,131,395	₱ 1,173,746,959	₱ 234,694,089

*Exclusive of advances to suppliers and advances to employees

**Exclusive of government payables

For cash, with fair value included in Level 1, management considers that the carrying amounts of these financial instruments approximate their fair values due to their short-term duration.

There had been no transfers between Level 1, Level 2 and Level 3 for the years ended December 31, 2020 and 2019.

The fair values of the financial assets and financial liabilities included in Level 3 which are not traded in an active market is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market value of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

NOTE 8 - FINANCIAL INSTRUMENTS

The following table shows the classification, carrying values and fair values of the Group's financial assets and financial liabilities as at December 31, 2020 and 2019:

	2020		2019	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets at amortized cost				
Cash (Note 10)	₱ 145,297,802	₱ 145,297,802	₱ 126,843,875	₱ 126,843,875
Trade and other receivables (Note 11) *	394,271,641	394,271,641	521,398,293	521,398,293
Due from related parties (Notes 14 and 32)	130,151,222	130,151,222	187,863,493	187,863,493
Refundable security deposits (Note 19)	330,536	330,536	330,536	330,536
Financial asset at FVOCI				
Investment in golf share (Note 15)	50,000	50,000	50,000	50,000
Total	₱ 670,101,201	₱ 670,101,201	₱ 836,486,197	₱ 836,486,197
Financial liabilities				
Trade and other payables (Note 20) **	₱ 96,962,889	₱ 96,962,889	₱ 98,025,583	₱ 98,025,583
Due to a related party (Notes 21 and 32)	138,168,506	138,168,506	136,668,506	136,668,506
Borrowings (Note 22)	906,062,137	906,062,137	1,093,714,092	1,093,714,092
Lease liability (Note 23 and 35)	85,277,296	85,277,296	80,032,867	80,032,867
Total	₱ 1,226,470,828	₱ 1,226,470,828	₱ 1,419,431,647	₱ 1,419,431,647

*Exclusive of advances to suppliers and advances to employees

**Exclusive of government payables

The income, expense, gain and/or losses recognized from financial instruments for the years ended December 31, 2020, 2019 and 2018 are as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Impairment losses on:			
Trade receivables	P -	P -	P 1,671,566
Inventories	-	-	2,122,144
Finance costs (Note 31)	<u>22,644,369</u>	<u>52,080,650</u>	<u>46,891,262</u>
Total	<u>P 22,644,369</u>	<u>P 52,080,650</u>	<u>P 50,684,972</u>
Finance income (Note 10)	P 96,986	P 204,879	P 234,632
Unrealized foreign exchange gain (Note 30)	<u>(2,308,268)</u>	<u>(623,631)</u>	<u>2,012,242</u>
Total	<u>P (2,211,282)</u>	<u>P (418,752)</u>	<u>P 2,246,874</u>

NOTE 9 - FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

7.1 General objectives, policies and processes

The BOD has overall responsibility and authority for the determination of the Group's risk management objectives and policies and designing and operating processes that ensure the effective implementation of such objectives and policies. It establishes a forum of discussion of the Group's approach to risk issues in order to make relevant decisions.

The overall objective of the BOD is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. Further details regarding these policies are set out below.

7.2 Financial risk management objectives and policies

The Group is exposed through its operations to credit risk, liquidity risk and market risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The policies for managing specific risks are summarized below:

(a) Market risk

Market risk is the risk that the fair value of future cash flows of financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and commodity price risk. Financial instruments affected by market risk include bank borrowings.

i. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is not exposed to interest rate risk as the Group's interest rate on bank loans is fixed and pre-determined at the inception of the contract.

ii. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to cash equivalent denominated in a currency different from the Group's functional currency. The principal currency risks to which the Group is exposed involve the U.S. Dollar (US\$), Taiwan Dollars (TW\$), and Hongkong Dollars (HK\$).

The Group is exposed to foreign exchange risk on its foreign currency denominated monetary asset since the effect of foreign currency changes on the consolidated financial statements is material.

iii. Commodity price risk

Commodity price risk is the risk related to the volatility of price of certain commodities. The Group is not exposed to this risk as its operations do not constitute goods which prices are volatile.

(b) 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 receivable balances are monitored on an ongoing basis with the result that the Group's exposure to impairment is not significant. The Group has a credit and collection department that is consolidated and independent from the sales department. The Group instituted this consolidated department even though the normal practice in its industry is that the salespeople are also the ones who collect the receivables. The Group deals only with credit worthy counterparty duly approved by the management.

The credit quality of the financial assets that are neither past due or impaired is considered to be good quality and expected to be collectible without incurring any credit losses.

Credit losses from balances with banks are managed by ensuring that the Group's deposit arrangements are with reputable and financially sound counterparty.

The following table provides information regarding the maximum credit risk exposure of the Group arising from its financial assets as at December 31 at gross amounts:

	2020	2019	2018
Financial assets at amortized cost			
Cash (Note 10)	₱ 145,297,802	₱ 126,843,875	₱ 138,609,049
Trade and other receivables (Note 11) *	394,271,641	521,398,293	539,905,808
Due from related parties (Notes 14 and 32)	130,151,222	187,863,493	31,505,509
Refundable security deposits (Note 19 and 35)	330,536	330,536	330,536
Financial asset at FVOCI			
Investment in golf share (Note 15)	50,000	50,000	50,000
Total	₱ 670,101,201	₱ 836,486,197	₱ 710,400,902

*Exclusive of advances to suppliers and advances to employees

The following table provides information regarding the Group's analysis of the age of financial assets by class as at December 31, 2020 and 2019:

	December 31, 2020					
	Neither past due nor impaired	Past due but not impaired			Impaired	Total
		31-60 days	61-90 days	Over 90 days		
Financial assets at amortized cost						
Cash	₱ 145,297,802	₱ -	₱ -	₱ -	₱ -	₱ -
Trade and other receivables	200,500,127	37,377,891	47,069,965	92,683,959	16,639,699	394,271,641
Due from related parties	-	-	98,645,713	31,505,509	-	130,151,222
Refundable security deposits	330,536	-	-	-	-	330,536
Financial asset at FVOCI						
Investment in golf share	50,000	-	-	-	-	50,000
Total	₱346,178,465	₱ 37,377,891	₱145,715,678	₱124,189,468	₱16,639,699	₱670,101,201

December 31, 2019						
	Neither past due nor impaired	Past due but not impaired			Impaired	Total
		31-60 days	61-90 days	Over 90 days		
Financial assets at amortized cost						
Cash	₱ 126,843,875	₱ -	₱ -	₱ -	₱ -	₱ 126,843,875
Trade and other receivables	178,840,647	29,618,175	13,698,472	282,601,300	16,639,699	521,398,293
Due from related parties	-	-	106,965,464	80,898,029	-	187,863,493
Refundable security deposits	330,536	-	-	-	-	330,536
Financial asset at FVOCI						
Investment in golf share	50,000	-	-	-	-	50,000
Total	₱ 306,065,058	₱ 29,618,175	₱ 120,663,936	₱ 363,499,329	₱ 16,639,699	₱ 836,486,197

The Group assigned trade receivables as security for borrowings (see Notes 11 and 22).

There were no other credit enhancements attached to the Group's financial assets aside from assigned trade receivables.

Credit quality per class of financial assets

The Group's bases in grading its financial assets are as follows:

High grade- These are receivables which have a high probability of collection (the counterparty has the apparent ability to satisfy its obligation and the security on the receivables are readily enforceable).

Standard grade- These are receivables where collections are probable due to the reputation and the financial ability of the counter party to pay but have been outstanding for a certain period of time.

Substandard grade- These are receivables that can be collected provided the Group makes persistent effort to collect them.

The table shows the credit quality by class of financial assets of the group based on the historical experience with the corresponding parties as at December 31, 2020 and 2019.

December 31, 2020						
	Neither past due nor impaired			Past due but not impaired	Impaired	Total
	High grade	Standard grade	Substandard grade			
Financial assets at amortized cost						
Cash	₱145,297,802	₱ -	₱ -	₱ -	₱ -	₱145,297,802
Trade and other Receivables	-	199,964,987	-	177,666,955	16,639,699	₱394,271,641
Due from related parties	-	41,320,000	-	88,831,222	-	₱130,151,222
Refundable security deposits	330,536	-	-	-	-	330,536
Financial asset at FVOCI						
Investment in golf share	50,000	-	-	-	-	50,000
Total	₱145,678,338	₱241,284,987	₱ -	₱266,498,177	₱ 16,639,699	₱670,101,201

December 31, 2019						
	Neither past due nor impaired			Past due but not impaired	Impaired	Total
	High grade	Standard grade	Substandard grade			
Financial assets at amortized cost						
Cash	₱126,843,875	₱ -	₱ -	₱ -	₱ -	₱126,843,875
Trade and other Receivables	-	220,825,043	-	283,933,551	16,639,699	521,398,293
Due from related parties	-	187,607,984	-	255,509	-	187,863,493
Refundable security deposits	330,536	-	-	-	-	330,536
Financial asset at FVOCI						
Investment in golf share	50,000	-	-	-	-	50,000
Total	₱ 127,224,411	₱408,433,027	₱ -	₱ 284,189,060	₱ 16,639,699	₱836,486,197

The credit quality of the Group's financial assets is evaluated using internal credit rating. Financial assets are considered high grade if the counterparties are not expected to default in setting their obligations, thus credit risk

exposure is minimal. These counterparties include banks, customers with no past due accounts and related parties who pay on or before due date.

The Group has no financial assets whose terms have been renegotiated.

(b) Liquidity risk

This represents the risk or difficulty in raising funds to meet the Group's commitment associated with financial obligation and daily cash flow requirement. The Group is exposed to the possibility that adverse exchanges in business environment and/or its operations would result to substantially higher working capital requirements and the subsequent difficulty in financing additional working capital.

The Group addresses liquidity concerns primarily through cash flows from operations and short-term borrowings, if necessary. The Group has credit lines with several of the top banks of the Philippines which gives its financial flexibility in its operations. The Group likewise regularly evaluates other financing instruments to broaden the Group's range of financing resources.

The following table summarizes the maturity profile of the Group's other financial liabilities as at December 31, 2020 and 2019, respectively, based on the contractual undiscounted payments:

December 31, 2020				
	On demand	Within 1 year	More than 1 year	Total
Other financial liabilities				
Trade and other payables*	₱ 90,863,985	₱ 6,098,904	₱ -	₱ 96,962,889
Due to a related party	116,809,680	21,358,826	-	138,168,506
Borrowings	-	902,835,220	3,226,917	906,062,137
Lease liability	-	75,058,755	10,218,541	85,277,296
	<u>₱ 207,673,665</u>	<u>₱ 1,005,351,705</u>	<u>₱ 13,445,458</u>	<u>₱ 1,226,470,828</u>

**Exclusive of government payables*

December 31, 2019				
	On demand	Within 1 year	More than 1 year	Total
Other financial liabilities				
Trade and other payables*	₱ 98,025,583	₱ -	₱ -	₱ 98,025,583
Due to a related party	136,668,506	-	-	136,668,506
Borrowings	-	1,089,625,764	4,088,328	1,093,714,092
Lease liability	-	69,724,825	10,308,042	80,032,867
	<u>₱ 234,694,089</u>	<u>₱ 1,159,350,589</u>	<u>₱ 14,396,370</u>	<u>₱ 1,408,441,048</u>

**Exclusive of government payables*

Capital risk management

The primary objective of the Group's capital management is to ensure its ability to continue as a going concern and that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The BOD has overall responsibility for monitoring of capital in proportion to risk. Profiles for capital ratios are set in the light of changes in the Group's external environment and the risks underlying the Group's business operations and industry.

The Group monitors capital on the basis of the debt-to-equity ratio, which is calculated as total debt less cash then divided by total equity. Total debt is equivalent to total liabilities shown in the consolidated statements of financial position. Total equity comprises all components of equity including share capital and retained earnings.

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Net debt	₱ 1,311,542,159	₱ 1,491,727,039	₱ 1,539,527,225
Equity (capital deficiency)	<u>393,422,276</u>	<u>403,888,703</u>	<u>416,877,517</u>
Net debt to equity ratio	<u>3.33:1</u>	<u>3.69:1</u>	<u>3.69:1</u>

The Group through the Finance function sets operational targets and performance indicator in order to assure that the capital and returns requirement are achieved. Appropriate monitoring and reporting systems accompany these target and indicators to assess the achievement of the Group's goals and institute appropriate action.

No changes were made in the objectives, policies and processes in 2020, 2019 and 2018.

The Group has no externally imposed capital requirements.

NOTE 10 - CASH

The account consists of:

<u>Particulars</u>	<u>2020</u>	<u>2019</u>
Cash on hand	₱ 3,057,326	₱ 50,568,478
Cash in banks	<u>142,240,476</u>	<u>76,275,397</u>
Total	₱ <u>145,297,802</u>	₱ <u>126,843,875</u>

Cash in banks earn interest based on the banks' average deposit rates. Finance income from cash in banks amounted to ₱96,986, ₱204,879, and ₱234,632 for 2020, 2019 and 2018 respectively.

Included in cash in banks are amounts in a currency other than the Group's functional currency as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Cash in banks (US dollars)	US\$ <u>971,000</u>	US\$ <u>1,477,922</u>	US\$ <u>1,909,907</u>

NOTE 11 - TRADE AND OTHER RECEIVABLES, NET

The account consists of:

<u>Particulars</u>	<u>2020</u>	<u>2019</u>
Trade	₱ 394,271,641	₱ 521,398,293
Advances to suppliers	<u>64,663,986</u>	<u>83,848,759</u>
Sub-total	₱ 458,935,627	₱ 605,247,052
Allowance for impairment	<u>(16,639,699)</u>	<u>(16,639,699)</u>
Total	₱ <u>442,295,928</u>	₱ <u>588,607,353</u>

Trade receivables are from customers of the Group and are not interest bearing. Normal credit terms of trade receivables range from 30 to 60 days.

Advances to suppliers represent advance payments made to suppliers for purchase of goods. These are deducted from the purchase price upon receipt of goods.

Advances to employees pertain to salary advances made by the employees and are paid through salary deductions. The Group provides allowance for impairment loss on receivables that are past due based on estimated unrecoverable amounts, as determined by management.

In determining the recoverability of trade receivables, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. Accordingly, management believes that there is no further credit provision required in excess of the allowance for impairment loss on trade receivables.

Movements of allowance for impairment loss on trade and other receivables are as follows:

Particulars	2020	2019
At January 1	₱ 16,639,699	₱ 16,639,699
Impairment loss during the year	-	-
At December 31	₱ 16,639,699	₱ 16,639,699

Management believes that the carrying value of trade and other receivables approximates its fair value due to its short-term nature.

NOTE 12- INVENTORIES, NET

The account consists of:

	2020	2019	2018
At cost			
Octopus	₱ 169,713,798	₱ 128,343,864	₱ 158,438,607
Lobster	66,554,979	3,771,253	1,226,142
Abalone	45,629,906	303,521	82,262,583
Kissu fish	26,837,298	19,671,987	4,868,609
Scallop meat	25,441,199	103,708,412	152,609,469
Cuttlefish	25,348,730	30,516,043	33,291,630
Groupers	24,438,698	38,285,432	42,223,411
Canned crabmeat	19,256,196	15,144,042	36,430,380
Other aquaculture products	18,497,880	21,736,355	29,439,036
Black tiger shrimps	18,023,492	57,998,693	99,987,677
Squid	17,850,742	16,917,525	18,018,427
Parrot fish	11,660,104	56,933,030	1,459,495
Giant squid fillet	9,329,238	10,324,281	8,888,224
Leather jacket fish	5,478,520	417,342	9,352,476
Vannamei fish	5,109,403	5,109,403	5,321,505
Crablets	2,671,372	2,671,372	2,671,372
Ribbon fish	607,042	607,042	2,298,257
Total	₱ 492,448,597	₱ 512,459,597	₱ 688,787,300
Allowance for inventory obsolescence	(4,703,235)	(4,703,235)	(4,703,235)
Net realizable value	₱ 487,745,362	₱ 507,756,362	₱ 684,084,065

Cost of inventories recognized as cost of sales amounted to ₱762,577,190, ₱995,834,180, and ₱1,434,034,190 in 2020, 2019 and 2018 respectively (see Note 28).

Movement of allowance for inventory obsolescence is as follows:

Particulars	2020	2019	2018
At January 1	₱ 4,703,235	₱ 4,703,235	₱ 2,760,425
Impairment loss during the year (Note 30)	-	-	2,122,144
Write-off	-	-	(179,334)
At December 31	₱ <u>4,703,235</u>	₱ <u>4,703,235</u>	₱ <u>4,703,235</u>

No allowance for inventory impairment was provided in 2020 and 2019 since aquatic products which did not meet regulatory bodies' standard are reprocessed and/or resold.

In 2018, the management approved the proposed write-off of the Company's inventories amounting to ₱179,334 due to spoilage and damage.

NOTE 13- PREPAYMENTS AND OTHER CURRENT ASSETS

The account consists of:

Particulars	2020	2019
Supplies	₱ 69,475,250	₱ 27,119,314
Input VAT	34,617,510	29,859,890
Prepaid insurance	10,292,262	17,532,712
Prepaid tax and other creditable withholding taxes	1,443,437	12,710,954
Guaranty deposit	259,979	259,979
Others	645	114,872
Total	₱ 116,089,083	₱ 87,597,721
Less: Allowance for impairment	<u>(722,433)</u>	<u>(511,538)</u>
Net realizable value	₱ <u>115,366,650</u>	₱ <u>87,086,183</u>

NOTE 14 – DUE FROM RELATED PARTIES

The account consists of:

Particulars	2020	2019
Advances to MOSC - Vietnam	₱ 98,645,713	₱ 156,357,984
Advances to Philippine 101 Hotel, Inc. (Note 32)	31,250,000	31,250,000
Advances to stockholder (Note 32)	<u>255,509</u>	<u>255,509</u>
Total	<u>130,151,222</u>	<u>187,863,493</u>

The advances to MOSC Vietnam are unsecured and non-interest bearing advances.

On March 22, 2017, the Company's BOD approved the acquisition of 49% of the Philippine 101 Hotel, Inc., a domestic corporation majority owned by Yang Chi Jen. To date, the terms of the acquisition are under negotiation.

NOTE 15 - FINANCIAL ASSET AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The account consists of:

Particulars	2020	2019
Investment in golf share	₱ 50,000	₱ 50,000

There was no movement of the allowance for impairment loss for the year ended December 31, 2020 and 2019.

The investment in golf share consists of one (1) membership share in Eagle Ridge golf & Country Club Inc. and is classified as financial asset at FVOCI measured at level 1 of the fair value hierarchy in the consolidated statements of financial position (see Note 7). The movement in the account is summarized as follows:

Particulars	2020	2019
At cost	₱ 350,000	₱ 350,000
Accumulated unrealized loss on market value	(300,000)	(300,000)
Total	₱ 50,000	₱ 50,000

There was no movement in the accumulated unrealized loss on market value of investment in golf share as of December 31, 2020 and 2019.

NOTE 16 – INVESTMENT IN ASSOCIATES

As of December 31, 2020, the account consists of:

	Ownership	Cost	Equity in net earnings			Year –end Total 2020
			Cumulative Balance up to December 31, 2019	Net Loss	Cumulative Share in Net Earnings to Date	
Pacific Seafoods Corporation	47.57%	₱ 34,626,349	₱ 28,102,734	₱ (935,363)	₱ (10,345,419)	₱ 24,280,930

As of December 31, 2019, the account consists of:

	Ownership	Cost	Equity in net earnings			Year –end Total 2019
			Cumulative Balance up to December 31, 2018	Net Loss	Cumulative Share in Net Earnings to Date	
Pacific Seafoods Corporation	49%	₱ 37,512,790	₱ 35,120,653	₱ (5,547,454)	₱ (9,410,056)	₱ 28,102,734

On May 31, 2017, the Company entered into an agreement acquiring 49% ownership and control of Pacific Seafoods Company Limited (PASECO), a non-stock Vietnamese enterprise primarily engaged in aqua foods and products processing and preservation. The acquisition price is 17.15 Billion Vietnamese Dongs.

In 2020, the Company's percentage of stock ownership decreased from 49% to 47.57% due to the assignment of a minimal percentage to a Company nominee representing the affairs of PASECO in Vietnam.

NOTE 17 – PROPERTY, PLANT AND EQUIPMENT, NET

The details of movements in this account are as follows:

	Land	Building	Leasehold Improvements	Machineries	Transportation equipment	Furniture and fixtures	Processing equipment	Delivery equipment	Delivery equipment under lease	Storage equipment under lease	Right-of- use asset	Total
Cost												
At December 31, 2019	₱ 145,400,305	₱ 194,722,372	₱ 10,157,356	₱ 137,664,883	₱ 76,627,218	₱ 17,612,612	₱ 16,200,416	₱ 15,546,272	₱ 14,778,600	₱ 79,276,928	₱ 28,671,681	₱ 736,658,643
Additions during the year	-	2,154,831	4,066,431	9,411,472	11,750,646	5,420,768	8,795,461	6,472,125	5,778,510	11,414,345	-	65,264,589
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-
Reclassification during the year	-	-	-	-	-	-	-	-	-	-	-	-
At December 31, 2020	₱ 145,400,305	₱ 196,877,203	₱ 14,223,787	₱ 147,076,355	₱ 88,377,864	₱ 23,033,380	₱ 24,995,877	₱ 22,018,397	₱ 20,557,110	₱ 90,691,273	₱ 28,671,681	₱ 801,923,232
Accumulated depreciation and amortization												
At December 31, 2019	₱ -	₱ 72,093,513	₱ 9,710,511	₱ 137,100,653	₱ 76,128,127	₱ 16,817,052	₱ 13,032,203	₱ 7,094,404	₱ 9,517,557	₱ 52,741,421	₱ 5,433,104	₱ 399,668,545
Depreciation and amortization	-	3,736,098	1,705,396	7,677,674	2,008,005	1,486,894	6,465,659	5,109,407	5,371,326	34,711,655	4,866,155	73,138,269
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-
Reclassification during the year	-	-	-	-	-	-	-	-	-	-	-	-
At December 31, 2020	₱ -	₱ 75,829,611	₱ 11,415,907	₱ 144,778,327	₱ 78,136,132	₱ 18,303,946	₱ 19,497,862	₱ 12,203,811	₱ 14,888,883	₱ 87,453,076	₱ 10,299,259	₱ 472,806,814
Net book values												
December 31, 2019	₱ 145,400,305	₱ 122,628,859	₱ 446,845	₱ 564,230	₱ 499,091	₱ 795,560	₱ 3,168,213	₱ 8,451,868	₱ 5,261,043	₱ 26,535,507	₱ 23,238,577	₱ 336,990,098
December 31, 2020	₱ 145,400,305	₱ 121,047,592	₱ 2,807,880	₱ 2,298,028	₱ 10,241,732	₱ 4,729,434	₱ 5,498,015	₱ 9,814,586	₱ 5,668,227	₱ 3,238,197	₱ 18,372,422	₱ 329,116,418

The Group's land with carrying value of ₱145,400,305, and various transportation equipment with carrying amounts totaling ₱10,241,732 and ₱499,091, as at December 31, 2020 and 2019, respectively are subject to a real estate mortgage and chattel mortgage, respectively, and are used as security of interest-bearing loans (see Note 22). The Group has no contractual commitment for the acquisition of property, plant and equipment.

Depreciation and amortization expense for the year ended December 31, 2020 are charged to "Cost of Sales" and "General and administrative expenses" amounting ₱65,400,564 and ₱7,737,705, respectively. Depreciation expense for the years ended December 31, 2019 and 2018 recognized in the consolidated financial statements of the Group were ₱69,513,713 and ₱50,265,978 (see Notes 28 and 29).

Management has reviewed the carrying values of the Group's property, plant and equipment as at December 31, 2020 and 2019 for impairment. Based on the results of its evaluation, there were no indications that the property, plant and equipment were impaired.

NOTE 18 - GOODWILL

The Group's goodwill pertains to the acquisition of MOSC on January 10, 2014. The account balance amounted to ₱14,521,202 in both years 2020 and 2019.

The recoverable amount has been determined based on the value-in-use calculation using cash flow projections from financial budgets approved by the management covering five-year period.

Based on management's assessment, the carrying value of goodwill is not impaired, thus, no impairment loss was recognized for the years ended December 31, 2020, and 2019.

NOTE 19 - OTHER NON-CURRENT ASSETS

The account consists of refundable security deposits related to the lease of plants located in Navotas, Parañaque, Cebu, etc. As of December 31, 2020 and 2019, the refundable security deposits of the Group both amounted to ₱330,536.

NOTE 20 – TRADE AND OTHER PAYABLES

The account consists of:

Particulars	2020	2019
Trade payables	₱ 89,116,973	₱ 90,102,940
Accrued expenses	7,845,917	6,599,971
Government payables	324,717	424,951
Income tax	232,966	1,003,822
Total	₱ 97,520,573	₱ 98,131,684

Trade payables from suppliers of marine products are non-interest bearing and with normal credit terms are 30 to 60 days.

Accrued expenses include unbilled expenses which are normally settled within one (1) year.

Government liabilities include withholding taxes, Social Security System (SSS) premiums and other liabilities to the government which are normally settled within 30 days.

NOTE 21 – DUE TO RELATED PARTIES

The account pertains to advances made to stockholders amounting to ₱138,168,506 and ₱136,668,506 for the years ended December 31, 2020 and 2019, respectively (Note 32).

NOTE 22 – BORROWINGS*Loan agreements with local banks*

These loans were obtained to augment the Group's funding for its operations. The details of and movements in the account are as follows:

Lending Institution	Interest Rate	Terms	Security	At December 31, 2020
Current liabilities:				
Bank of the Philippine Islands	5.50%-5.90%	Renewable every 180 days	Real estate mortgage/Deed of assignment of trade receivables	₱ 255,000,000
Landbank	5.5%-7.841%	Renewable every 180 days	Deed of assignment of trade receivables	147,835,220
Security Bank	6.00%-7.00%	Renewable every 120 days	Real estate mortgage/Deed of assignment of trade receivables	150,000,000
ChinaBank	6.25%-7.00%	Renewable every 180 days	Real estate mortgage/Deed of assignment of trade receivables	120,000,000
Banco de Oro	6.00%-6.50%	Renewable every 90 days	Real estate mortgage/Deed of assignment of trade receivables	110,000,000
Maybank	7.00%-8.50%	Renewable every 150 days	Real estate mortgage/Deed of assignment of trade receivables	60,000,000
United Coconut Planters Bank	7.50% - 8.50%	Renewable every 180 days	Real estate mortgage/ Deed of assignment of trade receivables	60,000,000
Total				₱ <u>902,835,220</u>
Noncurrent liability:				
Bank of the Philippine Islands Family Savings Bank	9%-10% 9.17-	3 years	Chattel mortgage	235,944
Security Bank Auto Loan	10.39%	3 years	Chattel mortgage	<u>2,990,973</u>
Total				<u>3,226,917</u>
Grand total				₱ <u>906,062,137</u>

Lending Institution	Interest Rate	Terms	Security	At December 31, 2019
<i>Current Liabilities</i>				
Bank of the Philippine Islands	5.50%-5.90%	Renewable every 180 days	Real estate mortgage/Deed of assignment of trade receivables	₱ 364,000,000
Landbank	5.5%-7.841%	Renewable every 180 days	Deed of assignment of trade receivables	193,625,764
Security Bank	6.00%-7.00%	Renewable every 120 days	Real estate mortgage/Deed of assignment of trade receivables	157,000,000
ChinaBank	6.25%-7.00%	Renewable every 180 days	Real estate mortgage/Deed of assignment of trade receivables	130,000,000
Banco de Oro	6.00%-6.50%	Renewable every 90 days	Real estate mortgage/Deed of assignment of trade receivables	110,000,000
Maybank	7.00%-8.50%	Renewable every 150 days	Real estate mortgage/Deed of assignment of trade receivables	55,000,000
United Coconut Planters Bank	7.50% - 8.50%	Renewable every 180 days	Real estate mortgage/ Deed of assignment of trade receivables	50,000,000
Yuanta Bank	4.00%-5.25%	Renewable every 180 days)	None	30,000,000
Total				₱ 1,089,625,764
<i>Noncurrent liability</i>				
Bank of the Philippine Islands Family Savings Bank	9%-10% 9.17-	3 years	Chattel mortgage	524,833
Security Bank Auto Loan	10.39%	3 years	Chattel mortgage	3,563,495
Total				4,088,328
Grand total				₱ 1,093,714,092

At the date of business combination, the Group recognized in its consolidated financial statements the carrying amounts of borrowings in the books of MOSC. The carrying amounts of the borrowings approximate their respective fair values at the date of business combination.

- Bank of the Philippine Islands

Existing Real Estate Mortgage over TCT# T-1000160, T-1036760 & T-1045092 located at Lots 4, 5 & 6, Blk 4 First Citiland Ind'l Complex, Dasmariñas, Cavite City registered under the Company with deed of assignment of trade receivables. The terms of promissory note are to not to exceed 180 days.

- Security Bank Corporation

Line shall be secured by the Continuing Suretyship of Mr. Yang Chi Jen a.k.a Michael Yang and secured by a Registered Real Estate Mortgage (REM) for ₱30M and another REM for ₱170M over a parcel of Land located on Pildera St., Brgy. Tambo, Paranaque City covered by TCT No. 182032 registered under the name of Millennium Ocean Star Corporation. Line shall expire on November 30, 2018.

- Banco de Oro

Existing Real Estate Mortgage executed by the Company under TCT# T-98,512, T-98,513, T-98,514, T-122,257, T-122,258, T-122,292, T-123,195, T-123,198, T-123,383 Located at Guiwan, Zamboanga & CCT#164-2015008998 the East Tower of One Serendra registered in the name of Yang Chi Jen.

- Maybank

Secured by a parcel of Land with improvement covered by TCT# T-119,100 located along Talon Talon Road, Brgy. Mampang, Zamboanga City, registered in the name of Shieie Corporation with an area of 8,607 sqm.

- Chinabank

The line shall be effective up to March 31, 2017. Surety Agreement for ₱30M executed by Yang Chi Jen on April 3, 2014 shall remain in full force and effect. (T-1227236 / T-1165407 - Block 1 Lot 22 & 23 Dasmarinas, Cavite & TCT#118-2013000195 – Catbalogan)

- UCPB

Real Estate Mortgage over land and all improvements thereon covered by Transfer Certificates of Title with deed of assignment of trade receivables. This term is up to 180 days. (TCT#083-2012001120 – Bulan, Sorsogon)

- Land Bank

Existing Real Estate Mortgage executed by MOSC under TCT Nos. C-388216, 0001-2015004427, C-388209, C-388210, C-388211, C-388212, C-388213, C-388214, C-388215, 0001-2015004425, 001-2015004423, 0001-2015004426, and 0001-2015004424, with a total area of 1,196 square meters located along Dagat-Dagatan Avenue Extension, Brgy. 28, Dagat-dagatan Caloocan City and registered under the name of the Company.

- Yuanta Bank

The loan was availed by the Company on May 28, 2018 to fund its working capital.

- BPI Family Savings Bank

Existing chattel mortgage executed by the Company, with maturity dates ranging from October 03, 2018 to September 05, 2021

- Security Bank Auto Loan

Existing chattel mortgage executed by the Company, with maturity dates ranging from November 22, 2018 to October 10, 2021.

Finance costs arising from these loans amounted to ₱15,021,341 and ₱44,928,612, and ₱41,947,331 for the years ended December 31, 2020, 2019 and 2018, respectively (see Note 31).

There were no breaches of loan agreement terms such as any defaults of principal and interest of these loans payable during the period.

NOTE 23 – LEASE LIABILITY

The account consists of:

Particulars	2020	2019
Lease liability, current	₱ 75,058,755	₱ 69,724,825
Lease liability, non-current	<u>10,218,541</u>	<u>10,308,042</u>
Total	₱ <u>85,277,296</u>	₱ <u>80,032,867</u>

Finance cost attributable to the lease liability as of December 31 amounted to ₱7,623,028 and ₱7,152,038 in 2020 and 2019 (Note 31).

NOTE 24 – DEPOSIT FOR FUTURE SHARE SUBSCRIPTION

On March 22, 2017, the Board of Directors approved the increase of authorized capital stock of the Company from ₱250,000,000 to ₱750,000,000 whereby Yang Chi Jen shall subscribed to at least 25% of the increase in authorized capital stock of the Company at ₱0.20 per share.

On August 17, 2017, the amount of the increase in authorized capital stock was amended by the Board to up to ₱10 Billion. The planned increase is aimed to further raise additional funds for future investments/acquisitions and fund business operations. This was approved by the stockholders on December 18, 2020.

Deposit for future stock subscription represents payments made on subscription of shares which cannot be directly credited to ‘Capital Stock’ pending application for the approval of the proposed increase presented for filing /filed with the SEC and registration of the amendment to the Articles of Incorporation increasing capital stock.

In addition, deposit for future stock subscription shall be classified under equity if all of the following elements are present as at reporting date:

- The unissued authorized capital of the entity is insufficient to cover the amount of shares indicated in the contract;
- There is Board of Directors’ approval on the proposed increase in authorized capital stock (for which a deposit was received by the corporation);
- There is stockholders’ approval of said proposed increase; and
- The application for the approval of the proposed increase has been presented for filing or has been filed with the Commission.

The deposit for future share subscription is recognized as a noncurrent liability in the statements of financial position since not all of the foregoing elements are present.

As of December 31, deposit for future share subscription amounted to ₱37,636,935 both in 2020 and 2019.

NOTE 25 – SHARE CAPITAL

Details of the Parent Company’s share capital are as follows:

Particulars	2020		2019	
	Number of shares	Amount	Number of shares	Amount
Authorized shares at ₱0.10 par value per share	<u>2,500,000,000</u>	<u>₱ 250,000,000</u>	<u>2,500,000,000</u>	<u>₱ 250,000,000</u>
Outstanding shares:				
Issued but not yet paid	53,285,000	₱ 5,328,500	53,285,000	₱ 5,328,500
Issued and fully paid	<u>2,446,715,000</u>	<u>244,671,500</u>	<u>2,446,715,000</u>	<u>244,671,500</u>
Total	<u>2,500,000,000</u>	<u>₱ 250,000,000</u>	<u>2,500,000,000</u>	<u>₱ 250,000,000</u>

Movements of the Parent Company’s outstanding shares issued and fully paid are as follows:

	2020	2019
At January 1	₱ 250,000,000	₱ 250,000,000
Equity restructuring	-	-
Issuances during the year	-	-
At December 31	<u>₱ 250,000,000</u>	<u>₱ 250,000,000</u>

There were no issuances of shares during 2020 and 2019.

Equity restructuring

On February 1, 2017, the SEC approved the company's application for (1) decrease in authorized capital stock from ₱2,500,000,000 to ₱250,000,000; and (2) equity restructuring whereby additional paid-up capital of ₱1,920,793,500 has been approved to partially wipe out deficit as of December 31, 2015 in the amount of ₱2,845,049,107.

On March 20, 2017, the SEC approved the company's application for further equity restructuring to partially wipe out the remaining deficit as of December 31, 2015 in the amount of ₱924,255,607 against the additional paid-up capital of ₱820,128,895.

Shares issuances

On March 22, 2017, the BOD approved the subscription of the Company's Chairman and President, Yang Chi Jen, to the remaining 365,785,000 unissued shares of the company at ₱0.20 per share amounting to a total of ₱73,157,000, premium of ₱36,578,500 (see Note 26). The stockholders also approved the listing of the same with the Philippine Stock Exchange, as may be appropriate.

NOTE 26 – ADDITIONAL PAID-IN CAPITAL

The movements of additional paid-in capital are as follows:

Particulars	2020	2019
At January 1	₱ 36,578,500	₱ 36,578,500
Share premium on common shares issued during the year (Note 15)		
Gross proceeds	-	-
Par value of issued shares	-	-
At December 31	₱ <u>36,578,500</u>	₱ <u>36,578,500</u>

Additional paid-in capital arises when the amount subscribed is in excess of nominal values.

NOTE 27 - REVENUES

The account consists of:

Particulars	2020	2019	2018
Export sales	₱ 710,809,568	₱ 986,690,905	₱ 1,407,469,104
Local sales	<u>103,563,122</u>	<u>111,519,807</u>	<u>140,176,770</u>
Total	₱ <u>814,372,690</u>	₱ <u>1,098,210,712</u>	₱ <u>1,547,645,874</u>

The export sales consist of:

Particulars	2020	2019	2018
Black tiger shrimp	₱ 146,257,877	₱ 248,364,726	₱ 199,042,642
Squid products	137,898,259	96,853,210	228,349,847
Cuttlefish products	137,868,935	163,350,916	100,582,782
Scallops meat	126,207,883	74,433,486	56,661,447
Octopus	71,781,513	135,550,458	470,038,696
Leather jacket fish	43,999,485	38,561,926	27,051,936
Abalone/tokobushi	27,524,277	78,917,431	61,764,461
Kissu fillet	5,399,306	12,555,046	21,449,694
Giant squid fillet	4,788,784	8,967,890	48,663,511
Groupers (red)	2,868,200	34,077,981	20,755,416
Export of canned crab meat	2,013,041	54,702,330	130,108,501
Lobster	1,724,275	14,348,624	16,835,746
Parrot fish	841,323	9,864,679	11,964,189
Ark shell	-	8,967,890	-
Mahi Mahi Fish Products	-	6,277,523	11,164,371
Crablets	-	-	2,176,989
Other aquaculture products	1,636,410	896,789	858,876
Total	₱ 710,809,568	₱ 986,690,905	₱ 1,407,469,104

The Group exports its products to various countries such as USA, Taiwan, Hongkong and Japan.

NOTE 28 – COST OF SALES

The account consists of:

Particulars	2020	2019	2018
Inventories, beginning	₱ 507,756,362	₱ 684,084,065	₱ 711,436,469
Net purchases of goods	610,094,727	638,162,185	1,147,276,499
Overheads	132,471,463	181,344,292	259,405,287
Cost of goods available for sale	1,250,322,552	1,503,590,542	2,118,118,255
Inventories, ending (Note 12)	(487,745,362)	(507,756,362)	(684,084,065)
Cost of sales	₱ 762,577,190	₱ 995,834,180	₱ 1,434,034,190
Details of overheads are as follows:			
Depreciation and amortization (Note 17)	₱ 65,400,564	₱ 63,021,204	₱ 45,778,479
Communication, light and water	28,776,947	45,492,299	62,999,773
Freight and handling	25,204,657	41,893,454	80,448,786
Direct labor	5,744,006	15,948,227	35,330,460
Indirect labor	4,196,382	5,953,879	9,985,522
Packaging	1,860,242	5,883,163	12,137,653
Repairs and maintenance	1,012,357	1,373,205	3,729,427
Rental (Note 35)	218,847	1,065,925	7,924,571
Others	57,461	712,936	1,070,616
Total	₱ 132,471,463	₱ 181,344,292	₱ 259,405,287

The Group purchases its products through its buying stations strategically located all over the Philippines.

NOTE 29 – GENERAL AND ADMINISTRATIVE EXPENSES

The account consists of:

Particulars	2020	2019	2018
Depreciation and amortization (Note 17)	₱ 7,737,705	₱ 6,491,076	₱ 4,487,499
Salaries, wages and benefits	7,594,674	17,352,927	16,362,424
Taxes and licenses	4,734,320	5,638,571	8,163,963
Rental (Note 35)	3,652,213	2,291,663	3,503,598
Shipping costs	2,092,526	4,757,119	8,950,039
Professional fees	1,593,106	1,835,541	2,331,533
Retirement benefits	1,389,756	1,305,681	3,077,122
Litigation expense	1,015,000	17,500	-
Repairs and maintenance	936,381	1,884,982	3,683,830
Communication, light and water	773,477	1,572,226	3,668,457
Insurance	773,418	1,453,261	2,048,861
Fuel and oil	642,868	2,214,429	4,065,162
Transportation and travel	540,848	2,280,878	3,938,753
Marketing	537,258	1,338,279	1,891,765
Representation	531,177	763,860	1,076,387
Membership dues	333,830	272,872	282,332
Impairment loss	210,895	-	-
Office supplies	136,770	731,896	1,043,328
Training and seminars	39,380	68,000	65,000
Filing fees and other charges	17,861	-	1,800
Fines, penalties, and other charges	10,662	6,338	2,147
Documentary stamp tax	390	780	180
Others	347,725	1,703,519	2,825,233
	₱ 35,642,240	₱ 53,981,398	₱ 71,469,413

NOTE 30 – OTHER INCOME(LOSS), NET

The account consists of:

Particulars	2020	2019	2018
Rental income (Note 35)	₱ 1,244,267	₱ 1,822,441	₱ 10,768,661
Loss provisioning/actual losses			
Trade and other receivables	-	-	(1,671,566)
Decline in value of inventories due to obsolescence	-	-	(2,122,144)
Realized foreign exchange gain	(2,308,268)	(623,631)	2,012,242
Others	(2,771)	(20,284)	260,174
Total	₱ (1,066,772)	₱ 1,178,526	₱ 9,247,367

NOTE 31 – FINANCE COSTS

The account consists of:

Particulars	2020	2019	2018
Interest costs from:			
Borrowing (Note 22)	₱ 15,021,341	₱ 44,928,612	₱ 41,947,331
Finance lease (Note 35)	7,623,028	7,152,038	4,943,931
Total	₱ 22,644,369	₱ 52,080,650	₱ 46,891,262

NOTE 32 – RELATED PARTY TRANSACTIONS

Related party relationship exists when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under the common control with the reporting enterprise, or between and/or among the reporting enterprises and their key management personnel, directors or its shareholders.

The details of the Group's related parties are summarized as follows:

Name of the related party	Relationship	Nature of transaction	Country of incorporation
Millenium Ocean Star Corporation (MOSC)	Affiliate	Advances	Philippines
Philippine 101 Hotel, Inc.	Affiliate	Advances	Philippines
Camsur Canning	Affiliate	Advances	Philippines
Individuals	Key management personnel / shareholders	Advances	-

a. Outstanding balances

The following transactions have been entered into with related parties as of December 31, 2020:

Related Party	Relationship	Nature of Transaction	Transactions	Outstanding Balance	Nature, terms and Conditions	Nature of Consideration
<u>Receivables</u>						
Stockholders (Note 14)	Affiliate	Advances	₱ -	₱ 31,250,000	Unsecured, noninterest-bearing	Cash Consideration
Stockholder (Note 14)	Affiliate	Advances	-	255,509	On demand; unsecured non-interest bearing	Cash Consideration
MOSC Vietnam (Note 14)	Affiliate	Advances	(57,712,271)	98,645,713	Unsecured, noninterest-bearing advances	Cash Settlement
Total			₱ (57,712,271)	₱ 130,151,222		
<u>Payables</u>						
Individuals (Note 21)	Shareholders	Advances	(1,500,000)	138,168,506	Unsecured, noninterest-bearing advances	Cash Settlement
Total			₱ (154,857,984)	₱ 138,168,506		

The following transactions have been entered into with related parties as of December 31, 2019:

Related Party	Relationship	Nature of Transaction	Transactions	Outstanding Balance	Nature, terms and Conditions	Nature of Consideration
<u>Receivables</u>						
Stockholders (Note 14)	Affiliate	Advances	₱ -	₱ 31,250,000	Unsecured, noninterest-bearing	Cash Consideration
Stockholder (Note 14)	Affiliate	Advances	-	255,509	On demand; unsecured non-interest bearing	Cash Consideration
MOSC Vietnam (Note 14)	Affiliate	Advances	<u>156,357,984</u>	<u>156,357,984</u>	Unsecured, noninterest-bearing advances	Cash Settlement
Total			₱ <u>156,357,984</u>	₱ <u>187,863,493</u>		
<u>Payables</u>						
Individuals (Note 21)	Shareholders	Advances	<u>(40,697,756)</u>	<u>136,668,506</u>	Unsecured, noninterest-bearing advances	Cash Settlement
Total			₱ <u>(40,697,756)</u>	₱ <u>136,668,506</u>		

b. Transactions

Significant transactions with related parties for the years ended December 31, 2020, 2019 and 2018 are as follows:

Particulars	Rental (Note 29)		
	2020	2019	2018
<i>Affiliate</i>			
MOSC	₱ <u>73,151</u>	₱ <u>107,143</u>	₱ <u>107,143</u>

c) Key management personnel compensation

Salaries and other short-term benefits of key management personnel amounted to ₱6,488,154, ₱7,702,473, and ₱11,006,545 for the years ended December 31, 2020, 2019 and 2018, respectively. These are included in “direct labor” and “salaries, wages and benefits” account under “cost of sales” and “operating expenses” in the consolidated statements of income, respectively.

NOTE 33 – RETIREMENT BENEFITS

The Group has a non-contributory, defined benefit plan covering all its officers and regular employees. Retirement benefits expense recognized in the consolidated statement of gain (loss) is computed based on provision of PAS 19R. The principal actuarial assumptions used to determine the funding of the trust fund is accrued benefit actuarial cost method which takes into the account the factors of interest, mortality, disability, and salary projection rates.

The amounts recognized in the consolidated statements of financial position are as follows:

Particulars	2020	2019
Present value of the obligation	₱ <u>46,876,712</u>	₱ <u>45,542,955</u>

The retirement benefits expense recognized in the consolidated statements of income as follows:

Particulars	2020	2019	2018
Current service cost (Note 29)	₱ 673,500	₱ 649,217	₱ 1,158,327
Interest cost (Note 29)	<u>716,256</u>	<u>656,464</u>	<u>1,918,795</u>
Total	<u>₱ 1,389,756</u>	<u>₱ 1,305,681</u>	<u>₱ 3,077,122</u>

a. Reconciliation of defined benefit obligation

The movement in the defined benefit obligation is as follows:

Particulars	2020	2019	2018
Present value of obligation at January 1	₱ <u>45,542,955</u>	₱ <u>44,297,274</u>	₱ <u>41,260,152</u>
Fair value at date of business combination			
Current service cost	₱ 673,500	₱ 649,217	₱ 1,158,327
Interest cost	<u>716,257</u>	<u>656,464</u>	<u>1,918,795</u>
	<u>1,389,757</u>	₱ 1,305,681	₱ 3,077,122
Benefits paid directly from book reserve	<u>(56,000)</u>	<u>(60,000)</u>	<u>(40,000)</u>
Remeasurements in OCI:			
Effect of changes in financial assumptions	-	-	-
Effect of experience adjustments	-	-	-
	₱ <u>-</u>	₱ <u>-</u>	₱ <u>-</u>
Present value of obligation at December 31	₱ <u>46,876,712</u>	₱ <u>45,542,955</u>	₱ <u>44,297,274</u>

b. Remeasurements in OCI

Remeasurements in OCI represent actuarial gains and losses presented at net of related deferred tax as shown below:

Particulars	2020	2019	2018
At January 1	₱ 7,455,587	₱ 7,455,587	₱ 7,455,587
Fair value at date of business combination	-	-	-
Remeasurements in OCI, net of deferred tax	<u>-</u>	<u>-</u>	<u>-</u>
At December 31	₱ <u>7,455,587</u>	₱ <u>7,455,587</u>	₱ <u>7,455,587</u>

c. Actuarial assumptions

Particulars	2020	2019	2018
Actuarial gain recognized	₱ -	₱ -	₱ -
Deferred tax	<u>-</u>	<u>-</u>	<u>-</u>
Actuarial gain recognized, net	₱ -	₱ -	₱ -
Non-controlling interest	-	-	-
Attributable to owners of the Parent Company (51%)	<u>₱ -</u>	<u>₱ -</u>	<u>₱ -</u>

The significant actuarial assumptions were as follows:

	2020	2019	2018
Discount rate	4.80%	4.80%	4.80%
Salary projection rate	10%	10%	10%

Sensitivity analysis

The sensitivity analysis below has been determined based on a reasonably possible change of each significant assumption on the defined benefit obligation as at the December 31, 2020, 2019 and 2018 with all other variables held constant:

	Reasonably possible change		2020		2019		2018
Discount rate	+100 bps*	₱	(4,751,750)	₱	(4,751,750)	₱	(4,751,750)
	-100 bps*		5,893,767		5,893,767		5,893,767
Salary increase rate	+100 bps*		5,214,207		5,214,207		5,214,207
	-100 bps*		(4,355,315)		(4,355,315)		(4,355,315)
*100bps is equivalent to 1%							

The defined benefit obligation is calculated using the discount rate set with reference to government bonds.

When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the retirement benefit liability recognized in the consolidated statements of the financial position.

There were no changes from the previous period in the methods and assumptions used in preparing the sensitivity analysis.

d. Maturity analysis

Shown below is the maturity analysis of the undiscounted benefit payments:

	2020	2019	2018
Less than 1 year	₱ 1,160,286	₱ 1,160,286	₱ 1,160,286
Between 1 to 5 years	1,281,513	1,281,513	1,281,513
Between 5 to 10 years	8,783,495	8,783,495	8,783,495

NOTE 34 – INCOME TAXES

On March 26, 2021, the Republic Act (RA) 11534, known as “The Corporate Recovery or Tax incentives for Enterprises Act” (Create Act), was passed into law. The salient provisions of the Create Act applicable to the Company are as follow:

1. Effective July 1, 2020, the corporate income tax rate is reduced from 30% to 20% for domestic corporations with net taxable income not exceeding P5,000,000 and with total assets not exceeding P100,000,000, excluding land on which the particular business entity’s office, plant, and equipment are situated during the taxable year for which the tax is imposed at 20%. All other domestic corporations and resident foreign corporations will be subject to 25% income tax;
 2. Minimum corporate income tax (MCIT) rate reduced from 2% to 1% effective July 1, 2020, to June 30, 2023; and
 3. The imposition of improperly accumulated earnings is repealed.
- a. The components of the Group’s provision for income tax are as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Current	P 414,649	P 1,299,720	P 2,512,911
Deferred	<u>(950,000)</u>	<u>(1,095,610)</u>	<u>(1,084,313)</u>
	<u>P (535,351)</u>	<u>P 204,110</u>	<u>P 1,428,598</u>

The reconciliation of the provision from income tax computed at the statutory tax rates to the provision for income tax reported in the consolidated statements of comprehensive income as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Income (loss) before tax	P (8,396,258)	P (7,849,565)	P 870,406
Tax expense computed at statutory tax rate of 30%	414,649	1,299,720	2,512,911
Deductible temporary differences and carry forward benefits and excess MCIT for which for which no deferred income tax assets were recognized	(950,000)	(1,095,610)	(1,084,313)
Non deductible expenses			
Income subject to final tax	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>P 535,351</u>	<u>P 204,110</u>	<u>P 1,428,598</u>

The components of deferred tax assets as at December 31, 2020, 2019 and 2018 are as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
At January 1	P 17,463,907	P 16,349,057	P 15,264,744
Allowance for impairment loss on trade and other receivables	-	-	501,470
Allowance for impairment loss on other assets	52,724		
Allowance for inventory obsolescence	-	-	582,843
Tax effect of leases under PFRS 16	(46,893)	43,217	-
NOLCO	944,168	1,071,633	-
Tax effect of change in income tax rate	<u>(2,605,521)</u>	<u>-</u>	<u>-</u>
At December 31	<u>P 15,808,385</u>	<u>P 17,463,907</u>	<u>P 16,349,057</u>

The Parent Company did not recognize deferred tax assets on the following deductible temporary differences and carry forward benefits of NOLCO since management believes that it is more likely than the Group will not be able to realize their benefits in the future or prior to their expiration.

The movement of deferred tax asset recognized for the year 2020 is as follows:

Particulars	Tax Base		Tax Rate	Tax Effect		
	Movement			Beginning Balance	Movement	Ending Balance
Accrued retirement liability	₱ -	30%	₱	385,577	₱ -	₱ 385,577
Allowance for doubtful accounts	-	30%		14,552,509	(2,367,153)	12,185,356
Allowance for inventory obsolescence	-	30%		1,410,971	(235,162)	1,175,809
Allowance for impairment loss	210,895	25%		-	52,724	52,724
NOLCO 2019	3,572,111	25%		1,071,633	(178,606)	893,027
NOLCO 2020	4,491,097	25%		-	1,122,775	1,122,775
Tax effect of leases under PFRS 16	171,586	25%		43,217	(50,100)	(6,883)
Total	₱ 8,445,689		₱	17,463,907	₱ (1,655,522)	₱ 15,808,385

As at December 31, 2020 the Group's NOLCO that can be claimed as deduction from future taxable income and income tax payable, respectively, are as follows:

NOLCO

Year incurred	Amount	Expired	Applied	Ending balance	Expiry
2017	₱ 829,423	₱ 829,423	₱ -	₱ -	2020
2018	1,511,828	-	-	1,511,828	2021
2019	5,202,668	-	-	5,202,668	2022
2020	6,110,305	-	-	6,110,305	2025
	₱ 13,654,224	₱ 829,423	₱ -	₱ 12,824,801	

Revenue Regulation (RR) no. 25-2020

On September 30, 2020, The Bureau of Internal Revenue (BIR) releases Revenue Regulations (RR) No. 25-2020, pursuant to the provisions of Section 244 of the National Internal Revenue Code (NIRC) as amended, implementing the Section 4(bbbb) of Republic Act (R.A.) No. 11494, otherwise known as "Bayanihan to Recover as One Act", which stated that notwithstanding the provision of existing laws to the contrary, the net operating loss of the business or enterprise for taxable years 2020 and 2021 shall be carried over as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss; Provided, That this subsection shall remain in effect even after the expiration of this Act.

NOTE 35 – LEASE AGREEMENTS

The Group as a lessor

The rent income recognized for the years ended December 31, 2020, 2019 and 2018 amounted to ₱1,244,267, ₱1,822,441, and ₱10,768,661, respectively (see Note 30).

The Group as a lessee

The Group has entered into various cancellable lease agreements with different individuals for the lease of plants located in Navotas, Paranaque, Cebu, etc. The lease agreements are renewable every year where terms and conditions are subject to the agreement of both parties.

Under PFRS 16, A lessee may elect not to apply the requirements of this standard to:

- (a) short-term leases; and
- (b) leases for which the underlying asset is of low value

The Group elected not to apply PFRS 16 requirements for the aforementioned lease contract. Related rent expense incurred amounted to ₱2,978,165, ₱3,357,588 and ₱10,112,666 for years 2020, 2019 and 2018, respectively. In 2019, the Group entered into the following renewable lease agreements:

<u>Location</u>	<u>Term</u>	<u>Consummation Date</u>
Bantayan	2 years	October 2021
Bulan, Sorsogon	10 years	April 2021
Estancia, Ilo-ilo	10 years	September 2028
Pasay City	3 years	June 2022
Navotas City	20 years	June 2028
Zamboanga-ALED	4 years	January 2023
Zamboanga-Shiejie	5 years	February 2020

Following the adoption of PFRS 16, the Group recognized right-of-use asset and lease liability over the life of the lease. The asset is calculated as the initial amount of the lease liability, plus any lease payments made to the lessor before the lease commencement date, plus any initial direct costs incurred, minus any lease incentives received.

For leases previously classified as finance lease, the carrying amount of the right-of-use-asset and the lease liability were determined at the carrying amount of the lease asset and lease liability under PAS 17 immediately before recognition on January 1, 2019.

The Group has various finance lease agreements with local banks for the lease of transportation and plant equipment. Lease term ranges from 36 to 60 months, subject to renewal. It carries with it guaranty deposit equivalent to the purchase price should the Company opts to acquire the equipment at the end of the lease term.

As of December 31, 2020, the Group's right-of-use asset, net of accumulated depreciation, and lease liability amounted to ₱37,495,802 and ₱85,277,296 respectively.

Consequently, the Group recognized depreciation expense and interest expense as reduction to the carrying amount of the asset and lease liability amounting to ₱46,949,136 and ₱7,623,467 respectively.

Finance costs arising from these lease agreements amounted to ₱7,623,028, ₱7,152,038, and ₱4,943,931 in December 31, 2020, 2019, and 2018, respectively (see Note 31).

Total rent expense charged to operations for the years ended December 31, 2020, 2019 and 2018 amounted to ₱3,871,060, ₱3,357,588, and ₱11,428,169 respectively (see Note 28 and 29).

The refundable security deposit attached to the lease agreement for the rental of the plants amounted to both ₱330,536 as at December 31, 2020 and 2019.

There were no restrictions imposed by these lease agreements nor contingent rent recognized for the years ended December 31, 2020 and 2019.

NOTE 36 – EARNINGS (LOSS) PER SHARE
--

Basic earnings (loss) per share amounts are calculated by dividing the income (loss) for the year attributable to ordinary equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year.

The financial information pertinent to the derivation of the basic earnings (loss) per share for the years ended December 31, 2020, 2019, and 2018, are as follows:

	<u>2020</u>	<u>2019</u>	<u>2018</u>
Income (loss) attributable to equity holders of the Parent Company	₱ (6,668,679)	₱ (8,342,853)	₱ (2,257,919)
Weighted average number of shares outstanding used for computation of basic earnings (loss) per share (a)	2,500,000,000	2,500,000,000	2,500,000,000
Weighted average number of shares outstanding used for computation of diluted earnings (loss) per share (b)	<u>2,500,000,000</u>	<u>2,500,000,000</u>	<u>2,500,000,000</u>
Basic earnings (loss) per share	₱ <u>(0.0267)</u>	₱ <u>(0.00334)</u>	₱ <u>(0.000903)</u>
Diluted earnings (loss) per share	₱ <u><u>(0.0267)</u></u>	₱ <u><u>(0.00334)</u></u>	₱ <u><u>(0.000903)</u></u>

Basic earnings (loss) per share is calculated by dividing the net income (loss) for the year attributable to ordinary equity holders of the Parent Company by the weighted average number of ordinary shares outstanding for the years ended December 31, 2020, 2019 and 2018.

For the purpose of computing the diluted earnings (loss) per share, the effect of dilutive potential ordinary shares for the years ended December 31, 2020, 2019 and 2018 is added to the weighted average number of shares outstanding during the year. There are no dilutive potential ordinary shares for the years 2020, 2019 and 2018.

The reconciliation of the average number of shares outstanding in 2020, 2019 and 2018 is as follows:

(a) Average number of shares outstanding used for the computation of basic earnings (loss) per share

	Issuances during the year			Number of shares outstanding			Weighted average number of shares		
	2020	2019	2018	2020	2019	2018	2020	2019	2018
January 1	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000
March 22	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000
	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000

(b) Average number of shares outstanding used for the computation of diluted earnings (loss) per share

	Issuances during the year			Number of shares outstanding			Weighted average number of shares		
	2020	2019	2018	2020	2019	2018	2020	2019	2018
January 1	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000
March 22	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000
	-	-	-	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000	2,500,000,000

NOTE 37 – OPERATING SEGMENTS

The CEO is the Group's CODM. Management has determined the operating segments based on the reports reviewed by the CEO that are used to make strategic decisions.

The CEO considers the business based on the differences in the Group's product and services. Management considers the performance based on the two revenue-generating activities by the Group: the exporting and holding operations.

The reportable operating segments of exporting operations derive its revenue primarily from the export sale of aquatic and marine products. The revenue of the reportable segments arises solely external customers outside the Philippines jurisdiction.

The operating segments are organized and managed separately according to the different products, with each segment representing a strategic business unit that offers products sold through wholesale or retail or services rendered in farming operations. These divisions are the basis on which the Group reports its primary segment information. All operating business segments used by the Group meet the definition of a reportable segment under PFRS 8, Operating Segments.

The CEO assesses the performance of the operating segments based on a measure of Earnings Before Interests, Taxes and depreciation and Amortization (EBITDA). This measurement basis excludes the effects of non-recurring expenditure from the operating segments and common operating expenses. Interest expense is not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

Segment assets and liabilities

Segment assets include all operating assets used by a segment and consist principally of receivables. Segment liabilities include all operating liabilities and consist principally of trade and other payables.

Segment transactions

Segment sales, expenses and performance include sales and cost of sales. Intercompany balances and transactions between segments, if any, are eliminated during the preparation of the consolidated financial statements.

The segment information reconciliation of the total EBITDA of the reportable segments to the Group's profit for the year provided to the CEO for the years ended December 31, 2020, 2019 and 2018 are as follows (amounts in thousands):

	Japan			Korea			Taiwan			Hongkong		
	2020	2019	2018	2020	2019	2018	2020	2019	2018	2020	2019	2018
Sales	₱161,340	₱ 217,573	₱ 306,613	₱86,660	₱ 116,864	₱ 164,690	₱113,960	₱ 153,680	₱ 216,572	₱118,943	₱160,400	₱ 226,042
Cost of sales	150,926	197,091	283,817	81,149	105,970	152,601	106,712	139,353	200,673	111,379	145,447	209,449
Profit (loss) for the year	₱ 10,414	₱ 20,482	₱ 22,796	₱ 5,511	₱ 10,894	₱ 12,089	₱ 7,248	₱ 14,327	₱ 15,899	₱ 7,565	₱ 14,953	₱ 16,593
Depreciation and amortization	17,450	11,993	8,672	8,910	6,443	4,659	11,714	8,470	6,125	12,228	8,842	6,394
EBITDA	₱ 27,864	₱ 32,475	₱ 31,468	₱14,421	₱ 17,337	₱ 16,748	₱ 18,962	₱ 22,797	₱ 22,024	₱ 19,793	₱ 23,795	₱ 22,987

	US			Others			Unallocated			Total		
	2020	2019	2018	2020	2019	2018	2020	2019	2018	2020	2019	2018
Sales	₱93,369	₱ 125,911	₱ 177,439	₱240,100	₱ 323,784	₱ 456,290	₱ -	₱ -	₱ -	₱ 814,373	₱1,098,211	₱1,547,646
Cost of sales	87,429	114,172	164,412	224,983	293,800	423,082	-	-	-	762,577	995,834	1,434,034
Operating expenses			-			-	35,642	53,981	71,469	35,642	53,981	71,469
Other operating income (loss), net			-			-	(1,067)	1,179	5,385	(1,067)	1,179	5,385
Finance income			-			-	97	205	234	97	205	234
Finance costs			-			-	22,644	52,081	46,891	22,644	52,081	46,891
Provision for income tax			-			-	(535)	204	1,429	(535)	204	1,429
Profit (loss) for the year	₱ 5,939	₱ 11,739	₱ 13,027	₱ 15,118	₱ 29,984	₱ 33,208	₱ (58,721)	₱ (104,882)	₱ (114,170)	₱ (6,926)	₱ (2,505)	₱ (558)
Interest			-			-	22,644	52,081	46,891	22,644	52,081	46,891
Taxes			-			-	(535)	204	1,429	(535)	204	1,429
Depreciation and amortization	10,097	6,939	5,018	25,967	17,847	12,905	13,067	8,981	6,494	73,138	69,514	50,266
EBITDA	₱16,036	₱ 18,678	₱ 18,045	₱ 41,085	₱ 47,831	₱ 46,113	₱ 23,545	₱ (43,616)	₱ (59,356)	₱ 88,322	₱ 119,294	₱ 98,028

The segment assets and liabilities as at December 31, 2020 and 2019 are as follows (amounts in thousands):

	Exporting		Unallocated		Total	
	2020	2019	2020	2019	2020	2019
Segment assets	₱ 1,608,688	₱ 1,788,573	₱ 96,277	₱ 107,042	₱ 1,704,964	₱ 1,895,616
Segment liabilities	₱ 1,148,959	₱ 1,306,807	₱ 162,583	₱ 184,920	₱ 1,311,542	₱ 1,491,727

The total reportable segments' assets and liabilities are reconciled to the Group's total assets liabilities as at December 31, 2020 and 2019 are as follows (amounts in thousands):

	2020	2019
Segment assets	₱ 1,608,688	₱ 1,788,573
Unallocated:		
Trade and other receivables	10,662	14,189
Prepayments and other current assets	54,954	60,538
Goodwill	14,521	14,521
Deferred tax assets	15,808	17,464
Other noncurrent assets	331	331
	₱ 1,704,964	₱ 1,895,616
Segment Liabilities	₱ 1,148,959	₱ 1,306,807
Unallocated:		
Due to a related party	115,707	139,377
Retirement benefits liability	46,877	45,543
	₱ 1,311,542	₱ 1,491,727

The amount is measured in a manner consistent with that of the consolidated financial statements.

The reportable segments' assets and liabilities are allocated based on the operations of the segment. The Group's cash, trade and other receivables, inventories, property, plant and equipment, trade and other payables, obligations under finance lease, borrowings and income tax payable were considered as segment assets and liabilities. Trade receivables arising from the exporting operations are further allocated based on geographical location as follows (amounts in thousands):

	Japan		Korea		Taiwan		Hongkong	
	2020	2019	2020	2019	2020	2019	2020	2019
Trade receivables	₱9,697	₱12,905	₱40,650	₱54,097	₱61,485	₱81,824	₱203,763	₱271,169

	US		Others		Unallocated		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
Trade receivables	₱34,859	₱46,390	₱81,180	₱108,034	₱10,662	₱14,189	₱442,296	₱588,608

Unallocated assets and liabilities are managed by the central administrative and treasury functions.

The Group does not have revenues from transactions with a single external customer amounting to ten percent (10%) or more of the Group's total revenues.

NOTE 38 – OTHER MATTERS**Supplemental disclosure of cash flow information**

The table below details changes in the liabilities of the Group arising from financing activities, including both cash and non-cash changes.

Particulars	January 1, 2020	Cash flows	Reclassification	Interest expense	December 31, 2020
Loans & borrowings	₱ 1,093,714,092	₱ (187,651,955)	₱ -	₱ -	₱ 906,062,137
Advances from related parties	136,668,506	1,500,000	-	-	138,168,506
Lease liability	80,032,867	5,244,429	-	-	85,277,296
Interest payable	-	(22,644,369)	-	22,644,369	-
Total liabilities from financing activities	₱ 1,310,415,465	₱ (15,899,940)	₱ -	₱ 22,644,369	₱ 1,129,507,939

Particulars	January 1, 2019	Cash flows	Reclassification	Interest expense	December 31, 2019
Loans & borrowings	₱ 1,037,113,590	₱ 56,600,502	₱ -	₱ -	₱ 1,093,714,092
Advances from related parties	177,366,262	(40,697,756)	-	-	136,668,506
Lease liability	75,970,392	4,062,475	-	-	80,032,867
Interest payable	-	(52,080,650)	-	52,080,650	-
Total liabilities from financing activities	₱ 1,290,450,244	₱ (48,018,175)	₱ -	₱ 52,080,650	₱ 1,310,415,465

Non-cash Activities

The Group had no material non-cash investing or financing activity-related transactions for the year ended December 31, 2020 and 2019.

NOTE 39 – CONTINGENCIES

The Group is a not party to any legal proceedings. There are no taxes, assessment and charges of whatsoever nature levied upon or against the Group, or against its properties, revenues, and assets.

NOTE 40 – SUBSEQUENT EVENTS**Continuing COVID-19 Pandemic**

From March 29, 2021 to April 4, 2021, following the spike in the number of new COVID-19 cases, the Philippine Government has placed cities comprising the Greater Metro Manila Region (NCR, Bulacan, Rizal, Cavite and Laguna) back to Enhanced Community Quarantine and was later extended to April 11, 2021.

The scale and duration of these developments remain uncertain as at reporting date. The COVID-19 pandemic could have a material impact on the Group's financial results for the rest of 2021 and even periods thereafter. Considering the evolving nature of the pandemic, the Group will continue to monitor the situation.

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
INDEX TO THE CONSOLIDATED FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULES

I	Supplemental schedules required by Revised SRC Rule 68 Annex 68-J	
A	Financial Assets	<u>Attached</u>
	Amounts receivables from directors officers, employees, related	
B	parties and principal stockholders (other than related parties)	<u>Attached</u>
	Amounts receivables and payable from/to related parties which are	
C	eliminated during consolidation process of financial statements	<u>Attached</u>
D	Long-term debt	<u>Attached</u>
E	Indebtedness to related parties (Long-term loans from related parties)	<u>Not applicable</u>
F	Guarantees of securities of other issuers	<u>Not applicable</u>
G	Capital Stock	<u>Attached</u>
II	Schedule of all the effective standards and interpretations	<u>Attached</u>
III	Reconciliation of retained earnings available for dividend declaration by Revised SRC Rule 68 Annex 68-D	<u>Attached</u>
IV	Map of the relationships of the Company within the Group	<u>Attached</u>
V	Schedule of Financial Soundness Indicators as required by Revised SRC Rule 68 Annex 68-E	<u>Attached</u>

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES
SUPPLEMENTAL SCHEDULES REQUIRED BY REVISED SRC RULE 68 ANNEX 68-J

AS AT DECEMBER 31, 2020

SCHEDULE A. Financial Assets

Financial asset As at December 31, 2019	Name of issuing entity and association of each issue	Number of shares or principal amounts of bonds and notes	Amount shown in the statement of financial position	Fair value based on its carrying amount at the end of reporting period	Fair value based on approximate discounted value of future cash flows at the end of reporting period	Fair value based on marker quotation at the end of the reporting period	Income received	Income accrued
Financial assets at amortized cost								
Cash (Note 10)	Not applicable	Not applicable	₱ 145,297,802	₱ 145,297,802	Not applicable	Not applicable	₱ 96,986	₱ -
Trade and other receivables (Note 11)	Not applicable	Not applicable	442,295,928	442,295,928	Not applicable	Not applicable	-	-
Due from related parties (Note 14 and 32)	Not applicable	Not applicable	130,151,222	130,151,222	Not applicable	Not applicable	-	-
Refundable security deposit (Note 19 and 35)	Not applicable	Not applicable	330,536	330,536	Not applicable	Not applicable	-	-
Financial Asset at FVOCI								
Investment in Golf share (Note 15)	Eagle Ridge Golf & Country Club, Inc	One (1) Membership share	50,000	50,000	Not applicable	Not applicable	-	-
TOTAL			₱718,125,488	₱718,125,488			₱ 96,986	₱ -

**SCHEDULE B. Amounts of Receivable from Directors, Officers, Employees,
Related Parties and Principal Stockholders (Other Than Related Parties)**

Name and designation of debtor		Balance at beginning of period		Amounts (collected) /transferred		Amounts written- off		Current		Non- current		Balance at end of period
Philippine 101 Hotel, Inc.	₱	31,250,000	₱		₱	-	₱	31,250,000	₱	-	₱	31,250,000
Stockholder		255,509		-		-		-		-		255,509
MOSC Vietnam		156,357,984		(57,712,271)		-		98,645,713		-		98,645,713

**SCHEDULE C. Amounts of Receivable from and Payable to Related Parties which
are Eliminated during the Consolidation of Financial Statements**

Name and designation of debtor		Balance at beginning of period		Additions		Amounts collected		Amounts written-off		Current		Non- current		Balance at end of period
MOSC		10,070,000		-		-		-		10,070,000		-		10,070,000

SCHEDULE D. Long-term Debt

Title of issue		Amount authorized by indenture		Amount shown under caption “Current portion of long term debt		Amount shown under caption “Long term debt” in related balance sheet
Borrowings	₱	-	₱	902,835,220	₱	3,226,917
Lease liability		-		75,058,755		10,218,541

**SCHEDULE E. Indebtedness to Related Parties (Long Term Loans from Related
Parties)**

Name of related party	Balance at beginning of period	Amount shown under caption “Current portion of long term debt
-----------------------	--------------------------------	--

Not Applicable

SCHEDULE F. Guarantees of Securities of Other Issuers

Name of issuing entity of securities guaranteed by the Company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owned by person for which statement is filed	Nature of guarantee
--	---	---	---	---------------------

Not Applicable

SCHEDULE G. Capital Stock

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related balance sheet	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common shares	2,500,000,000	2,500,000,000	none	none	72,500,000	2,427,500,000

II. SCHEDULE OF ALL THE EFFECTIVE STANDARDS AND INTERPRETATIONS AS AT DECEMBER 31, 2020

The following table summarizes the effective standards and interpretations as at December 31, 2020:

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements		✓		
Conceptual Framework Phase A: Objectives and qualitative characteristics		✓		
PFRSs Practice Statement Management Commentary		✓		
Philippine Financial Reporting Standards				
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards			✓
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate	✓		
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			✓
	Amendment to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters			✓
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			✓
	Amendments to PFRS 1: Government Loans			✓
	Amendment to PFRS 1: Meaning of Effective PFRSs	✓		
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
	Amendment to PFRS 2: Definition of Vesting Condition			✓
	Amendment of PFRS 2: Classification and Measurement of Share-Based Payment Transactions			✓
PFRS 3 (Revised)	Business Combinations	✓		
	Amendment to PFRS 3: Accounting to Contingent Consideration in a Business Combination	✓		
	Amendment to PFRS 3: Scope Exceptions for Joint Arrangements			✓
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PFRS 4: Applying PFRS 9, Financial Instruments with PFRS 4	✓		
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			✓
	Amendment to PFRS 5: Sale of Controlling Interest in the Subsidiary			✓
	Amendment to PFRS 5: Changes in methods of disposal			✓
PFRS 6	Exploration for and Evaluation of Mineral Resources			✓
	Amendment to PFRS 6: Transition Relief			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PFRS 7: Transition	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets	✓		
	Amendments to PFRS 7: Disclosures – Offsetting Financial Assets and Financial Liabilities	✓		
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures	✓		
	Amendment to PFRS 7: Additional hedge accounting disclosures (and consequential amendments) resulting from the introduction of the hedge accounting chapter in PFRS 9			✓
	Amendment to PFRS 7: Servicing Contracts and Applicability of the Amendments to PFRS 7 to Condensed Interim Financial Statements			✓
	Amendments to PFRS 7: Applicability of the Amendments to PFRS 7 to Condensed Interim Financial Statements			✓
PFRS 8	Operating Segments	✓		
	Amendments to PFRS 8: Disclosures of Operating Segments	✓		
	Amendments to PFRS 8: Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets	✓		
PFRS 9	Financial Instruments	✓		
	Financial Instruments: Classification and Measurement of Financial Liabilities	✓		
	Amendments to PFRS 9: Mandatory Effective Date of PFRS 9 and Transition Disclosures	✓		
	Reissue to incorporate a hedge accounting chapter and permit early application of the requirements for presenting in other comprehensive income the “own credit” gains or losses on financial liabilities designated under the fair value option without early applying to other requirements of PFRS 9			✓
	Financial Instruments (final version), incorporating requirements for classification and measurement, impairment, general hedge accounting and derecognition			✓
PFRS 10	Consolidated Financial Statements	✓		
	Amendments to PFRS 10: Transition Guidance			✓
	Amendments to PFRS 10: Investment Entities			✓
	Amendments to PFRS 10 and PAS 28: Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture			✓
	Amendments to PFRS 10: Investment Entities – Applying the Consolidation Exception			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
PFRS 11	Joint Arrangements			✓
	Amendments to PFRS 11: Transition Guidance			✓
	Amendments to PFRS 11: Accounting for Acquisition of Interests in Joint Operations			✓
PFRS 12	Disclosure of Interests in Other Entities	✓		
	Amendments to PFRS 12: Transition Guidance	✓		
	Amendments to PFRS 12: Investment Entities			✓
	Amendments to PFRS 12: Applying the Consolidation Exception			✓
	Amendments to PFRS 12: Clarification of the Scope of the Standard			✓
PFRS 13	Fair Value Measurement	✓		
	Amendment to PFRS 13: Short- Term Receivables and Payables	✓		
	Amendment to PFRS 13: Portfolio Exception			✓
PFRS 14	Regulatory Deferral Accounts			✓
PFRS 15	Revenue from Contracts with Customers			✓
PFRS 16	Leases	✓		

Philippine Accounting Standards

PAS 1 (Revised)	Presentation of Financial Statements	✓		
	Amendment to PAS 1: Capital Disclosures	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendments to PAS 1: Classification of Derivatives as Current or Non-Current	✓		
	Amendments to PAS 1 - Classification of Liabilities as Current	✓		
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	✓		
	Amendments to PAS 1: Clarification of Statement of Changes in Equity	✓		
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	✓		
	Amendments to PAS 1: Comparative information	✓		
	Amendments to PAS 1: Disclosure Initiative	✓		
PAS 2	Inventories	✓		
PAS 7	Statement of Cash Flows	✓		
	Amendments to PAS 7: Disclosure Initiative	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events after the Reporting Period	✓		
PAS 11	Construction Contracts			✓
PAS 12	Income Taxes	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
	Amendment to PAS 12 - Deferred Tax: Recovery of Underlying Assets	✓		
	Amendments to PAS 12 – Recognition of Deferred Tax Assets for Unrealized Losses	✓		
PAS 16	Property, Plant and Equipment	✓		
	Amendments to PAS 16: Revaluation Method – Proportionate Restatement of Accumulated Depreciation on Revaluation			✓
	Amendments to PAS 16 and PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization	✓		
	Amendments to PAS 16 and PAS 41, Agriculture; Bearer Plants			✓
PAS 17	Leases	✓		
	Amendments to PAS 17: Classification of Land Leases	✓		
PAS 18	Revenue	✓		
	Amended by IAS 39 Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 18: Guidance for Determining Whether an Entity is Acting as a Principal or as an Agent.	✓		
PAS 19	Employee Benefits	✓		
	Amendments to PAS 19: Actuarial Gains and Losses, Group Plans and Disclosures			✓
	Amendments to PAS 19: Defined Benefit Plans: Employee Contribution			✓
	Amendments to PAS 19: Discount Rate: Regional Market			✓
PAS 19 (Amended)	Employee Benefits	✓		
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓
PAS 21	The Effects of Changes in Foreign Exchange Rates	✓		
	Amendment: Net Investment in a Foreign Operation			✓
PAS 23 (Revised)	Borrowing Costs	✓		
	Amendment to PAS 23: Requirement of Capitalization of Borrowing Cost			✓
PAS 24 (Revised)	Related Party Disclosures	✓		
	Amendments to PAS 24: Key Management Personnel	✓		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27 (Amended)	Separate Financial Statements	✓		
	Amendments for investment entities			✓
	Amendments to PAS 27: Equity Method in Separate Financial Statements			✓
PAS 28	Investments in Associates and Joint Ventures	✓		
PAS 28 (Amended)	Amendments to PAS 28: Investment Entities – Applying the Consolidation Exception			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 32	Financial Instruments: Disclosure and Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendment to PAS 32: Classification of Rights Issues			✓
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	✓		
	Amendments to PAS 32: Tax effect of Equity Distributions	✓		
PAS 33	Earnings per Share	✓		
PAS 34	Interim Financial Reporting			✓
	Amendment to PAS 34: Disclosure of information 'Elsewhere in the Interim financial report'			✓
PAS 36	Impairment of Assets	✓		
	Amendments to PAS 36: Disclosure of Estimates Used to Determine a Recoverable Amount	✓		
	Amendments to PAS 36: Units of Accounting for Goodwill Impairment Testing Using Segments Under PFRS 8 Before Aggregation	✓		
	Amendments to PAS 36: Recoverable Amount Disclosures for Non-Financial Assets	✓		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		
PAS 38	Intangible Assets	✓		
	Amendments to PAS 38: Proportionate Restatement of Accumulated Depreciation on Revaluation			✓
	Amendments to PAS 38: Revaluation Method – Proportionate Restatement of Accumulated Amortization			✓
	Amendments to PAS 16 and PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization	✓		
	Amendments to PAS 38: Measurement of Intangible Assets in Business Combinations	✓		
	Amendments to PAS 38: Proportionate Restatement of Accumulated Depreciation Under the Revaluation Method			✓
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities	✓		
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			✓
	Amendments to PAS 39: The Fair Value Option	✓		
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets – Effective Date and Transition	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives			✓
	Amendment to PAS 39: Eligible Hedged Items			✓
	Amendments to PAS 39: Reclassifications of Financial Assets	✓		
	Amendment to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting			✓
PAS 40	Investment Property			✓
	Amendments to PAS 40: Clarifying the Interrelationship between PFRS 3 and PAS 40 when Classifying Property as Investment Property or Owner-Occupied Property			✓
PAS 41	Agriculture			✓
	Amendments to PAS 16 and PAS 41, Agriculture: Bearer Plants			✓
Philippine Interpretations				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities			✓
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	<i>Determining Whether an Arrangement Contains a Lease</i>	✓		
IFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			✓
IFRIC 6	<i>Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment</i>			✓
IFRIC 7	<i>Applying the Restatement Approach under PAS 29 Financial Reporting in Hyperinflationary Economies</i>			✓
IFRIC 9	Reassessment of Embedded Derivatives			✓
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives			✓
IFRIC 10	<i>Interim Financial Reporting and Impairment</i>			✓
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction			✓
	Amendments to Philippine Interpretations IFRIC- 14, Prepayments of a Minimum Funding Requirement			✓
IFRIC 15	Agreements for the Construction of Real Estate			✓
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
	Amendments to Philippine Interpretations IFRIC 16: Entity That Can Hold Hedging Instruments			✓
IFRIC 17	Distributions of Non-Cash Assets to Owners			✓
IFRIC 18	Transfers of Assets from Customers			✓
IFRIC 19	Extinguishing Financial Liabilities with Equity Investment			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2020		Adopted	Not Adopted	Not Applicable
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine			✓
IFRIC 21	Levies			✓
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-15	Operating Leases - Incentives			✓
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders			✓
SIC 27	Evaluating the Substance of Transactions in the Legal Form of a Lease			✓
SIC 29	Service Concession Arrangements: Disclosures			✓
SIC 32	Intangible Assets – Web Site Costs			✓

III. RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

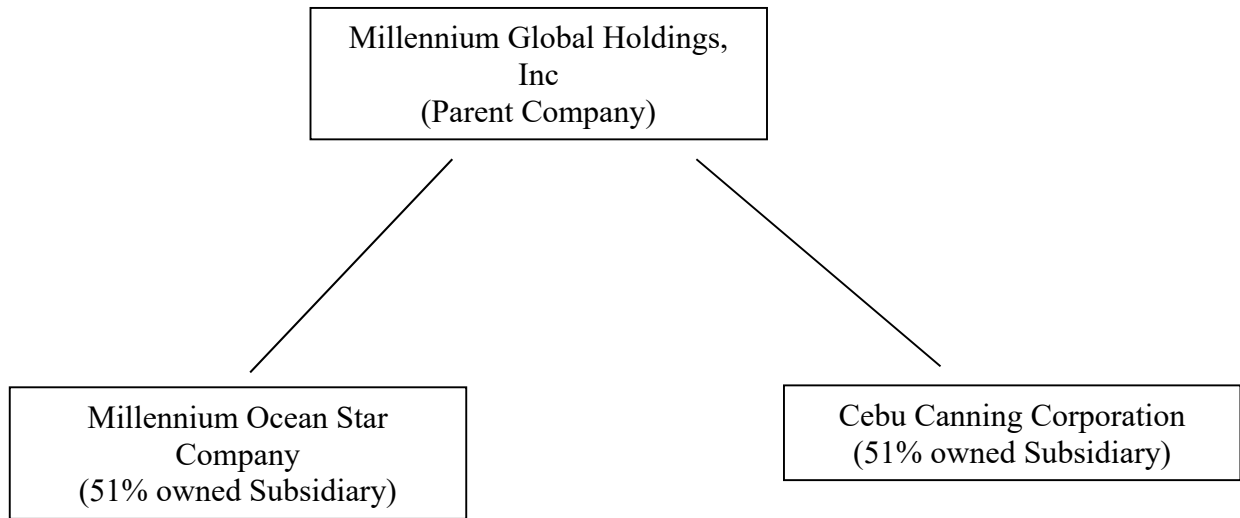
MILLENNIUM GLOBAL HOLDINGS, INC. Schedule of Philippine Financial Reporting Standards

SCHEDULE OF RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

December 31, 2020 and 2019

Items	2020	2019
Unappropriated Retained Earnings, beginning	₱ (111,962,415)	₱ (108,816,636)
Adjustments:		
Prior period adjustments	-	-
Dividends declared/paid during the year	-	-
Adjustment on initial application of leases, net of tax	-	(49,397)
Unappropriated Retained Earnings, as adjusted, beginning	(111,960,395)	(108,866,033)
Net Income (Loss) based on the face of AFS	(5,427,790)	(8,643,836)
Less: Non-actual/unrealized income net of tax		
• Equity in net income/(loss) of associate/joint venture	(935,363)	(5,547,454)
• Unrealized foreign exchange gain - net (except those attributable to Cash and Cash Equivalents)		
Unrealized actuarial gain	-	-
• Fair value adjustment (M2M gains)	-	-
• Fair value adjustment of Investment Property resulting to gain adjustment due to deviation from PFRS/GAAP-gain	-	-
• Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS		
Add: Non-actual losses		
• Depreciation on revaluation increment (after tax)	-	-
• Adjustment due to deviation from PFRS/GAAP – loss	-	-
• Loss on fair value adjustment of investment property (after tax)	-	-
FMV gain/(loss) transferred to equity as a result of disposal of equity investment at FVOCI	-	-
Gain/(loss) from disposal of financial assets at FVOCI	-	-
Net Income Actual/Realized	-	-
Unappropriated Retained Earnings, as adjusted, ending	₱ <u>(116,454,842)</u>	₱ <u>(111,962,415)</u>

IV. MAP OF GROUP OF COMPANIES



**V. SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS AS REQUIRED BY
REVISED SRC RULE 68 ANNEX 68-E**

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES

**Supplementary Schedule on Financial Soundness Indicators
For the Years Ended December 31, 2020 and 2019**

Ratio	Formula	2020	2019
Current ratio	Current Assets / Current Liabilities	1.09	1.07
Acid test ratio	(Current Assets - Inventory - Prepayments) / Current Liabilities	0.59	0.65
Solvency ratio	Total Assets / Total Liabilities	1.30	1.27
Debt-to-equity ratio	Total Debt/Total Equity	3.33	3.69
Asset-to-equity ratio	Total Assets / Total Equity	4.33	4.69
Interest rate coverage ratio	Earnings Before Interest and Taxes (EBIT) / Interest Charges	0.63	0.85
Return on equity	Net Income / Total Equity	(0.01998)	(0.01994)
Return on assets	Net Income / Total Assets	(0.00461)	(0.00425)
Net profit margin	Net Profit / Sales	(0.00965)	(0.00733)
Price/Earnings Ratio	Price Per Share / Earnings (Loss) Per Common Share	(82.10)	(45.85)