### COVER SHEET

## for INTERIM FINANCIAL STATEMENTS

SEC Registration Number

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Suite 3104A, West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Avenue, Pasig 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) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

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

## ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND ITS SUBSIDIARIES

Suite 3104A West Tower PSEC Exchange Rd.
Ortigas Center Pasig City

(Company's Address)

632-8637-8800

(Telephone Number)

December 31

(Calendar Year Ending)
(month & day)

SEC FORM 17-Q

(Form Type)

For the Quarter Ended March 31, 2022

(Amendment Designation if applicable)

(Period Ended Date)

(Secondary License Type and File Number)

#### SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-Q

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

1.	For the quarterly period ended March 31, 2022
2.	Commission identification number <u>CS200319138</u>
3.	BIR Tax Identification No. <u>227-409-243-000</u>
4.	Exact name of issuer as specified in its charter Alliance Select Foods International, Inc.
5.	Pasig City, Philippines Province, country or other jurisdiction of incorporation or organization
6.	Industry Classification Code: (SEC Use Only)
7.	Suite 3104A West Tower PSEC Exchange Rd. Ortigas Center Pasig City Address of issuer's principal office  1605 Postal Code
8.	632 – 8637 - 8800 Issuer's telephone number, including area code
9.	Not Applicable Former name, former address and former fiscal year, if changed since last report
10	. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA
	Title of each Class  Number of shares of common stock outstanding and amount of debt outstanding
	Common shares, P0.50 par value 2,499,712,463 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:
	The Phil. 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 Code and SRC Rule 17 thereunder or Sections 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 [ ]

#### **PART II - FINANCIAL INFORMATION**

#### Item 1. Financial Statements

The unaudited interim condensed financial statements of Alliance Select Foods International, Inc. (the "Company" or "Parent Company") and its Subsidiaries (collectively referred to as the "Group") as at and for the three months ended March 31, 2022 (with comparative figures as at December 31, 2021 and for the period ended March 31, 2021) and Selected Notes to the Interim Consolidated Financial Statements are hereto attached as Annex "A".

The unaudited interim condensed financial statements of the Group are presented in US\$, the currency of the primary economic environment in which the Group operates.

#### Item 2. Management's discussion and analysis of financial condition and results

The following discussion should be read in conjunction with the attached unaudited condensed financial statements of the Group as at and for the three months ended March 31, 2022, with comparative figures as at December 31, 2021 and for the period ended March 31, 2021, as appropriate.

The table below shows the comparisons of key operating results for the three-month period ended March 31, 2022 versus the same period in 2021.

	For the Three Months Ender March 31			
Amount in US\$ '000	2022	2021		
Revenue	\$6,420	\$8,575		
Gross Profit	508	816		
Gross Profit %	8%	10%		
Selling and Administrative Expenses	847	1,173		
Other Income (Charges) – Net	40	42		
Finance Costs	91	149		
Loss Before Tax	(390)	(464)		
Income Tax Expense	4	43		
Loss for the Period	(394)	(506)		
Attributable to:				
Equity holders of the parent	(\$394)	(\$521)		
Non-controlling interest	0	15		
	(\$394)	(\$506)		

<sup>\*</sup> numbers may not add up due to rounding

#### **Results of operations**

Three months ended March 31, 2022 versus March 31, 2021

The Group's consolidated net revenues for the first quarter of 2022 is 25% lower than the revenues in the same reporting period last year due to deferral of shipments from lack of vessel space, and deconsolidation of Akaroa in November 2021. Total number of deferred shipments amounted to 40 full container loads (FCL).

Selling and administrative expenses is lower by 28% versus the same reporting period last year mainly from reduction in salaries and wages, repairs and maintenance costs, and software maintenance costs.

Finance cost significantly decreased by 39% due to significant payment of loans.

#### Financial Position As at March 31, 2022 versus December 31, 2021

The Group's decrease in cash by 69% is attributed to payment of loans.

Trade and other receivables dropped by 13% due to collection.

The increase in other current assets pertains to additional purchase deposits for raw materials.

Significant payment of outstanding loans decreased the loans payable.

#### **KEY PERFORMANCE INDICATORS**

The Group uses the following key performance indicators in order to assess the Group's financial performance from period to period. Analyses are employed by comparisons and measurements based on the financial data on the periods indicated below:

Liquidity and Solvency	March 31, 2022	December 31, 2021
Current ratio	1.00	1.02
Debt to equity ratio	0.76	0.92

#### For the Three Months Ended March 31

Profitability	2022	2021
Revenue growth rate	-25%	-46%
Net profit margin	-6%	-6%
Return on average stockholders' equity	-2%	-2%

The following defines each ratio:

- Liquidity ratio (expressed in proportion) = current assets / current liabilities
- Debt to equity ratio (expressed in proportion) = total liabilities / total stockholders' equity
- Revenue growth rate (expressed in percentage) = (current year's revenue previous year's revenue) / previous year's revenue
- Net profit margin (expressed in percentage) = net income attributable to equity holders of parent / net revenues
- Return on average stockholders' equity (expressed in percentage) = net income attributable to equity holders of the Parent / average stockholders' equity attributable to the Parent

#### PART II - OTHER INFORMATION

All current disclosures were already reported under SEC Form 17-C.

#### SIGNATURES

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

ALLIANCE SELECT FOODS INTERNATIONAL, INC.

MARIA

Treasurer and Head of Finance

PHOEBE ANN S. BAYONA

Compliance Officer and Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this 1 MAY 2022 at ASIG CI exhibiting to me their government issued identification cards, as follows:

NAMES	GOV'T.ISSUED ID NO.	DATE OF ISSUE	PLACE OF ISSUE	EXPIRATION
Maria Carolyn C. Angeles	PRC License - 88563	06-21-2020	Las Pinas City	06-26-2023
Phoebe Ann S. Bayona	Passport - P6123254B	01-20-2021	DFA Manila	01-19-2031

Doc. No. 24 Page No. Book No. II Series of 2022



ATTY. GINO MARCO P. BAUTISTA

Notary Public for Pasig, San Juan, and Pateros Commission No. 106 (2020-2021) Until December 31, 2021 3104 A, West Tower, Phil. Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City
PTR No. \$216762/1/27/22 (Pasig City
IBP No. \$76777/2/14/22 (Quezon City
Roll of Attorneys No. 58507

MCLE Compliance No. VI-0025935; 4-29-2019

**Notarial Commission** Extended until June 30, 2022 Resolution Dated September 28,2021 B.M. No. 3795 **Pasig City RTC** 

## INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		March 31,	December 31,
		2022	2021
	Notes	(Unaudited)	(Audited)
ASSETS			
Current Assets			
Cash and cash equivalents	4	\$1,372,384	\$4,442,099
Trade and other receivables	5	3,836,925	4,408,220
Inventories	6	5,110,274	5,335,281
Other current assets	7	3,139,429	2,939,939
Total Current Assets		13,459,012	17,125,539
Noncurrent Assets			
PPE and ROU		14,516,822	14,681,708
Deferred tax assets		6,272,392	6,272,392
Total Noncurrent Assets		20,789,214	20,954,100
		\$34,248,226	\$38,079,639
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	8	\$3,333,011	\$3,433,658
Loans payable	9	8,081,587	11,297,040
Current portion of lease liabilities		52,460	52,460
Due to related parties		2,011,729	2,069,832
Total Current Liabilities		13,478,787	16,852,990
Noncurrent Liabilities		, ,	
Loans payable - net of current portion	9	791,667	916,667
Lease liabilities - net of current portion		14,268	14,268
Net retirement benefits obligation		418,653	417,262
Deferred tax liabilities		41,041	42,749
Total Noncurrent Liabilities		1,265,629	1,390,946
Total Liabilities		14,744,416	18,243,936
Equity	10		
Capital stock		26,823,389	26,823,389
Additional paid-in capital (APIC)		1,486,546	1,486,546
Deficit		(7,697,953)	(7,303,949)
Other comprehensive income		1,282,790	1,221,450
•		21,894,772	22,227,436
Treasury shares		(5,774)	(5,774)
Equity attributable to equity holders of the Parent			
Company		21,888,998	22,221,662
Non-controlling interests		(2,385,188)	(2,385,959)
Total Equity		19,503,810	19,835,703
		\$34,248,226	\$38,079,639

## INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

		Three Months En	ded March 31
		2022	2021
	Note	(Unaudited)	(Unaudited)
NET SALES		\$6,420,516	\$8,575,331
COST OF GOODS SOLD		(5,912,024)	(7,759,407)
GROSS PROFIT		508,492	815,924
SELLING AND ADMINISTRATIVE EXPENSES		(846,989)	(1,172,879)
INTEREST EXPENSE		(91,417)	(149,174)
OTHER INCOME (CHARGES) – Net		39,767	42,435
LOSS BEFORE INCOME TAX		(390,147)	(463,694)
INCOME TAX EXPENSE		3,775	42,778
NET LOSS		(393,922)	(506,472)
OTHER COMPREHENSIVE LOSS  Items that will be reclassified subsequently to profit or loss  Exchange differences on translation of foreign			
operations		62,029	(64,049)
TOTAL COMPREHENSIVE LOSS		(\$331,893)	(\$570,521)
NET INCOME (LOSS) ATTRIBUTABLE TO:			
Equity holders of the Parent Company		(\$394,004)	(\$521,006)
Noncontrolling interests		82	14,534
		(\$393,922)	(\$506,472)
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:			
Equity holders of the Parent Company		(\$332,664)	(\$573,091)
Noncontrolling interests		771	2,570
		(\$331,893)	(\$570,521)
EARNINGS (LOSS) PER SHARE			
Basic and diluted earnings (loss) per share	12	(\$0.00016)	(\$0.00021)

See accompanying Notes to Interim Condensed Consolidated Financial Statements.

## INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

		Three Months Er	nded March 31,
		2022	2021
	Note	(Unaudited)	(Unaudited)
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY			
Capital Stock	11	\$26,823,389	\$26,823,389
Additional Paid-in Capital		1,486,546	1,486,546
Other Comprehensive Income			
Cumulative Remeasurement on Retirement Obligation			
Balance at beginning and end of period		107,124	98,887
Revaluation Reserves			
Balance at beginning and end of period		_	275
Cumulative Translation Adjustment			
Balance at beginning of year		1,114,326	1,064,970
Exchange differences on foreign currency translation		61,340	(52,085)
Balance at end of period		1,175,666	1,012,885
Total balance at end of year of other comprehensive			
income		1,282,790	1,112,047
Retained Earnings (Deficit)			
Balance at beginning of year		(7,303,949)	(6,032,572)
Net income (loss)		(394,004)	(521,006)
Balance at end of period		(7,697,953)	(6,553,578)
Buttinee at one of period		(1,051,500)	(0,555,570)
Treasury Shares	11	(5,774)	(5,774)
NON-CONTROLLING INTERESTS			
Balance at beginning of year		(2,385,959)	(2,080,267)
Total comprehensive income attributable to		(2,303,939)	(2,000,207)
non-controlling interests		771	2,570
Dividends declared by a subsidiary		-	(297,492)
Balance at end of period		(2,385,188)	(2,375,189)
		\$19,503,810	\$20,487,441
		ψ17,505,010	ΨΔυ,τυ/,ττ1

See accompanying Notes to Interim Condensed Consolidated Financial Statements.

## INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three Months En	ded March 31
	2022	2021
	(Unaudited)	(Unaudited)
CACH ELONG EDOM OBED A DING A CENTREE		
CASH FLOWS FROM OPERATING ACTIVITIES	(\$200.1 <i>47</i> )	(\$462.604)
Loss before income tax	(\$390,147)	(\$463,694)
Adjustments for:	205 215	202 147
Depreciation and amortization	205,215	392,147
Interest expense	91,417	145,164
Foreign exchange gain	(49,663)	(3,578)
Interest income	(79)	(350)
Operating income (loss) before working capital changes	(143,257)	69,689
Decrease (increase) in:	(24.614	(1.404.010)
Trade and other receivables	624,614	(1,424,019)
Inventories	225,008	227,793
Other current assets	(203,142)	(719,160)
Other noncurrent assets	55,877	78,290
Decrease in trade and other payables	(100,225)	(829,515)
Net cash from operations	458,875	(2,596,922)
Income tax paid	(4,889)	(8,094)
Interest received	79	350
Net cash from operating activities	454,065	(2,604,666)
CASH FLOWS FROM AN INVESTING ACTIVITY		
Additions to property, plant and equipment	(40,329)	(406,137)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net loan availments (payments)	(3,340,452)	3,178,308
Payments of interest	(91,417)	(145,164)
Net cash from financing activities	(3,431,869)	3,033,144
	(= ) = )=== )	- , ,
EFFECTS OF FOREIGN EXCHANGE RATE CHANGES		
ON CASH AND CASH EQUIVALENTS	(51,582)	(61,141)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(3,069,715)	(38,800)
CASH AND CASH EQUIVALENTS AT BEGINNING OF		
PERIOD	4,442,099	2,549,861
	, , ,	, - ,
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	\$1,372,384	\$2,511,061
LIMOD	Ψ19J1 29JU4	Ψ2,511,001

See accompanying Notes to Interim Condensed Consolidated Financial Statements

## ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES

(A Subsidiary of Strongoak Inc.)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

#### 1. Corporate Information

#### **General Information**

Alliance Select Foods International, Inc. (ASFII or the "Parent Company"), a publicly-listed corporation under Section 17.2 of the Securities Regulation Code (SRC), was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on September 1, 2003. The Parent Company is primarily engaged in the business of manufacturing, canning, importing and exporting of food products such as marine, aquaculture and other processed seafoods. Its shares are listed in the Philippine Stock Exchange (PSE) since November 8, 2006.

Strongoak Inc. (Strongoak), the immediate parent of ASFII, owns 55.31% of ASFII. Strongoak is a domestic company engaged in investment activities.

#### **Subsidiaries**

The condensed consolidated financial statements as at March 31, 2022 include the accounts of ASFII and the following subsidiaries (collectively referred herein as the "Group"):

Name of Subsidiary	% of Ownership	Nature of Business	Principal Place of Business			
Big Glory Bay Salmon and Seafood Company, Inc. (BGB)	100	Salmon and other seafoods processing	Philippines			
PT International Alliance Food Indonesia (PT IAFI)	99.98	Export trading	Indonesia			
Alliance MHI Properties, Inc. (AMHI)	98.89	Leasing	Philippines			
PT Van De Zee (PT VDZ)	49	Fishing	Indonesia			
Akaroa Salmon (NZ) Ltd. (Akaroa)*	-	Salmon farming and processing	New Zealand			
*In November 2021, the Parent Company divested its 80% investment in Akaroa						

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BGB. BGB has plant facilities that are located in Barrio Tambler, General Santos City.

*PT IAFI and PT VDZ.* PT IAFI was established under the Indonesian Foreign Capital Investment Law. On October 18, 2019, PT IAFI changed its core business operations to export trading, and sold its fixed assets in North Sulawesi, Bitung, Indonesia. PT IAFI is currently not in operation.

PT IAFI owns 49% of PT VDZ, a fishing company. Due to subsequent changes in Indonesian fishing regulations restricting foreign commercial fishing, PT VDZ is currently not in operation.

Akaroa. Akaroa holds 25% stake in Salmon Smolt NZ Ltd. (SSNZ), an entity operating a modern hatchery, which quarantines and consistently supplies high quality smolts (juvenile salmon) for Akaroa's farm. In 2021, the Company sold its shares in Akaroa for a total consideration of NZD 7.5 million (US\$5.1 million). Part of the consideration are payments for dividends. Gain on sale amounted of \$1.31 million.

#### 2. Basis of Preparation and Statement of Compliance

#### **Basis of Preparation**

The interim condensed consolidated financial statements have been prepared on a going concern basis and in accordance with Philippine Financial Reporting Standards (PFRS). This financial reporting framework includes all applicable PFRS, Philippine Accounting Standards (PAS), and Philippine Interpretations from the International Financial Reporting Interpretations Committee (IFRIC) and adopted by the SEC.

The interim condensed consolidated financial statements comprise the interim consolidated statements of financial position, interim consolidated statements of comprehensive income, interim consolidated statements of cash flows, and notes thereto. Income and expenses, excluding the components of other comprehensive income, are recognized in the interim statements of comprehensive income. Transactions with the owners of the Group in their capacity as owners are recognized in the interim consolidated statements of changes in equity.

#### **Basis of Consolidation**

The interim consolidated financial statements comprise the financial statements of the Parent Company and all of its subsidiaries. As at March 31, 2021, there were no changes in the Parent Company's ownership interests in its subsidiaries.

Subsidiaries. Subsidiaries are entities in which the Group has control. The Group controls a subsidiary if it is exposed or has rights to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. Control is generally accompanied by a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are substantive are considered when assessing whether the Group controls an entity. The Group reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date when the Group obtains control and continue to be consolidated until the date when such control ceases. The results of operations of the subsidiaries acquired or disposed are included in the consolidated statement of comprehensive income from the date of acquisition or up to the date of disposal, as appropriate.

The financial statements of the subsidiaries are prepared using the same reporting period of the Parent Company. Interim condensed 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.

A change in ownership interest of a subsidiary, without a change in control, is accounted for as an equity transaction. Upon the loss of control, the Group derecognizes the assets (including goodwill) and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Gain or loss arising from the loss of control is recognized in profit or loss. If the Group retains interest in the previous subsidiary, then such interest is measured at fair value at the date control is lost. Subsequently, it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of interest retained.

*Non-controlling Interests*. Non-controlling interests represent the portion of profit or loss and net assets not held by the Group, presented within equity in the interim condensed consolidated statement of financial position, separately from equity attributable to equity holders of the Parent Company.

Non-controlling interests represent the interests of minority shareholders of PT IAFI, PT VDZ, Akaroa and AMHI. Non-controlling interest in Akaroa was deconsolidated in November 2021.

#### 3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of the Group's interim condensed consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in an outcome that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

While the Group believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates. In particular, the COVID-19 pandemic and the resulting adverse effects to the global economic conditions, as well as to the Group's operations, may impact future estimates including, but not limited to, the allowance for ECL, valuation of inventories, fair value measurements, impairment of nonfinancial assets, recognition of deferred tax assets, actuarial gains or losses on retirement benefits obligation and discount rate assumptions.

The judgments, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period when 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. Cash and Cash Equivalents

This account consists of cash on hand, cash in banks, and cash equivalents, if there are any.

Cash in banks earn interest at prevailing bank deposit rates. Cash equivalents pertain to cash placement with a bank for varying periods of up to three months depending on the immediate cash requirements of the Group.

#### 5. Trade and Other Receivables

This account consists of:

	March 31,	December 31,
	2022	2021
Trade receivables	\$3,672,754	\$4,496,277
Others	3,048,476	2,796,460
	6,721,230	7,292,737
Less allowance for impairment losses	(2,884,305)	(2,884,517)
	\$3,836,925	\$4,408,220

Trade receivables are generated from the sale of inventories and are generally collectible within 30 to 60 days.

Other receivables include claims for refunds from government agencies and claims from insurance, suppliers and other parties.

#### 6. **Inventories**

This account consists of:

	March 31,	December 31,
	2022	2021
Finished goods	\$3,313,123	\$3,254,692
Raw materials	1,606,048	1,893,611
Packaging supplies	191,103	186,978
	\$5,110,274	\$5,335,281

#### 7. Other Current Assets

This account consists of:

	March 31,	December 31,
	2022	2021
Advances to suppliers	\$1,861,211	\$1,699,779
Input VAT	1,117,907	1,073,189
Other prepayments	160,311	166,971
	\$3,139,429	\$2,939,939

#### 8. Trade and Other Payables

This account consists of trade payables, accrued expenses, customers' deposit and statutory payables.

Trade payables are noninterest-bearing and are generally settled within 30 days.

Accrued expenses include accruals for salaries and wages, professional fees, interest, freight, security services, commission and customers' claims. Accrued expenses are usually settled in the following month.

Statutory payable includes amounts payable to government agencies such as SSS, Philhealth and Pag-IBIG and are normally settled in the following month.

#### 9. Loans Payable

Loans payable include borrowings from local banks and investment banks.

Loans from local banks represent availments of revolving facilities, export packing credit and export bills purchase with term ranging from 3 to 6 months.

Long-term loans are from local banks, which are denominated in dollar and peso, bearing annual interest rate ranging from 2.25% to 9.25%.

#### 10. Equity

#### **Capital Stock**

Details of the Company's capital stock as at March 31, 2022 and December 31, 2021 are as follows:

_	2	2022	2021		
	Shares	Amount	Shares	Amount	
Authorized				_	
Ordinary shares at P0.50					
Balance at beginning and end of period	3,000,000,000	<b>P</b> 1,500,000,000	3,000,000,000	₽1,500,000,000	
Issued and Outstanding					
Total issued and fully paid	2,500,000,000	26,823,389	2,500,000,000	26,823,389	
Treasury Stock	(287,537)	(5,774)	(287,537)	(5,774)	
Balance at beginning and end of period	2,499,712,463	\$26,817,615	2,499,712,463	\$26,817,615	

#### 11. Income (Loss) Per Share

The calculation of the basic and diluted income (loss) per share is based on the following data:

	Three Months Ended March 31		
	2022	2021	
Net income (loss) attributable to Parent Company	(\$394,004)	(\$521,006)	
Weighted average number of ordinary shares outstanding	2,499,712,463	2,499,712,463	
	(\$0.00016)	(\$0.00021)	

The weighted average number of shares refers to shares in circulation during the period that is after the effect of treasury shares.

#### 12. Significant Agreements

#### **Short-term Leases**

The Group entered into operating leases with third parties for its forklifts, container van, warehouse and vehicles. The contracts have a term ranging from six months to one year with varying monthly rent. The leases are renewable upon mutual agreement between parties.

#### **Long-term Leases**

ASFII entered into a lease agreement for its head office space with a third party lessor on July 16, 2018, effective until July 15, 2023 and renewable upon mutual agreement of the parties.

#### 13. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise mainly of cash and cash equivalents, trade and other receivables, trade and other payables (excluding statutory payable and customers' deposit), loans payable, due to related parties and refundable lease deposits. The main purpose of these financial instruments is to finance the Group's operations.

The Group's is exposed to credit risk, market risk and liquidity risk. The Group's BOD and management review and approve the policies for managing each of the risks summarized below.

#### **Credit Risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The gross maximum exposure of the Group to credit risk before taking into consideration collateral and other credit enhancements amounted to \$8.1 million and \$11.7 million as of March 31, 2022 and December 31, 2021, respectively.

Risk Management. Credit risk is managed on a group basis. The Group deals only with reputable banks and customers to limit this risk. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, the Group assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the management. The compliance with credit limits by customers is regularly monitored by management.

As at March 31, 2022 and December 31, 2021, the amount of cash and cash equivalents is neither past due nor impaired and has classified as "High Grade", while trade and other receivables were classified as "Standard Grade". The credit quality of the financial assets is managed by the Group using the internal credit quality ratings as follows

*High Grade.* Pertains to counterparty who is not expected by the Group to default in settling its obligations, thus credit risk exposure is minimal. This normally includes large prime financial institutions and companies. Credit quality was determined based on the credit standing of the counterparty.

Standard Grade. Other financial assets not belonging to high grade financial assets are included in this category.

*Substandard Grade.* Substandard grade financial assets are those which are considered worthless. These are accounts which have the probability of impairment based on historical trend.

As at March 31, 2022 and December 31, 2021, the aging analysis of the Group's financial assets is as follows:

	March 31, 2022						
		Past Due Accounts but not Impaired					
	Neither Past Due nor Impaired	1 - 30 Days Past Due	31 - 60 Days Past Due	Over 60 Days	Impaired Financial Assets	Total	
Cash in banks Trade and other	\$1,359,339	<b>\$</b> —	\$-	\$-	<b>\$</b> —	\$1,359,339	
receivables	2,777,640 \$4,136,979	\$507,466 \$507,466	271,538 \$271,538	280,281 \$280,281	2,884,305 \$2,884,305	6,721,230 \$8,080,569	

		December 31, 2021				
		Past Due Accounts but not Impaired				
	Neither Past				Impaired	
	Due nor	1 - 30 Days	31 - 60 Days	Over	Financial	
	Impaired	Past Due	Past Due	60 Days	Assets	Total
Cash in banks	\$4,431,078	\$-	\$-	\$-	\$-	\$4,431,078
Trade and other						
receivables	3,686,409	200,129	51,147	470,535	2,884,517	7,292,737
	\$8,117,487	\$200,129	\$51,147	\$470,535	\$2,884,517	\$11,723,815

#### **Market Risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and debt and equity investments.

Foreign Currency Risk. Foreign currency risk is the risk that the fair value or future cash flows of an exposure 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 the Group's operating activities (when revenue or expense is denominated in a foreign currency) and the Group's net investments in foreign subsidiaries.

The Group has transactional currency exposures arising from purchase and sale transactions denominated in currencies other than the reporting currency. The Group does not enter into forward contracts to hedge currency exposures.

As part of the Group's risk management policy, the Group maintains monitoring of the fluctuations in the foreign exchange rates, thus managing its foreign currency risk.

#### Liquidity Risk.

Liquidity risk arises from the possibility that the Group may encounter difficulties in raising funds to meet commitments from financial instruments. It may result from either the inability to sell assets quickly at fair values or failure to collect from counterparty.

The Group's objective is to maintain a balance between continuity of funding and flexibility through related party advances and aims to manage liquidity as follows:

a. To ensure that adequate funding is available at all times;

- b. To meet commitments as they arise without recurring unnecessary costs; and
- c. To be able to assess funding when needed at the least possible cost.

#### **Capital Management**

The primary objective of the Group's capital management is to ensure that it maintains a strong credit standing and stable capital ratios in order to support its business and maximize shareholder value. The Group maintains its current capital structure and will make adjustments, if necessary, in order to generate a reasonable level of returns to stockholders over the long term. No changes were made in the objectives, policies or processes during the year.

The Group considers the equity presented in the interim condensed consolidated statements of financial position as its core capital.

The Group monitors capital using debt to equity ratio, which is total debt divided by total equity. The debt-to-equity ratio as at March 31, 2022 and December 31, 2021, follows:

	2022	2021
Debt	\$14,744,416	\$18,243,936
Equity	19,503,810	19,835,703
Debt-to-Equity Ratio	\$0.76:1	\$0.92:1

The Group is not subject to any externally imposed capital requirements.

Debt is composed of trade and other payables, loans payable, due to related parties and income tax payable, while equity includes share capital, reserves of the Group and non-controlling interests, less treasury shares. The computed ratios above are acceptable.

The Group reviews its capital structure on an annual basis. As part of this review, the Group considers the cost of capital and the risks associated with it.