

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

10/F	J	O	L	L	I	B	E	E		P	L	A	Z	A		B	U	I	L	D	I	N	G						
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(Business Address: No. Street City / Town / Province)

Atty. Ana Isabel F. Castelo

Contact Person

(632) 8634-1111

Company Telephone Number

31-Dec

Month Day Year
Fiscal Year

Last Friday of June

Month Day Year
Annual Meeting

2022 Definitive Information Statement

SEC Form 20-IS

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total no. of Stockholders

Total Amount of Borrowings	

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = please use **black ink** for scanning purposes

COVER SHEET

JOLLIBEE FOODS CORPORATION
Doing Business Under the Name and Style of Jollibee
(Company's Full Name)

10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue,
Ortigas Center, Pasig City
(Company's Address)

(632) 8634-1111
Telephone Number

December 31
(Fiscal Year Ending)

Last Friday of June
(Annual Meeting)

SEC Form 20-IS
2022 Definitive Information Statement
(Form Type)

Amendment Designation (If applicable)

(Secondary License Type and File Number)

Cashier

LCU

DTU

77487
S.E.C REG. No.

Central Receiving Unit

File Number

Document I.D.

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the annual meeting of the stockholders of **JOLLIBEE FOODS CORPORATION** (the "Corporation") shall be held on **Friday, June 24, 2022 at 2:00 in the afternoon.**

The agenda for the meeting shall be as follows:

1. Call to Order;
2. Certification by the Corporate Secretary on Notice and Quorum;
3. Reading and approval of the minutes of the last Annual Stockholders' Meeting;
4. Management's Report;
5. Approval of the 2021 Audited Financial Statements and Annual Report;
6. Ratification of Actions by the Board of Directors and Officers of the Corporation;
7. Election of Directors;
8. Appointment of External Auditors;
9. Other matters; and
10. Adjournment.

Only stockholders of record as of **May 25, 2022** are entitled to notice of, and to vote at, this meeting.

In the interest of public health and safety, there will be no physical meeting. The Corporation shall conduct the meeting virtually and the stockholders may attend and participate via remote communication and by voting *in absentia* or by appointing the Chairman of the meeting as their proxy.

The procedures for participating in the meeting through remote communication and for voting *in absentia* are set forth in the Information Statement and shall also be published in the Corporation's website at <http://asm.jollibee.com.ph/>. The deadline for registration to vote *in absentia* shall be until 5:00 P.M. of June 16, 2022.

Stockholders who will join by proxy shall download and complete the proxy form found in the Corporation's website at <http://www.jollibeeegroup.com> and submit the duly accomplished proxy forms by email to corporatesecretary@jollibee.com.ph no later than 5:00 p.m. on or before June 14, 2022. Proxies may also be sent at the Stockholders' Meeting website at <http://asm.jollibee.com.ph/>. Proxies received thereafter shall not be recognized for the meeting. We are not soliciting your proxy.

Pasig City, May 23, 2022.



WILLIAM TAN UNTIONG
Corporate Secretary

PROXY

The undersigned stockholder of **JOLLIBEE FOODS CORPORATION** (the “Corporation”) hereby appoints _____ or in his absence, the Chairman of the meeting, as *attorney-in-fact* and *proxy*, with power of substitution, to represent and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the annual meeting of the stockholders of the Corporation on June 24, 2022 and at any of the adjournments thereof for the purpose of acting on the following matters:

1. Approval of minutes of the Previous Meeting

☐ Yes ☐ No ☐ Abstain

2. Approval of the 2021 Audited Financial Statements and Annual Report

☐ Yes ☐ No ☐ Abstain

3. Ratification of Actions by the Board of Directors and Officers of the Corporation

☐ Yes ☐ No ☐ Abstain

4. Election of Directors

Number of Votes

Tony Tan Caktiong

William Tan Untiong

Ernesto Tanmantiong

Ang Cho Sit

Antonio Chua Poe Eng

**Ret. Chief Justice
Artemio V. Panganiban**

Cesar V. Purisima
(Independent Director)

Kevin Goh
(Independent Director)

Ee Rong Chong
(Independent Director)

5. Appointment of External Auditors

☐ Yes ☐ No ☐ Abstain

6. Other matters

☐ Yes ☐ No ☐ Abstain

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF
STOCKHOLDER/AUTHORIZED
SIGNATORY

DATE

THIS PROXY SHOULD BE RECEIVED BY THE CORPORATE SECRETARY **NO LATER THAN 5:00 P.M. ON OR BEFORE JUNE 14, 2022**, THE DEADLINE FOR SUBMISSION OF PROXIES.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED “**FOR**” THE ELECTION OF ALL NOMINEES AND FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A STOCKHOLDER GIVING A PROXY HAS THE POWER TO REVOKE IT AT ANY TIME BEFORE THE RIGHT GRANTED IS EXERCISED.

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS
Information Statement Pursuant to Section 20 of The Securities Regulations Code

1. Check the appropriate box:

<u> </u>	Preliminary Information Statement
<u> ✓ </u>	Definitive Information Statement
2. Name of Company as specified in its charter: **JOLLIBEE FOODS CORPORATION**
DOING BUSINESS UNDER THE NAME AND STYLE OF JOLLIBEE
3. Province, country or other jurisdiction of incorporation or organization: **MANILA,**
PHILIPPINES
4. SEC Identification Number: **77487**
5. BIR Tax Identification Code: **000-388-771**
6. Address of principal office: **10/F JOLLIBEE PLAZA BLDG., 10 F. ORTIGAS JR.**
AVE., ORTIGAS CENTER, PASIG CITY
7. Company's telephone number, including area code: **(632) 8634-1111**
8. Date, time and place of the meeting of security holders:
JUNE 25, 2021 AT 2:00 PM, VIA REMOTE COMMUNICATION
9. Approximate date on which the Information Statement is first to be sent or given to security holders: **JUNE 4, 2021**
10. In case of Proxy Solicitations:
Name of Person Filing the Statement/Solicitor: **N/A**
Address and Telephone Number: **N/A**
11. Securities registered pursuant to Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Note: Total common outstanding shares of 1,108,750,990 is inclusive of 3,588,154 remaining shares entrusted with Regis Partners, Inc.
12. Are any or all of Company's securities listed in the Philippine Stock Exchange?
Yes ✓ No

A. GENERAL INFORMATION

NO SOLICITATION SHALL BE CONDUCTED AND NO PROXIES SHALL BE SOLICITED FOR PURPOSES OF THE COMPANY'S REGULAR STOCKHOLDERS' MEETING TO BE HELD ON JUNE 24, 2022.

ITEM 1. DATE, TIME AND PLACE OF MEETING OF SECURITY HOLDERS

The Annual Stockholders' Meeting of Jollibee Foods Corporation (the "Company") will be held on June 24, 2022 at 2:00 p.m. to be conducted via remote communication (the "Meeting"). This Information Statement shall be first distributed to the stockholders of record as of May 25, 2021 on or before June 3, 2022.

The Company's mailing address is at the 10/F Jollibee Plaza Building, 10 F. Ortigas Jr., Avenue, Ortigas Center, Pasig City, Metro Manila. Proxies and other correspondence in relation to the Annual Stockholders' Meeting may be sent via electronic mail to corporatesecretary@jollibee.com.ph.

Please refer to **Annex A-2** for the minutes of the 2021 Annual Stockholders' Meeting for a discussion on the following: (1) description of the opportunity given to stockholders to ask questions and a record of the questions asked and answers given; (2) a record of the voting results for each agenda item; and (3) list of directors, officers and stockholders who attended the meeting.

ITEM 2. DISSENTERS' RIGHT OF APPRAISAL

The Company adheres to its responsibilities to its stockholders as provided under the law and the Corporation's constitutional documents. All stockholders of the Corporation are considered and regarded equally regardless of their profile and shareholdings and are treated in the same manner whether they be local or foreign, or majority, minority, or controlling stockholders.

Under Section 80, Title X of the Revised Corporation Code of the Philippines ("Revised Corporation Code"), a stockholder shall have the right to dissent and demand payment of the fair value of his shares in the following instances:

- (a) In case any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholders or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
- (b) In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code;
- (c) In case of merger or consolidation; and
- (d) In case of investment of corporate funds for any purpose other than the primary purpose of the Corporation.

For the 2022 Annual Stockholders' Meeting, there are no corporate matters or actions that will entitle dissenting stockholders to exercise their right of appraisal as provided in Title X of the

Revised Corporation Code. In any event, the Company shall observe the procedure set forth in Section 80, Title X of the Revised Corporation Code of the Philippines with respect to a dissenters' right of appraisal.

ITEM 3. INTERESTS OF PERSONS IN OR OPPOSITION TO MATTERS TO BE ACTED UPON

None of the directors or officers of the Company, or any nominee to the Board of Directors, or any associate of the foregoing persons have substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon during the Meeting. Likewise, there are no persons who have substantial interest, directly or indirectly, in any matter to be acted upon, other than elections to office.

There is no director who has informed the Company in writing that he or she intends to oppose any action to be taken by the Company at the Meeting.

B. CONTROL AND COMPENSATION INFORMATION

ITEM 4. VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF

- (a) The Company has, as of April 30, 2022, 1,110,769,104 outstanding common shares of stock and each share is entitled to one vote. The Company also has cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, with 3,000,000 Preferred Series A and 9,000,000 Preferred Series B as of April 30, 2022.
- (b) At a meeting held on April 19, 2022, the Board approved the proposal to designate May 25, 2022 as the record date for purposes of determining stockholders entitled to notice of and to vote at the Meeting.
- (c) Pursuant to Article III, Section 2 of the Company's by-laws, a stockholder may vote during the Meeting either in person or by proxy.

Applying Section 23 of the Revised Corporation Code, each stockholder may vote in any of the following manner:

- 1) He/she may vote such number of shares for as many persons as there are directors to be elected;
- 2) He/she may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of shares owned; or
- 3) He/she may distribute them on the same principle among as many candidates as he shall see fit.

In any of the foregoing instances, the total number of votes cast by the shareholder shall not exceed the number of shares owned by him/her as shown in the books of the Company multiplied by the whole number of directors to be elected.

During the same meeting held on April 19, 2022, the Board approved the proposal to conduct the Meeting via remote communication in accordance with Sections 23 and 57 of the Revised Corporation Code (the “RCC”), and Securities and Exchange Commission (the “SEC”) Memorandum Circular No. 06, series of 2020 (“SEC MC No. 06-2020”).

Please refer to **Annex A** for the Rules and Procedure on the Online Registration and Voting in Absentia.

(d) Security Ownership of Certain Record and Beneficial Owner and Management

Security Ownership of Certain Record and Beneficial Owners (as of April 30, 2022):

Title of Class	Name and Address of Record Owner	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held		Percent
Common	Hyper Dynamic Corporation 6 th Floor Jollibee Center San Miguel Ave., Pasig City	<i>Majority of the shares in Hyper Dynamic Corporation are owned or controlled by Tony Tan Caktiong and certain relatives within the second degree of consanguinity or affinity.</i>	Filipino	Direct	466,723,749	Total : 43.65 %
				Indirect (through PCD)	18,142,790	
Common	PCD Nominee Corporation G/F Makati Stock Exchange 6767 Ayala Ave., Makati City	<i>Approximately 646,528 scripless shares lodged with Deutsche Regis Partners Inc. are owned by Queenbee Resources Corporation, a special purpose vehicle which is the issuer of warrants over such shares.</i>	Non-Filipino	Direct	-	Total : 22.44 %
				Indirect (through PCD)	249,290,096	

Title of Class	Name and Address of Record Owner	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held		Percent
Common	Honeysea Corporation 6 th Floor Jollibee Center San Miguel Ave., Pasig City	<i>Majority of the shares in Honeysea Corporation are owned or controlled by Tony Tan Caktiong and certain relatives within the second degree of consanguinity or affinity.</i>	Filipino	Direct	50,908,863	Total : 4.58 %
				Indirect (through PCD)	-	
Common	PCD Nominee Corporation G/F Makati Stock Exchange 6767 Ayala Ave., Makati City		Filipino	Direct	224,229,478	Total : 20.82 %
				Indirect (through PCD)	-	
Common	Winall Holding Corporation 6 th Floor Jollibee Center San Miguel Ave., Pasig City	<i>Majority of the shares in Winall Holding Corporation are owned or controlled by certain relatives within the fourth degree of consanguinity or affinity.</i>	Filipino	Direct	14,615,517	Total : 1.32 %
				Indirect (through PCD)		

Security Ownership of Directors (as of April 30, 2022):

Name and Position	Citizenship	Nature of Beneficial Ownership	Number of Shares	Percent of Class
Tony Tan Caktiong <i>Director, Executive Chairman and Founder</i>	Filipino	Direct	9,354,565	Total: 5.46%%
		Indirect (through PCD)	406,666	
		Indirect (through Honeysea Corporation)	50,908,863	
Ernesto Tanmantiong <i>Director, President and Chief Executive Officer</i>	Filipino	Direct	8,035,141	Total: 1.30%
		Indirect (through PCD)	607,019	
		Indirect (through Kingsworth Corporation)	5,808,198	
William Tan Untiong <i>Director, Corporate Secretary and Chief Real Estate and Design Officer</i>	Filipino	Direct	8,323,388	Total: 1.35%
		Indirect (through PCD)	373,001	
		Indirect (through Centregold Corporation)	6,254,927	
Ang Cho Sit <i>Director</i>	Filipino	Direct	11	Total: 0.80%
		Indirect (through Venice Corporation)	8,429,645	
		Indirect (through Longshore Corporation)	462,592	
Antonio Chua Poe Eng <i>Director</i>	Filipino	Direct	1	Total: 1.75%
		Indirect (through Honeyworth)	19,465,886	
				Total: 0.00%

Name and Position	Citizenship	Nature of Beneficial Ownership	Number of Shares	Percent of Class
C.J. Artemio V. Panganiban <i>Director</i>	Filipino	Direct	1	
		Indirect (through PCD)	22,800	
Cesar V. Purisima <i>Independent Director</i>	Filipino	Direct	-	Total:0.00%
		Indirect (through PCD)	1	
Kevin Goh <i>Independent Director</i>	Singaporean	Direct	1	Total: 0.00%
		Indirect (through PCD)	-	
Ee Rong Chong <i>Independent Director</i>	Singaporean	Direct	1	Total: 0.00%
		Indirect (through PCD)	-	

Security Ownership of Corporate Officers (as of April 30, 2022):

Name and Position	Citizenship	Nature of Beneficial Ownership	Number of Shares	Percent of Class
Ysmael V. Baysa <i>Chief Financial Officer and Compliance Officer*</i>	Filipino	Direct	1,011,667	Total: 0.10%
		Indirect (through PCD)	80,000	
Arsenio M. Sabado <i>Chief Human Resources Officer**</i>	Filipino	Direct	-	Total: 0.00%
		Indirect (through PCD)	-	
Daniel Rafael Ramon Gomez III <i>Chief Marketing Officer**</i>	Filipino	Direct	70,000	Total: 0.01%
		Indirect (through PCD)	-	
Valerie F. Amante <i>Assistant Corporate Secretary; Global General Counsel and Ethics Head, Compliance Officer***</i>	Filipino	Direct	200,000	Total: 0.02%
		Indirect (through PCD)	26,380	

Don Alexander C, Lim <i>Treasurer and Vice-President, Head of Corporate Strategy and Business Development</i>	Filipino	Direct	-	Total: 0.00%
		Indirect (through PCD)		

* Mr. Richard Shin has been the Company's Chief Financial Officer as of May 1, 2022.

** The Chief Human Resources Officer and Chief Marketing Officer were no longer included in the streamlined list of Corporate Officers as of May 1, 2022, in accordance with the resolution of the Board of Directors to streamline the list of corporate officers on April 19, 2022.

***As of May 1, 2022

The aggregate number of shares directly and indirectly owned by all officers and directors as a group as of April 30, 2022 is 119,840,754 shares or approximately 10.08% of the Company's outstanding capital stock (net of treasury shares).

There is no voting trust agreement or any similar agreement for persons holding more than 5% of a class.

There are no arrangements which may result in a change in control of the Company.

(e) There has been no change in control of the Company since the beginning of its last fiscal year.

ITEM 5. DIRECTORS AND EXECUTIVE OFFICERS

Article III, Section 13, of the By-Laws provides:

Section 13 – The nine (9) directors of the Corporation shall be elected by plurality vote at the annual meeting of the stockholders for the year at which a quorum is present. At each election for directors, every stockholder shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes as the same principle among any number of candidates. The persons receiving the first nine (9) highest number of votes shall be the directors.

The attendance of the directors at the meetings of the Board of Directors and of stockholders held in 2021 is as follows:

<u>Directors</u>	<u>No. of Meetings Attended</u>	<u>Percent Present</u>
Tony Tan Caktiong	12 out of 12 total board meetings	100%
Ernesto Tanmantiong	12 out of 12 total board meetings	100%
William Tan Untiong	12 out of 12 total board meetings	100%
Joseph Tanbuntiong*	5 out of 5 total board meetings	100%

Artemio Panganiban	12 out of 12 total board meetings	100%
Ang Cho Sit	12 out of 12 total board meetings	100%
Antonio Chua Poe Eng	12 out of 12 total board meetings	100%
Cesar V. Purisima	12 out of 12 total board meetings	100%
Kevin Goh**	7 out of 7 total board meetings	100%
Ee Rong Chong**	6 out of 7 total board meetings	85.71%

* Mr. Tanbuntiong was a member of the Board until June 24, 2021.

** Mr. Goh and Ms. Chong were elected to the Board on June 25, 2021.

The Audit Committee of the Company convened 10 times as of December 31, 2021. The attendance of the directors are as follows:

Directors	No. of Meetings Attended	Percent Present
Cesar V. Purisima	10 out of 10	100%
Kevin Goh*	4 out of 10	40%
Antonio Chua Poe Eng	8 out of 10	80%
William Tan Untiong	10 out of 10	100%

* Mr. Kevin Goh was elected to the Board on June 25, 2021.

The Corporate Governance Committee has convened twice since June 2021, with one meeting on September 16, 2021 and one meeting on January 12, 2022. All members of the committee were present during these meetings.

The Non-Executive Directors of the Company also held their first meeting on January 12, 2022, as spearheaded by the Lead Independent Director, Mr. Cesar Purisima.

Article IV, Section 10, of the By-Laws provides that the Board of Directors have authority to establish the following committees to aid in good corporate governance. Please see below for the committees and its members beginning June 25, 2021:

	Executive Committee	Nomination Committee	Compensation Committee	Audit Committee	Corporate Governance Committee
Tony Tan Caktiong	C	M	C		
Ernesto Tanmantiong	M	M			M
William Tan Untiong	M	M		M	
Ret. Chief Justice Artemio	M	H	M		

Panganiban					
Ang Cho Sit			M		
Antonio Chua Poe Eng				M	
Cesar V. Purisima*		M		H	M
Kevin Goh*				M	
Ee Rong Chong*			M		H

Legend:

H - Head

M - Member

**Independent Director*

The Board of Directors, Management and employees of Jollibee Foods Corporation commit themselves to the principles and best practices of corporate governance as contained in its Manual on Corporate Governance, as filed on May 30, 2017, in compliance with SEC Memorandum Circular No. 19, series of 2016 (Code of Corporate Governance for Publicly-Listed Companies) and further acknowledge that the same may guide the attainment of the Company's values, mission and vision.

The Board of Directors, officers, employees and stockholders of the Company believe that corporate governance is a necessary component of sound strategic business management and will undertake every effort necessary to create awareness within the organization as soon as possible.

To ensure adherence to corporate principles and best practices of good corporate governance, the Compliance Officer monitors compliance with the provisions and requirements of the Manual on Corporate Governance.

In compliance with SEC Memorandum Circular No. 15, series of 2017, the Company submitted its Integrated Annual Corporate Governance Report (I-ACGR) for the year ended December 31, 2020 on July 1, 2021. The Company shall submit its I-ACGR for the year ended December 31, 2021 within the period required.

The Board also undergoes a yearly formal assessment whereby each director completes an evaluation questionnaire that is intended to provide insights on the effectiveness of the Board, its Committees, the Chairman, and the directors. In 2020, due to timing constraints and the focus on addressing pandemic-related matters, the Company decided to forego the formal assessment done by an external provider last year. For 2021, the Company is conducting its formal board assessment in the month of May 2022 to enable the directors to assess substantially their full year term, to be completed by the end of the month. The Board is evaluating its assessment practices, including evaluating the optimal timing

(a) Information required of directors and executive officers

i. Directors and Executive Officers

The following persons have been nominated to the Board for election at the annual

stockholders' meeting and have accepted their respective nominations:

Tony Tan Caktiong
Ernesto Tanmantiong
William Tan Untiong
Ret. Chief Justice Artemio Panganiban
Ang Cho Sit
Antonio Chua Poe Eng
Cesar V. Purisima – Independent Director
Kevin Goh – Independent Director
Chong Ee Rong – Independent Director

As of the preparation of this Report, all incumbent directors are the nominees to the Board.

The final list of candidates for election to the Board of Directors were prepared by the Nomination Committee in accordance with the Corporation's By-Laws including relevant laws and regulations on the nomination and election of independent directors.

The Curriculum Vitae and Certifications of Mr. Cesar V. Purisima, Mr. Kevin Goh, and Ms. Chong Ee Rong as Independent Directors are attached hereto as **Annex "B"**.

The nomination and election procedure of the Company is stated in Article III of the Company's By-laws which provides:

Section 12. **NOMINATION OF DIRECTORS.** The Board shall constitute a Nomination Committee in accordance with Article IV, Section 9 of these By-Laws.

Nomination to the Board of Directors (including the independent director) shall be submitted to the Nomination Committee for consideration by the latter prior to the annual meeting of the stockholders or a special meeting called for the purpose of electing the Corporation's Directors. All such submissions shall be signed by the stockholders nominating a particular nominee together with the written acceptance of such nominee. The Nomination Committee shall review the qualifications of the nominees for directors and prepare a final list of candidates. (As amended on June 27, 2008).

After such nomination process, the Nomination Committee shall prepare a Final List of Candidates containing all information about all nominees for directors. All nominations for election of directors by stockholders must be submitted in writing to the Corporate Secretary at least fifteen (15) business days prior to the date of the relevant stockholders' meeting.

The Final List of Candidates shall be made available to the Securities and Exchange Commission ("SEC") and to all stockholders through the Information or Proxy Statement. The name of the person or group of persons who submitted a particular nominee's name shall be identified in such report including any relationship with the nominee.

Only nominees whose names appear on the Final List of Candidates shall be eligible for election as directors. No other nominations shall be entertained or allowed on the floor during the annual stockholders' meeting. (As amended on

June 27, 2008).

Section 13. **ELECTION OF DIRECTORS.** Subject to existing laws, rules and regulations of the SEC or any stock exchange having jurisdiction over the Corporation, the conduct of election of directors shall be made in accordance with the standard election procedures contained in these By-Laws.

It shall be the responsibility of the Chairman of the meeting to inform all stockholders of the requirement of electing independent directors. The Chairman of the Meeting shall ensure that the independent director is elected during the stockholders' meeting.

Specific slots for independent directors shall not be filled up by unqualified nominees. (As amended on June 27, 2008).

The nine (9) directors of the Corporation shall be elected by plurality vote at the annual meeting of the stockholders for the year at which a quorum is present. At each election for directors, every stockholder shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes as the same principle among any number of candidates. The persons receiving the first nine (9) highest number of votes shall be the directors. (As amended on June 27, 2008).

In the event of a failure of election for independent directors, the Chairman of the Meeting shall call a separate election during the same meeting to fill up the vacancy. (as amended on June 24, 2005).

Newly elected directors are required to participate in an orientation program as soon as they are elected in the Board of Directors of the Company. In the orientation program, they are onboarded to orient them on their fiduciary roles and responsibilities as a director and member of various committees of the Company. They are also introduced to several policies and manuals of the Company.

The Company's current directors are:

Tony Tan Caktiong

Mr. Tan Caktiong, born in 1953, 69, Filipino, is the Chairman of the Board of Directors of the Company. He has been a member of the Board since 1978 and was President and Chief Executive Officer of the Company until July 1, 2014, after which he continued to serve as Chairman of the Board. Mr. Tan Caktiong is a member of the Executive, Nomination, and Corporate Governance Committees of the Board of Directors. He is also the Chairman of the Compensation Committee.

Other directorships and trusteeships are:

Listed Companies

Non-Executive Director and Co-chairman DoubleDragon Properties Corp.

Non-listed Companies

Director	Fresh N' Famous Foods, Inc.
Director	Mang Inasal Phils. Inc.
Director	BKTitans, Inc.
Director	PFN Holdings Corporation
Director	Perf Restaurants, Inc.
Director	Perf Trinoma, Inc.
Director	Perf MOA Pasay, Inc.
Director	RRB Holdings, Inc.
Director	Red Ribbon Bakeshop, Inc.
Director	Honeystar Holdings Corporation
Director	Chanceux, Inc.
Director	Bee Good! Inc.
Director	SJBF LLC
Director	Honeybee Foods (Canada) Corporation
Director	Honeybee Foods Corp.
Director	Red Ribbon Bakeshop Inc. (USA)
Director	Chowking Food Corporation (USA)
Director	Yong He Holdings Co. Ltd.
Director	Centenary Ventures Limited
Director	Southsea Binaries Limited
Director	Belmont Enterprises Ventures Ltd.
Director	Jollibee International (BVI) Ltd.
Director	WJ Investments Limited ¹
Director	Jollibee Worldwide Pte. Ltd.
Director	JSF Investments Pte. Ltd.
Director	Golden Cup Pte. Ltd.
Director	Golden Plate Pte. Ltd.
Director	Golden Beeworks Pte. Ltd.
Director	Happy Bee Foods Processing Pte. Ltd.
Director	Super Magnificent Coffee Company Pte. Ltd.
Director	The Coffee Bean & Tea Leaf (Singapore) Pte. Ltd.
Director	Magnificent Coffee Trading Pte. Ltd.
Director	SF Vung Tau Joint Stock Company
Director	Blue Sky Holdings Limited
Director	Jollibee (China) Food & Beverage Management Co. Ltd.
Director	Beijing Golden Coffee Cup Food & Beverage Management Co. Ltd.
Director	Beijing New Hongzhuangyuan Food & Beverage Management Co. Ltd.
Director	Hangzhou Yonghe Food and Beverage Co. Ltd.
Director	Hangzhou Yongtong Food and Beverage Co. Ltd.
Director	Tianjin Yong He King Food & Beverage Co. Ltd.
Director	Beijing Yong He King Food and Beverage Co. Ltd.
Director	Shenzhen Yong He King Food and Beverage Co. Ltd.
Director	Wuhan Yong He King Food and Beverage Co. Ltd.
Director	Happy Bee Foods Processing (Anhui) Co. Ltd.

Director	Sabu (Shanghai) Food & Beverage Management Co. Ltd.
Director	Honeysea Corporation
Director	Honeystar Holdings Corporation
Director	Hyper Dynamic Corporation
Director	Mainspring Resources Corporation
Director	Winall Holding Corporation
Director	Imperial Premium Treasures, Inc.
Director	Queenbee Resources Corporation
Director	Centregold Corporation
Trustee	Jollibee Group Foundation, Inc.
Director	STI College Tanauan Inc.
Board Director	Temasek Foundation International CLG Limited
Member	International Advisory Board, The Philharmonic-Symphony Society of New York, Inc.

William Tan Untiong

Mr. Tan Untiong, born in 1953, 68, Filipino, has been the Corporate Secretary of the Company since 1994, and a member of the Board since 1993. He is a member of the Executive, Nomination and Audit Committees of the Board of Directors.

Mr. Tan Untiong has also been the Vice President for Real Estate since 1989. Effective January 1, 2014, Mr. Tan Untiong is the Chief Real Estate Officer of JFC.

Other directorships and trusteeships are:

Listed Companies

Non-Executive Director DoubleDragon Properties Corp.

Non-listed Companies

Director	Fresh N' Famous Foods Inc.
Director	Mang Inasal Phils. Inc.
Director	BKTitans, Inc.
Director	Chanceux, Inc.
Director	RRB Holdings, Inc.
Director	Red Ribbon Bakeshop, Inc.
Director	Grandworth Resources Corporation
Director	Zenith Foods Corporation
Director	Belmont Enterprises Ventures Ltd. (BVI)
Director	Yong He Holdings Co. Ltd.
Director	Centenary Ventures Limited
Director	Honeybee Foods (Canada) Corporation
Director	Honeybee Foods Corporation
Director	Red Ribbon Bakeshop Inc. (USA)
Director	Chowking Food Corporation (USA)
Director	WJ Investments Limited ²
Director	Golden Plate Pte. Ltd.
Director	Golden Cup Pte. Ltd.
Director	Entrek (B) SDN BHD

² Liquidated as of December 17, 2020.

Director	Jollibee (China) Food & Beverage Management Co. Ltd.
Director	Hangzhou Yong He Food and Beverage Co. Ltd.
Director	Tianjin Yong He King Food & Beverage Co. Ltd.
Director	Beijing Yong He King Food and Beverage Co. Ltd.
Director	Shenzhen Yong He King Food and Beverage Co. Ltd.
Director	Wuhan Yong He King Food and Beverage Co. Ltd.
Director	Beijing Golden Coffee Cup Food & Beverage Management Co. Ltd.
Director	Adgraphix, Inc.
Director	JC Properties & Ventures Corporation ³
Director	Honestar Holdings Corporation
Director	Centregold Corporation
Director	Winall Holding Corporation
Director	Iconnect Multimedia Network, Inc.
Director	Mainspring Resources Corporation
Director	Queenbee Resources Corporation
Director	Hyper Dynamic Corporation
Director	Kingsworth Corporation
Director	Honeysea Corporation
Trustee	Jollibee Group Foundation, Inc.

Ernesto Tanmantiong

Mr. Tanmantiong, born in 1958, 63, Filipino, is the President and Chief Executive Officer of the Corporation, effective January 1, 2014. He has been a member of the Board since 1987, and previously served as the Treasurer and Chief Operating Officer of the Company. He is also a member of the Executive and Nomination Committees of the Board of Directors.

Other directorships and trusteeships are:

Director	Fresh N' Famous Foods, Inc.
Director	BKTitans, Inc.
Director	Chanceux, Inc.
Director	Red Ribbon Bakeshop, Inc.
Director	RRB Holdings, Inc.
Director	Grandworth Resources Corp.
Director	C-Joy Poultry Meats Production Inc.
Director	C-Joy Poultry Realty Inc.
Director	Bee World UK Limited
Director	Cibo Felice S.R.L.
Director	Bee World Spain SRL
Director	Honeybee Foods (Canada) Corporation
Director	Honeybee Foods Corporation
Director	Red Ribbon Bakeshop Inc. (USA)
Director	Chowking Food Corporation (USA)
Director	SJBF LLC
Director	Jollibee Worldwide Pte. Ltd.
Director	Golden Plate Pte. Ltd.
Director	Golden Beeworks Pte. Ltd.

³ For liquidation.

Director	Happy Bee Foods Processing Pte. Ltd.
Director	Yong He Holdings Co. Ltd.
Director	Centenary Ventures Limited
Director	Belmont Enterprises Ventures Ltd.
Director	Jollibee International (BVI) Ltd.
Director	Jollibee Hong Kong Ltd.
Director	Hanover Holdings Ltd.
Commissioner	P.T. Jollibee Indonesia
Commissioner	P.T. Chowking Indonesia
Director	Jollibee Vietnam Co. Ltd.
Director	Golden Bee Foods Restaurant LLC
Director	Happy Bee Foods Processing (Anhui) Co. Ltd.
Director	Jollibee (China) Food & Beverage Management Co. Ltd.
Director	Hangzhou Yonghe Food and Beverage Co. Ltd.
Director	Tianjin Yong He King Food & Beverage Co. Ltd.
Director	Beijing Yong He King Food and Beverage Co. Ltd.
Director	Wuhan Yonghe King Food and Beverage Co. Ltd.
Director	Adgraphix, Inc.
Director	EST58 Corporation
Director	Kingsworth Corporation
Director	Imperial Premium Treasures, Inc.
Director	Honeystar Holdings Corporation
Director	Hyper Dynamic Corporation
Director	Centregold Corporation
Director	Honeysea Corporation
Director	Queenbee Resources Corporation
Director	Winall Holding Corporation
Director	Mainspring Resources Corporation
Trustee	Jollibee Group Foundation, Inc.

Ang Cho Sit

Mr. Ang, born in 1950, 71, Filipino, has been a member of the Board since 1978. He is a member of the Compensation Committee of the Board of Directors.

Other directorships are:

Director	Freemont Foods Corporation
Director	Grandworth Resources Corporation
Director	A-Star Holding Corporation
Director	Longshore Corporation
Director	Hyper Dynamic Corporation
Director	Venice Corporation

Antonio Chua Poe Eng

Mr. Chua Poe Eng, born in 1947, 75, Filipino, has been a member of the Board since 1978. He is a member of the Audit Committee of the Board of Directors.

Other directorships are:

Chairman, President	Honeyworth Corporation
Director	Albany Resources Corporation
Director	Hyper Dynamic Corporation

Ret. Chief Justice Artemio V. Panganiban

Mr. Panganiban, born in 1936, 85, was elected to the Board of Directors in 2012. Mr. Panganiban was the Chief Justice of the Philippine Supreme Court from 2005 to 2006. Concurrent with his position as Chief Justice, he was also the Chairperson of the Presidential Electoral Tribunal, the Judicial and Bar Council and the Philippine Judicial Academy. Prior to his elevation as Chief Justice in 2005, Mr. Panganiban was a Justice of the Supreme Court in 1995 to 2005.

Mr. Panganiban is a member of the Executive and Compensation Committees and is the Chairman of the Nomination Committee.

Other directorships and affiliations are:

Listed Companies

Independent Director	Asian Terminals, Inc.
Independent Director	First Philippine Holdings Corp.
Independent Director	GMA Network, Inc.
Independent Director	GMA Holdings, Inc.
Independent Director	MERALCO
Independent Director	Metro Pacific Investment Corp.
Independent Director	Petron Corporation
Independent Director	Philippine Long Distance Telephone Company
Independent Director	Robinsons Land Corp.
Senior Adviser	Metropolitan Bank and Trust Company
Member, Advisory Council	Bank of the Philippine Islands
Adviser	DoubleDragon Properties Corp.
Adviser	Merry Mart Consumer Corporation

Non-listed Companies

Independent Director	Asian Hospital Inc.
Independent Director	TeaM Energy Corporation
Independent Director	Metro Pacific Tollways Corp.
Independent Director	Tollways Management Corporation
Director	TeaM Energy Corporation
Independent Director	Asian Hospital Inc.
Independent Director	Liberty Telecoms Holdings Inc.
Independent Director	TeaM Energy Corporation
Independent Director	Metro Pacific Tollways Corp.
Independent Director	Metro Pacific Tollways North Corporation
Chairman	Board of Advisers - Metrobank Foundation
Chairman	Board of Directors - Pan Philippine Resources Corp.
Chairman	Board of Directors - Peecee Holdings Corporation
Chairman	Board of Trustees of Foundation for Liberty and

Chairman	Prosperity
Chairman	Board of Trustees of Philippine Judges Foundation
Chairman Emeritus	Philippine Chapter of ASEAN Law Association
President	Philippine Dispute Resolution Center, Inc.
Trustee of Foundation	Manila Metropolitan Cathedral—Basilica Foundation
Trustee of Foundation	Speaker Laurel Foundation
Adviser	ASEAN Law Foundation
	Asian Institute of Management Corporate Governance Center
Adviser	World Bank (Philippines)
Adviser	Johann Strauss Society
Consultant	Judicial and Bar Council
Member	Permanent Court of Arbitration, The Hague, Netherlands

Cesar V. Purisima

Mr. Purisima, born in 1960, 62, Filipino, was elected as an Independent Director of the Company in 2020. He is a member of the Nomination and Corporate Governance Committees. He is also the Chairman of the Audit Committee of the Board of Directors.

Mr. Purisima was the Secretary of the Department of Finance of the Philippines from 2010 to 2016 and also the Secretary of the Department of Trade and Industry of the Philippines from 2004 to 2005. Aside from his work in the public sector, his positions in the private sector include being the Managing Partner for Assurance and Business Advisory for Andersen Worldwide and the Chairman and Managing Partner of SGV & Co.

Other directorships are:

Listed Companies

Independent Director	Ayala Land, Inc.
Independent Director	Universal Robina Corporation
Independent Director	AIA Group Limite
Member of Global Advisory Council	Sumitomo Mitsui Banking Corporation
Member, Board of Advisors	ABS-CBN Corporation
Independent Director	Bank of the Philippine Islands

Non - Listed Companies

Executive-in-Residence	Asian Institute of Management
Member, Board of Trustees	De La Salle University
Member, Board of Trustees	International School Manila
Independent Non-Executive Director	Unistar Credit and Finance Corporation
Member, Board of Trustees	WWF-Philippines
Founding Partner	Ikhlas Capital Singapore Pte, Ltd.
Asia Fellow	Milken Institute
Member, International Advisory Council (Phils)	Singapore Management University

Kevin Goh

Mr. Goh, born in 1975, 47, Singaporean, is an Independent Director of Jollibee Foods Corporation since 2021. He is currently the Chief Executive Officer of Lodging for CapitaLand Limited which is a publicly listed company in Singapore as well as a non-executive director for Ascott Residence Trust Management Ltd. and Ascott Business Trust Management Pte Ltd. In addition, Mr. Goh also oversees CapitaLand's Group Centre of Excellence for Digital & Technology. Under his leadership, Ascott continued its global expansion in 2020 despite the

COVID-19 pandemic, adding over 14,200 new units across 71 properties and opening of over 3,900 units in 25 properties. He also played an instrumental role in the combination of Ascott Residence Trust (ART) and Ascendas Hospitality Trust in December 2019, which has resulted in the creation of the largest hospitality trust in Asia-Pacific. Mr. Goh was previously the COO of Ascott, a role he assumed in December 2016, where he oversaw operational aspects of the serviced residence business and new growth opportunities. Prior to this, he was Ascott's MD for North Asia since 2013, where he spearheaded Ascott's investments and operations in China, Japan and Korea. After joining Ascott China in 2007, Mr. Goh was based in China for over 10 years. During his stay in China, he served as Regional GM for South & East China, Vice President for Asset Management and Vice President for Corporate Services. Prior to joining Ascott, Mr. Goh was with Accenture, one of Fortune 500's largest global management consulting, technology services and outsourcing companies. Throughout his seven-year career with Accenture, he worked on various systems implementation projects in the telecommunications and high-technology industries in both Singapore and Australia. Mr. Goh was awarded the prestigious Medal of Commendation at the NTUC Singapore May Day Awards 2020 for his strong advocate for productivity improvement and upgrading of employees' capabilities to ensure a dynamic and digitally savvy workforce. Moreover, Mr. Goh holds a Bachelor of Mechanical Engineering (Honours) from NUS and is a Chartered Financial Analyst charter holder.

Other directorships are:

Listed and Non-Listed Companies

CEO, Lodging also appointed as director of various subsidiaries/ associates of CapitaLand Limited	CapitaLand Limited (listed on the Mainboard of the Singapore Exchange Securities Trading Ltd.)
Non-Executive Director	Ascott Residence Trust Management Ltd Ascott Business Trust Management Pte Ltd (the managers of Ascott Residence Trust, listed on the Mainboard of the Singapore Exchange Securities Trading Ltd.

Ee Rong Chong

Ms. Chong, born in 1975, 47, Singaporean, has been an Independent Director of Jollibee Foods Corporation since 2021. She is a Business Leader, Non-Executive Director and an active Committee Member with over twenty five years of board and executive management experience across corporate, professional services and not-for-profit organizations. Ms.

Chong's expertise include business consulting, risk and reputation management, stakeholder engagement, strategic brand management and integrated marketing. Additionally, Ms. Chong has an impressive track record as a commercial and marketing leader. She was most recently Deputy Managing Director of Raffles Medical Group (RMG), charged with transforming the commercial operations of one of the region's largest healthcare players. Prior to RMG she spent eighteen years with Ogilvy & Mather, in local and regional roles across Singapore, Australia and Malaysia. Her last role was Group Managing Director, Company Director and Executive Committee Member of Ogilvy Singapore where she spearheaded the agency's growth and transformation to realign capabilities, digitizing the core, expansion of the client portfolio and strategic investments into digital marketing and social commerce. Moreover, Ms. Chong has worked extensively around the region, collaborating across multi-cultural organizations and teams. A large part of her experience is strategic stakeholder engagement, working with public and private sector clients across FMCG, financial services, hospitality and Government Agencies across B2C, B2B, B2G and G2G campaigns. She has a stellar reputation and business network and is active in the local community having served on several high-profile National Committees, Statutory Agencies, non-profit and corporate entities. She completed her Bachelor of Economics degree in University of Adelaide in 1996 and Master of Arts from the University of South Australia in 2004. She has a Diploma in Executive Directorship from the Singapore Management University, given in 2019.

Other directorships are:

Non-Listed Companies

Non-Executive Independent Director	Certis Cisco Security, Pte Ltd
Board Member, Finance Committee Member	National Volunteer and Philanthropy Centre
Board Member	Singapore Business Federation
Board Member	Singapore Institute of International Affairs
Director	Be Possible Pte Ltd
Director	DivisionX Venture Partners Pte Ltd

CORPORATE OFFICERS

The following table sets forth the members of the Company's senior leadership team as of the date of this Information Statement:

Jollibee Foods Corporation Corporate Officers⁴

Tony Tan Caktiong*	Chairman
Ernesto Tanmantiong*	President and Chief Executive Officer
Don Alexander C. Lim	Treasurer
William Tan Untiong*	Corporate Secretary
Valerie Feria Amante	Assistant Corporate Secretary and Compliance Officer
Richard Chong Woo Shin	Chief Financial Officer

* *Members of the Board*

⁴ In line with the streamlining of the list of Corporate Officers as approved by the Board of Directors on April 19, 2022.

Don Alexander C. Lim, Filipino, 40, is the Treasurer and Vice-President, Head of Corporate Strategy and Business Development leading the mergers and acquisitions of the Group. He also serves as a Director on the Board of several of the Company's subsidiaries and is the Executive Assistant to the Chairman and Founder of the Company. He joined Jollibee Foods Corporation in 2005. Mr. Lim has been a part-time faculty with the Ateneo de Manila University and was previously a Finance Manager of Procter & Gamble. He graduated with a Bachelor of Science degree in Business Management, Honors Program, with Latin Honors and with the departmental award from the Ateneo de Manila University in 2003.

Valerie Feria Amante, Filipino, 47, is the Global General Counsel & Ethics Head of the JFC Group and Assistant Corporate Secretary, and Compliance Officer as of May 1, 2022. She joined the Company in 2007, and was previously connected with Ayala Land, Inc. and SyCip Salazar Hernandez & Gatmaitan. She obtained her Bachelor of Arts degree in Psychology, *cum laude*, from the University of the Philippines in 1995 and graduated as salutatorian from the University of the Philippines College of Law in 2000 and placed 7th in the Philippine Bar Examinations of the same year.

Richard Chong Woo Shin, Canadian, 54, is the Chief Financial Officer of Jollibee Foods Corporation as of May 1, 2022. He has over 29 years of professional experience in financial and business leadership roles spanning strategic planning, business and brand development, M&A and post integration, business advisory, auditing, forensic accounting, business valuation advisory in FMCG, retail sector, drinks industry and aquaculture. He served almost two years as Group Chief Financial Officer for Grobest Group Holdings Limited, and led as Regional APAC CFO for over 12 years for William Grant & Sons Singapore, Ralph Lauren Asia Pacific and Bacardi Martini Asia Pacific. He previously served almost 10 years with Philip Morris International in various Finance leadership roles in Korea, Indonesia and Hong Kong. He started his career with public auditing firms in Canada and joined PricewaterhouseCoopers when he moved to Hong Kong. He has a Masters in Accountancy from McGill University, Canada, a Bachelor's Degree in Commerce, Double Major in Finance and Accountancy, Concordia University, Canada, and has a Chartered Accountant qualification from Canada.

ii. Significant Employees

The Company's directors, officers and all its employees significantly contribute to the business.

iii. Involvement in Legal Proceedings

None of the directors, executive officers or nominees for election as director or executive officer has been involved for the past five (5) years in any litigation that would affect their integrity and ability to manage the Company.

iv. Trainings and Continuing Education Programs for the Directors, Key Officers and Employees

The Company is compliant with SEC Memorandum Circular No. 20, series of 2013 and provides this training not only to the Board of Directors but to select officers and employees. This is in line with the Company's policy on continuing professional development. In 2021, directors, select officers and employees of the Company attended online seminars for at least four hours on Digital Transformation, including a DX Pulse Check, the Future-Now of E-Commerce: Marketplaces, Data Governance in Digital Transformation, the Culture of Digital Transformation, and DX Enablers: Privacy and Security. These training seminars were held by

the Institute of Corporate Directors on October 5, 2021.

v. Certain Relationships and Related Transactions

Tony Tan Caktiong, Ernesto Tanmantiong, and William Tan Untiong are brothers. Ang Cho Sit is the brother-in-law of Tony Tan Caktiong. Antonio Chua Poe Eng is the brother-in-law of Tony Tan Caktiong, and Ernesto Tanmantiong, William Tan Untiong.

As of March 31, 2022, some of the Company's directors own franchises or have minority interests in companies which own and operate franchised stores of the Company. All such franchises are subject to contracts which have been entered into in on an arms-length basis and on terms similar to those granted to other franchisees.

vi. Ownership Structure and Parent Company

The Company has no parent company and does not transact with promoters.

vii. Resignation of Directors

No Director has resigned or declined to stand re-election to the Board of Directors since the date of the last annual meeting due to any disagreement with the Company relative to its operations, policies and practices.

ITEM 6. COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

(a) Executive Compensation

Pursuant to Part IV, Paragraph (B) of Annex C of SRC Rule 12, below is a summary compensation table of the Chief Executive Officer and the four (4) most highly compensated officers of the Company:

Name and Position	Year	Salary (PhP)	Bonus (PhP)	Total (PhP)
Tony Tan Caktiong <i>Chairman</i>	2020	138,430,727	32,265,900	170,696,627
Ernesto Tanmantiong <i>President and Chief Executive Officer</i>				
Arsenio M. Sabado <i>Chief Human Resources Officer</i>				
Ysmael V. Baysa <i>Chief Financial Officer</i>	2021	149,396,142	14,144,547	163,540,689
Daniel Rafael Gomez III <i>Chief Marketing Officer, JFC Group</i>	2022*	155,515,049	92,324,350	247,839,399
All other officers and directors as a group unnamed**	2020	477,898,821	93,938,150	571,836,971

	2021	518,576,061	40,841,638	559,417,699
Estimates	2022	553,895,081	270,920,271	824,815,352

*** The figures in the table for “other officers and directors as a group unnamed” comprise the Company’s employees that have the position of Vice Presidents and above.*

(b) Compensation of Directors

i. Standard Arrangements

Regular directors receive a per diem of Php60,000.00 or USD1,200.00 for attendance in a board meeting, as well as for attendance in Committee meetings. The Company also pays some of its non-executive directors a quarterly fee of USD12,500.00 or Php625,000.00. Board meetings are scheduled monthly. The incentive shall be determined by the Compensation Committee. Please see below for a breakdown of director’s compensation for the year 2021.

Director	Per Diem (Gross for the year 2021; in PHP and USD)		Total
	Board Meeting	Committee Meeting (as applicable)*	
Tony Tan Caktiong	PHP780,000.00	N/A	PHP780,000.00
Ernesto Tanmantiong	PHP780,000.00	N/A	PHP780,000.00
William Tan Untiong	PHP780,000.00	Php420,000.00	PHP1,200,000.00
Joseph Tanbuntiong*	PHP360,000.00	N/A	PHP360,000.00
Ang Cho Sit	PHP780,000.00	N/A	PHP780,000.00
Antonio Chua Poe Eng	PHP780,000.00	PHP300,000.00	PHP1,080,000.00
Ret. Chief Justice Artemio V. Panganiban	PHP780,000.00	N/A	PHP780,000.00
Cesar V. Purisima	PHP780,000.00	PHP480,000.00	PHP1,260,000.00
Cesar P. Consing*	PHP360,000.00	PHP180,000.00	PHP540,000

Kevin Goh**	USD7,200.00	USD4,800.00	USD12,000.00
Ee Rong Chong**	USD7,200.00	USD1,200.00	USD8,400

* Mr. Tanbuntiong and Mr. Consing were directors only until May 2021. Mr. Goh and Ms. Chong became directors after the June 25, 2021 stockholders' meeting.

ii. Other Arrangements

The Company has no other arrangements pursuant to which a director is compensated or to be compensated, directly or indirectly.

iii. Employment Contracts

The Company maintains standard employment contracts with executive officers. The contracts provide for annual salary increases and bonuses. Other than these employment contracts, there are no special compensatory plans or arrangements which result from the resignation, retirement or any other termination of employment of executive officers other than the Company's retirement plan which is made applicable to all of the Company's employees.

iv. Senior Management Stock Option and Incentive Plan

On January 10, 2017 and December 17, 2002, the SEC approved the exemption requested by the Company on the registration requirements of 31,500,000 and 101,500,000 options, respectively, underlying the Company's common shares to be issued pursuant to the JFC Group's Senior Management Stock Option and Incentive Plan (the Plan). The Plan covers selected key members of management of the JFC Group and designated affiliated entities.

The Plan is divided into two programs, namely, the Management Stock Option Program (MSOP) and the Executive Long-term Incentive Program (ELTIP). The MSOP provides a yearly stock option grant program based on company and individual performance while the ELTIP provides stock ownership as an incentive to reinforce entrepreneurial and long-term ownership behavior of executive participants.

MSOP. The MSOP is a yearly stock option grant program open to members of the senior management committee of the JFC Group and members of the management committee, key talents and designated consultants of some of the business units.

Each MSOP cycle refers to the period commencing on the MSOP grant date and ending on the last day of the MSOP exercise period. Vesting is conditional on the employment or engagement of the participants in the JFC Group within the vesting period. The options will vest at the rate of one-third of the total options granted on each anniversary of the MSOP grant date until the third anniversary.

The exercise price of the stock options is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of grant for the 1st up to the 7th MSOP cycle. Starting with the 8th MSOP cycle, the exercise price of the option is determined by the JFC Group with reference to the market closing price at date of grant.

The options will vest at the rate of one-third of the total options granted from the start of the grant date on each anniversary date which will start after a year from the grant date. For instance, under the 1st MSOP cycle, the Compensation Committee of the Company granted 2,385,000 options to eligible participants on July 1, 2004. One-third of the options granted, or 795,000 options, vested and may be exercised starting July 1, 2005. The exercise period for the 1st MSOP cycle was until June 30, 2012. From July 1, 2005 to September 25, 2020, the Compensation Committee granted series of MSOP grants under the 2nd to 17th MSOP cycle to eligible participants. Under the most recent grant on August 5, 2021, the 18th MSOP cycle, the Compensation Committee granted 4,219,250 options. These options vest similar to the 1st MSOP cycle.

The options under MSOP expire eight years after grant date. The 1st, 2nd, 3rd, 4th, 5th, 6th, 7th, 8th, 9th and 10th MSOP cycles expired on 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020 and 2021, respectively.

The Company does not pay cash as a form of settlement.

The movements in the number of stock options outstanding under MSOP and related weighted average exercise prices (WAEP) in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning of year	56,922,204	₱118.03	52,715,144	₱116.43	50,492,844	₱111.92
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Total options granted at end of year	61,141,454	₱122.96	56,922,204	₱118.03	52,715,144	₱116.43
Outstanding at beginning of year	19,415,930	₱191.22	17,905,148	₱200.38	17,613,253	₱193.07
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Options exercised during the year	(2,031,961)	154.66	(1,223,364)	112.70	(1,696,402)	139.16
Options forfeited during the year	(618,234)	188.72	(1,472,914)	215.80	(234,003)	270.75
Outstanding at end of year	20,984,985	₱194.51	19,415,930	₱191.22	17,905,148	₱200.38
Exercisable at end of year	13,220,262	₱206.69	12,624,653	₱201.00	12,077,981	₱188.14

The weighted average share price of the Company's common shares is ₱200.38, ₱147.16 and ₱264.79 in 2021, 2020 and 2019, respectively. The weighted average remaining contractual life for the stock options outstanding is 4.73 years, 4.70 years and 4.62 years as at December 31, 2021, 2020 and 2019, respectively.

The weighted average fair value of stock options granted in 2021, 2020 and 2019 is ₱48.71, ₱33.84 and ₱48.07, respectively. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because the option plan allows exercise before the expiry date.

The inputs in the valuation of the options granted on the dates of grant for each MSOP cycle are shown below:

MSOP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5-7 years	₱24.00	₱20.00
2nd	2005	1.72%	36.91%	6.20%	5-7 years	29.00	27.50
3rd	2006	1.72%	36.91%	6.20%	5-7 years	35.00	32.32

4th	2007	1.70%	28.06%	6.41%	3-4 years	52.50	50.77
5th	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
6th	2009	2.00%	30.37%	5.28%	3-4 years	48.00	45.45
7th	2010	2.00%	29.72%	5.25%	3-4 years	70.00	57.77
8th	2011	2.00%	34.53%	4.18%	3-4 years	89.90	89.90
9th	2012	2.00%	28.72%	3.50%	3-4 years	107.90	107.90
10th	2013	2.00%	29.38%	2.68%	3-4 years	145.00	145.00
11th	2014	2.00%	24.87%	2.64%	3-4 years	179.80	179.80
12th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00
13th	2016	2.00%	17.76%	2.63%	3-4 years	236.00	236.00
14th	2017	2.00%	16.70%	3.92%	3-4 years	206.20	206.20
15th	2018	2.00%	28.98%	4.95%	3-4 years	245.00	245.00
16th	2019	2.00%	27.65%	4.18%	3-4 years	219.00	219.00
17th	2020	2.00%	35.17%	2.40%	3-4 years	138.00	138.00
18th	2021	1.70%	36.19%	2.29%	3-4 years	189.60	189.60

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

ELTIP. The ELTIP entitlement is given to members of senior management and designated consultants of the JFC Group.

Each ELTIP cycle refers to the period commencing on the ELTIP entitlement date and ending on the last day of the ELTIP exercise period. Actual grant and vesting are conditional upon achievement of the JFC Group's medium to long-term goals and individual targets in a given period, and the employment or engagement of the participants in the JFC Group within the vesting period. If the goals are achieved the options will be granted. For the 3rd ELTIP cycle, a percentage of the options to be granted are based on the percentage of growth in annual earnings per share such that 100%, 50% or 25% of the options granted when percentage of growth in annual earnings per share are 12% and above, 10% to less than 12% or 8% to less than 10%, respectively. For the 4th ELTIP cycle, the percentage of the options to be granted and the targeted percentage of growth in annual earnings per share have been further revised such that 150%, 100% or 50% of the options granted when percentage of growth in annual earnings per share are 15% and above, 12% to less than 15% or 10% to less than 12%, respectively.

The exercise price of the stock options under ELTIP is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of entitlement for the first and second ELTIP cycles. Starting with the 3rd ELTIP cycle, the exercise price of the option is determined by the Company with reference to the closing market price as at the date of entitlement.

The options will vest at the rate of one-third of the total options granted on each anniversary date which will start after the goals are achieved. For instance, on July 1, 2004, the Compensation Committee gave an entitlement of 22,750,000 options under the 1st ELTIP cycle to eligible participants. One-third of the options granted, or 7,583,333 options, vested and were exercised starting July 1, 2007 until June 30, 2012. On July 1, 2008, October 19, 2012, August 25, 2015 and January 3, 2018, entitlement to 20,399,999, 24,350,000, 11,470,000 and 9,290,000 options were given to eligible participants under the 2nd, 3rd, 4th and 5th ELTIP cycles, respectively. The 1st, 2nd and 3rd ELTIP cycles expired on June 30, 2012, April 30, 2017 and April 30, 2020, respectively. The stock options granted under the 4th ELTIP cycle will expire in 2023. The 5th ELTIP cycle was not granted to ELTIP participants as the JFC

Group did not achieve the minimum hurdle rate of 10% of annual growth of the EPS due to the impact of the COVID-19 pandemic to JFC Group's business performance in 2020.

The JFC Group does not pay cash as a form of settlement.

The movements in the number of stock options outstanding for the 3rd to 4th ELTIP cycles and related WAEP in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning and end of year	78,969,999	₱74.58	78,969,999	₱74.58	78,969,999	₱74.58
Outstanding at beginning of year	4,073,368	₱180.00	15,368,368	₱123.22	18,630,000	₱120.55
Options exercised during the year	(53,334)	180.00	(10,885,000)	105.00	(3,238,299)	107.47
Options forfeited during the year	(340,000)	180.00	(410,000)	110.56	(23,333)	180.00
Outstanding at end of year	3,680,034	₱180.00	4,073,368	₱180.00	15,368,368	₱123.22
Exercisable at end of year	3,680,034	₱180.00	4,073,368	₱180.00	13,895,035	₱117.20

The weighted average remaining contractual life for the stock options outstanding is 1.33 years, 2.33 years and 1.06 years as at December 31, 2021, 2020 and 2019, respectively.

The fair value of stock options granted is ₱26.13 in 2015. There were no additional stock option grants under ELTIP in 2021, 2020 and 2019. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the maturity date.

The inputs to the model used for the options granted on the dates of grant for each ELTIP cycle are shown below:

ELTIP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1 st	2004	1.72%	36.91%	6.20%	5 years	₱24.00	₱20.00
2 nd	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
3 rd	2012	2.00%	28.74%	3.60%	3-4 years	105.00	105.00
4 th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The cost of the stock options expense charged to operations for both MSOP and ELTIP in the "General and administrative expenses" account amounted to ₱155.5 million, ₱188.3 million and ₱262.9 million in 2021, 2020 and 2019, respectively (see Notes 19, 22 and 27). Correspondingly, a credit was made to additional paid-in-capital (see Note 19).

(c) Warrants Outstanding

There are no outstanding warrants held by the Chief Executive Officer, other officers and directors as a group.

ITEM 7. INDEPENDENT PUBLIC ACCOUNTANTS

The accounting firm of SyCip Gorres and Velayo (“SGV”) with address at SGV Building, 6760 Ayala Avenue, Makati City, has been the Company’s External Auditors for the past 43 years. SGV is expected to be represented in the coming Annual Stockholders’ Meeting with an opportunity to make any statements, if they so desire, and will be available to respond to appropriate questions.

During the Annual Stockholders’ Meeting on June 24, 2022, it shall be proposed that SGV be appointed as the Company’s independent auditors.

The Company has not had any disagreements on accounting and financial disclosures with Sycip Gorres Velayo & Co., its external auditor, in the past two (2) recent fiscal years or any subsequent interim period.

ITEM 8. COMPENSATION PLANS

There is no action to be taken with respect to any plan to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

ITEM 9. AUTHORIZATION OR ISSUANCE OF SECURITIES OTHER THAN FOR EXCHANGE

There are no actions to be taken with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the Company.

ITEM 10. MODIFICATION AND EXCHANGE OF SECURITIES

There are no actions to be taken with respect to the modification of any class of securities of the Company.

ITEM 11. FINANCIAL AND OTHER INFORMATION

The audited financial statements as of December 31, 2021, Management’s Discussion and Analysis, market price of shares and dividends and other data related to the Company’s financial information are discussed herein and attached as Annexes C-1 and C-2. The schedules required under Part IV(c) of Revised SRC Rule 68 is attached hereto as Annexes E-1 to E-3.

ITEM 12. MERGERS, CONSOLIDATIONS, ACQUISITIONS AND SIMILAR MATTERS

There is no proposed merger, consolidation, sale or liquidation of the Company that will be presented during the meeting.

ITEM 13. ACQUISITION OR DISPOSITION OF PROPERTY

There are no matters or actions to be taken up in the meeting with respect to acquisition or

disposition of any property by the Company requiring stockholders' approval under the Revised Corporation Code.

ITEM 14. RESTATEMENT OF ACCOUNTS

There are no actions to be taken with respect to the restatement of any asset, capital or surplus account.

D. OTHER MATTERS

ITEM 15. ACTION WITH RESPECT TO REPORTS

The following are included in the Agenda for the Annual Stockholders' Meeting for the approval of the stockholders:

1. Call to Order;
2. Certification by the Corporate Secretary on Notice and Quorum;
3. Reading and approval of the minutes of the last Annual Stockholders' Meeting;
4. Management's Report;
5. Approval of the 2021 Audited Financial Statements and Annual Report;

Proposed Resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation approve, as they hereby approve, the Consolidated Audited Financial Statements of Jollibee Foods Corporation for the year ended December 31, 2021 as audited by SyCip Gorres Velayo & Co., and the Annual Report for the year ended December 31, 2021.

6. Ratification of Actions by the Board of Directors and Officers of the Corporation;

Proposed Resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, as they hereby confirm, ratify and approve the actions taken by the Board of Directors and Officers of the Corporation, since the last annual stockholders' meeting held on June 25, 2021.

7. Election of Directors;
8. Appointment of External Auditors;

Proposed Resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, as they hereby approve, the re-appointment

of the firm of SyCip, Gorres, Velayo & Company as independent external auditors of the Corporation.

9. Other matters; and
10. Adjournment.

ITEM 16. MATTERS NOT REQUIRED TO BE SUBMITTED

There is no action to be taken with respect to any matter which is not required to be submitted to a vote of security holders.

ITEM 17. AMENDMENT OF CHARTER, BYLAWS OR OTHER DOCUMENTS

There are no actions to be taken with respect to the amendment of the charter or By-laws of the Company.

ITEM 18. OTHER PROPOSED ACTIONS

There are no other actions to be taken with respect to any other matter not specifically referred to above.

ITEM 19. VOTING PROCEDURES

(a) Voting Requirement

- i. For election of Directors

Pursuant to Section 23 of the Revised Corporation Code, candidates receiving the highest number of votes shall be declared elected.

- ii. For election of External Auditors

The nominee receiving the highest number of votes shall be declared as elected.

- iii. For approval and ratification of all the acts of Management and the Board of Directors for the period from June 25, 2021 to June 23, 2022

Majority vote of the stockholders present or represented at the 2022 Meeting shall carry the vote.

(b) Voting Method

Please refer to **Annex A** for the Rules and Procedure on the Online Registration and Voting in Absentia.

UNDERTAKING

The Company undertakes, upon written request of the stockholder, to provide such stockholder with a copy of the 2021 SEC Form 17-A and SEC Form 17-Q for 2022 First Quarter, free of charge, except for exhibits attached thereto which shall be charged at cost. These statutory reports are publicly accessible through the corporate website:

Written requests for copies of the 2021 SEC Form 17-A and SEC Form 17-Q for 2022 First Quarter shall be addressed to:

Jollibee Foods Corporation
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue, Ortigas Center,
Pasig City

Or at corporatesecretary@jollibee.com.ph

Attention: Mr. William Tan Untiong
Office of the Corporate Secretary

SIGNATURE PAGE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized, this May 31, 2022 in Pasig City.

JOLLIBEE FOODS CORPORATION

Issuer

By:


WILLIAM TAN UNTIONG
Corporate Secretary

ANNEXES

The attachments to this Information Statement are the following:

Annex	Document
A	Rules and Procedure for Online Registration and Voting <i>in Absentia</i>
A-1	Rules of Conduct During 2022 Annual Stockholders' Meeting <i>via</i> Remote Communication
A-2	Minutes of the 2020 Annual Stockholders' Meeting
B	Certifications of Nominees as Independent Directors
B-1	Certification and Curriculum Vitae of Mr. Cesar V. Purisima
B-2	Certification and Curriculum Vitae of Mr. Kevin Goh
B-3	Certification and Curriculum Vitae of Ms. Chong Ee Rong
C	Management Report
C-1	Management Discussion and Analysis of Results of Operations and Financial Condition for the year ended December 31, 2021
C-2	Management Discussion and Analysis of Results of Operations and Financial Condition for the quarter ended March 31, 2022
C-3	Business Description of the Company
C-4	List of Local and International Trademarks
C-5	Discussion on Properties, Legal Proceedings and Financial Information
D	Summary of Resolutions of the Board of Directors and Executive Committee since the Last Annual Stockholders' Meeting
E	Financial Statements
E-1	Audited Consolidated Financial Statements for the year ended December 31, 2021
E-2	Audited Parent Financial Statements for the year ended December 31, 2021
E-3	Interim Financial Statements for the quarter ended March 31, 2022

Annex “A”

Rules and Procedure for Online Registration and Voting in *Absentia*

Rules and Procedure for Online Registration and Voting in Absentia For the 2022 Annual Stockholders' Meeting of Jollibee Foods Corporation

In line with existing statutory requirements, Jollibee Foods Corporation (“the Corporation”) shall conduct its 2022 Annual Stockholders’ Meeting (the “Meeting”) *via* remote communication, in accordance with Sections 23 and 57 of the Revised Corporation Code (the “RCC”), and Securities and Exchange Commission (the “SEC”) Memorandum Circular No. 06, series of 2020 (“SEC MC No. 06-2020”).

These Rules for Conducting Stockholders’ Meetings by Remote Communication (the “Rules”) consist of the requirements and internal procedures for participating in the Meeting and voting *in absentia*. The Rules include measures that shall allow the Corporation to observe and maintain the security and orderly conduct of the Meeting, while ensuring that stockholders shall be given both the opportunity to participate therein as well as the right to vote.

Section 1. Voting methods for meetings conducted *via* remote communication.

Only stockholders of record as of record date, May 25, 2022, shall be entitled to vote or be voted at the Meeting to be conducted *via* remote communication. The stockholders of record may participate in voting on the items listed in the agenda for the Meeting, using either of the following options:

- (a) Appoint the Chairman of the Meeting as their proxy; or
- (b) Vote *in absentia* through online voting system;

The succeeding sections shall provide the requirements and procedure for the appointment of the Chairman of the Meeting as the stockholder’s proxy and voting through the online system.

Section 2. Voting by proxy

In accordance with Section 2, Article III of the Corporation’s By-laws, stockholders may vote the number of shares registered in their respective names by proxy duly given in writing and duly presented to the Corporate Secretary. The duly accomplished proxy forms shall be submitted to the Office of the Corporate Secretary c/o Global Legal and Ethics at 6/F Jollibee Plaza Building, 10 F. Ortigas Jr. Avenue, Ortigas Center, Pasig City or *via* email to corporatesecretary@jollibee.com.ph.

In the alternative, the stockholder may also choose to register in the Annual Stockholders’ Meeting website at <http://asm.jollibee.com.ph/>, submitting the same requirements for <http://asm.jollibee.com.ph/> under Section 3 of these Rules. The stockholder may submit his or her completed proxy form through the website.

The deadline to submit the duly accomplished proxy form shall be no later than 5:00 p.m. of June 14, 2022. The proxy form must be accompanied by a broker’s certificate, as applicable. The proxy must bear a signature legally acknowledged by the Corporate Secretary for it to be honored at the meeting.¹

Section 3. Voting *in absentia*; registration.

¹ Section 2, Article III, JFC Amended By-laws.

Stockholders as of the record date, May 25, 2022, shall have the option of electronic voting *in absentia* on the matters in the Agenda after registration and validation through the voting *in absentia* system. In order to register, the stockholder must have a valid and active email address.

The deadline for registration to participate in electronic voting *in absentia* shall be until 5:00 p.m. of June 16, 2022. Beyond the deadline for registration, stockholders may no longer avail of the option of voting *in absentia*. The registration shall be validated within three (3) days upon receipt of the complete requirements.

In order to register, stockholders are required to have the following documents and information, depending on whether the stockholder is an individual stockholder, a joint account held by several stockholders, or a corporate stockholder:

Individual Stockholders	Stockholders with Joint Accounts	Corporate Stockholders
a. Full name; b. Scanned clear copy of any of the following government-issued IDs: Passport, Driver's License, SSS Card, GSIS Card, UMID Card, PRC ID, COMELEC Voter's ID, Senior Citizen's ID, Solo Parent ID, PWD ID (in JPG/PNG/PDF format, 5MB size limit); c. Stockholder Photo; d. Email address; and e. Mobile or landline number.	a. Full name; b. Scanned clear copy of any of the following government-issued IDs: Passport, Driver's License, SSS Card, GSIS Card, UMID Card, PRC ID, COMELEC Voter's ID, Senior Citizen's ID, Solo Parent ID, PWD ID (in JPG/PNG/PDF format, 5MB size limit); c. Stockholder Photo; d. Email address; e. Mobile or landline number; and f. Special Power of Attorney signed by all stockholders designating who is the authorized person to cast the vote on their behalf, or Broker's Certificate showing valid status of the stockholder to vote, in JPG/PNG/PDF format, 5MB size limit.	a. Name of corporation; b. Full name of authorized representative; c. Scanned clear copy of any of the following government-issued IDs of the stockholder's representative: Passport, Driver's License, SSS Card, GSIS Card, UMID Card, PRC ID, COMELEC Voter's ID, Senior Citizen's ID, Solo Parent ID, PWD ID (in JPG/PNG/PDF format, 5MB size limit); d. Email address of the stockholder's representative; and e. Mobile or landline number of the stockholder's representative; f. Secretary's Certificate or other document of authorization such as Special Power of Attorney, stating designation of the corporate stockholder's representative, or Broker's Certificate showing valid status of the stockholder to vote (in JPG/PNG/PDF format, 5MB size limit).

In addition to the requirements listed above, the following documents/information are also required to be submitted during online registration, depending on whether the stockholder is a holder of a certificated or non-certificated shares:

Shareholders of Certificated shares	Shareholders of Non-certificated shares ²
a. Stock certificate number; and b. Complete address/principal office address.	a. Stockholders under broker accounts must also submit a clear copy of the broker's certificate on the number of the stockholder's shareholdings (in JPG/PNG/PDF format, 5MB size limit). ³

The registration shall be validated before a stockholder may vote *in absentia*. The procedure for registration is as follows:

- (a) The stockholder shall access the following link <http://asm.jollibee.com.ph/> to access the Corporation's online web portal, and register an account. He or she shall confirm his or her agreement for the Corporation to process his or her personal information for the purpose of registration for voting *in absentia*.
- (b) The stockholder shall provide the information required in the respective fields and shall also upload the required documents. The stockholder shall click the "Register" button.
- (c) The stockholder shall receive an email acknowledgment of his or her registration upon validation of the registration within three (3) business days from submission of requirements.
- (d) The validation email shall inform the stockholder whether registration is successful or unsuccessful.
- (e) If registration is successful, the stockholder may sign in and may now be used for voting *in absentia*.
- (f) If the registration is rejected, the stockholder may register again and may contact the Corporation at corporatesecretary@jollibee.com.ph for any questions or concerns.

Section 4. Voting *in absentia*; procedure.

To vote *in absentia*, the stockholder shall log onto his or her account created in the online web portal. Voting *in absentia* shall have the same effect as voting by proxy. **All votes *in absentia* must be submitted on or before 12:00 noon of June 24, 2022.**

- (a) In the stockholder's account, he or she will be brought to an electronic absentee ballot which shall indicate all the items in the agenda, that is subject for voting, as stated in the Notice of the Meeting.
- (b) The stockholder may vote as follows:

² Non-certificated shares refer to those processed through brokers, custodian banks, and trust entities, and whose holders submit proxies.

³ For purposes of the 2021 ASM, this may or may not be notarized.

- i. For the Election of Directors, he/she may vote for either (a) all nominees; (b) none of the nominees; (c) some nominees only. The stockholder may select the names of the directors in the ballot.
- ii. For other items, he/she may vote either (a) “For”, (b) “Against”, or (c) “Abstain.” He or she shall select his or her choice in the ballot.
- (c) The stockholder shall click the “Submit” button in the ballot after he or she is done voting. He or she may no longer make changes to his or her votes after submitting them.
- (d) The stockholder may email questions for the Board of Directors them at corporatesecretary@jollibee.com.ph on or before **June 15, 2022**, and we will endeavor to include this in the Question-and-Answer portion of the meeting.

Section 5. Viewing and participating in the 2022 ASM.

The Meeting shall be conducted *via* Zoom. For stockholders who will register to vote *in absentia*, the link to the Zoom livestream shall be available in the online web portal and shall be sent *via* email after registration. For stockholders who opt to send proxies instead of voting *in absentia*, the link to the livestream shall be sent to them *via* email. For stockholders who do not wish to vote, they may register to view the webinar only at the web portal until **5:00pm of June 22, 2022**.

The Zoom link shall be accompanied by a password. The stockholder may only be able to view the livestream upon clicking the link and entering the password.

Stockholders shall only be permitted to view the livestream of the Meeting. Stockholders shall be given the opportunity to ask questions by sending their questions through email at corporatesecretary@jollibee.com.ph.

The rules of conduct during the Meeting *via* remote communication is provided in the Rules of Conduct attached as Annex “A-1” hereof.

The proceedings of the Meeting shall be recorded. A link to the recorded proceedings of the Meeting will be made available on the Corporation’s corporate website.

For any questions or concerns, stockholders may visit the Corporation’s website at <https://jollibeeigroup.com/>, or contact the Office of the Corporate Secretary at corporatesecretary@jollibee.com.ph.

Annex “A-1”

Rules of Conduct During 2022 Annual Stockholders’ Meeting via Remote Communication

Rules of Conduct
For the 2022 Annual Stockholders' Meeting of Jollibee Foods Corporation
Via Remote Communication

The following rules shall be observed during the conduct of the Corporation's 2022 Annual Stockholders' Meeting (the "Meeting") *via* remote communication:

1. The items set forth in the Agenda, as provided in the Notice of the Meeting and proxy form, shall be taken up during the Meeting. The discussion shall be limited to the items brought up during the Meeting for consideration.
2. The submission of questions to be asked during the Meeting shall be limited to stockholders as of the record date or their duly authorized proxies. Likewise, only stockholders as of the record date or their proxies are entitled to vote. Voting online (or *in absentia*) may be done until 12:00 noon of June 24, 2022, while proxies must be submitted on or before 5:00 p.m. of June 14, 2022.
3. The presentation may be done live or may be pre-recorded to be broadcast during the Meeting. Any and all comments shall be limited only to those relevant to the specific proposal being presented.
4. Stockholders must previously notify the Nomination Committee of any nominations to the Board of Directors, in accordance with Section 12, Article III of the Corporation's By-laws. Nominations made during the Meeting shall not be accepted.
5. Stockholders shall be given the opportunity to ask questions by sending their questions through emailing corporatesecretary@jollibee.com.ph on or before June 15, 2022. The deadline for registration to participate in electronic voting *in absentia* shall be until 5:00 p.m. of Tuesday, June 16, 2022.
6. Questions must be submitted in accordance with the foregoing rules to be considered.
7. Stockholders who do not wish to vote, and all other attendees of the stockholders' meeting, may register to view the webinar only at the web portal until 5:00pm of Wednesday, June 22, 2022. Registration will be closed after 5:00 PM.
8. Should the Meeting be interrupted by any technical malfunction, the moderator may adjourn, recess, or expedite the proceedings of the Meeting.
9. The recording of the Meeting shall be made available in the Corporation's website at <http://jollibeeegroup.com>. Such recording shall be the official recording of the Meeting and all other recordings shall be prohibited. The Corporation reserves the right to request the removal of other recordings.

Annex “A-2”

Minutes of the 2021 Annual Stockholders’ Meeting

**MINUTES OF THE ANNUAL MEETING OF
THE STOCKHOLDERS OF
JOLLIBEE FOODS CORPORATION**

Held on Friday, June 25, 2021, at 2:00pm
via Zoom Webinar

1. Call to Order

The Chairman, Mr. Tony Tan Caktiong, called the meeting to order and presided over the same. The Corporate Secretary, Mr. William Tan Untiong, recorded the minutes of the meeting.

2. Certification by the Corporate Secretary on Notice and Quorum

The Corporate Secretary certified that notices of the annual stockholders' meeting had been duly sent to all stockholders of record, as of record date May 28, 2021. In accordance with statutory requirements, the Notice was published in two newspapers of general circulation, Business World and Manila Times, both in print and online versions, for two consecutive days on June 3 and June 4, 2021. The Notice of Meeting and the Information Statement were made available to the stockholders and the public via disclosure through the PSE EDGE system and in the Corporation's website, together with the Proxy Form and the 2020 Annual Report. Votes were done using the online voting *in absentia* system at <http://www.jollibee.com.ph/shareholders> and by proxy.

The Corporate Secretary further certified that there was present in the meeting, in person or by proxy, a quorum to transact business whereby stockholders representing 847,326,948 shares or 76.422% of the outstanding capital stock, which constitute more than a majority of the total issued and outstanding shares were duly present and/or represented.

Pursuant to the Securities and Exchange Commission's Memorandum Circular No. 6, series of 2020, which allows corporations to hold their annual stockholders' meetings by remote communication, a stockholder may vote either using the online voting *in absentia* system or by proxy. Applying Section 23 of the Revised Corporation Code, each stockholder may vote in any of the following manner:

- (a) By voting such number of shares for as many persons as there are directors to be elected;
- (b) By cumulating said shares and giving one candidate as many votes as the number of directors to be elected, multiplied by the number of shares of said stockholder;
- (c) By distributing the votes among as many candidates as the stockholder sees fit, following the principle in paragraph (b).

In any of the foregoing instances, the total number of votes cast by the stockholder shall not exceed the number of shares owned by him/her as shown in the books of the Company multiplied by the whole number of directors to be elected.

Total Issued and Outstanding as of Record Date (June 25, 2021)	1,108,750,990
Total Shares Present/ Represented/ Voting	845,487,303
Percentage of Outstanding Shares	76.25%

3. Introduction of Directors and Officers

The host of the meeting acknowledged the presence of the directors¹ to the stockholders and acknowledged the presence of the corporate officers,² members of the Corporation's Corporate Management Committee and representatives from various banks, equity research firms and stock brokerage houses, media, Marsh Philippines, Inc. and other insurance partners, SyCip Gorres Velayo & Co., Romulo Mabanta Buenaventura Sayoc & de los Angeles law firm, and Picazo Buyco Tan Fider & Santos Law Offices.

4. Reading and Approval of the Minutes of the July 24, 2020 Annual Stockholders' Meeting

An electronic copy of the minutes of the last annual stockholders' meeting held on June 24, 2020 was posted and made available in the corporate website. Based on the tabulation of votes from stockholders, both *in absentia* and by proxy, upon motion duly made and seconded, stockholders owning more than majority of the total issued and outstanding shares approved to have the reading of the minutes dispensed with and further approved the following resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation approve, as they hereby approve, the minutes of the annual stockholders' meeting held on July 24, 2020.

5. Management's Report

A pre-recorded presentation of the report of Mr. Ernesto Tanmantiong, President and Chief Executive Officer, was presented. In his presentation, Mr. Tanmantiong presented the Company's performance for the year 2020, and business performance updates for the first quarter of 2021.

After presentation of the Management's Report, an audio-visual presentation was shown to the stockholders.

6. Approval of the 2020 Audited Financial Statements and Annual Report

The Chairman then sought the approval of the stockholders for the Corporation's 2020 audited financial statements, which were included in the Annual Report.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 76% of the total issued and outstanding shares approved the following resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation approve, as they hereby approve, the Consolidated Audited Financial Statements of Jollibee Foods Corporation for the year ended December 31, 2020 audited by SyCip Gorres Velayo & Co., and the Annual Report for the year ended December 31, 2021.

¹ The following members of the Board of Directors and Board Committees were present: Tony Tan Caktiong (*Chairman of the Board of Directors, chairman of the Compensation Committee, member of the Executive Committee, Nomination Committee and Corporate Governance Committee*), Ernesto Tanmantiong (*President and Chief Executive Officer, member of the Executive Committee and the Nomination Committee*), William Tan Untiong (*Corporate Secretary, member of the Executive Committee, Nomination Committee and Audit Committee*), Ret. C.J. Artemio V. Panganiban (*Chairman of the Nomination Committee, member of the Executive Committee and Compensation Committee*), Antonio Chua Poe Eng (*member of the Audit Committee*), and Ang Cho Sit (*member of the Compensation Committee*).

² The corporate officers present were: Ysmael V. Baysa (*Chief Financial Officer and Compliance Officer*), and Atty. Valerie F. Amante (*Assistant Corporate Secretary*).

7. Ratification of the Actions Taken by the Board of Directors and Officers

The next item on the agenda was the ratification of all actions taken by the Board of Directors and Officers of the Corporation since the last annual stockholders' meeting held on July 24, 2020.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 76% of the total issued and outstanding shares approved the following resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, as they hereby confirm, ratify and approve the actions taken by the Board of Directors and Officers of the Corporation, since the last annual stockholders' meeting held on July 24, 2020.

8. Approval of the Amendments to Article II of the Amended Articles of Incorporation

The next item in the agenda was the approval of the amendments to Article Two of the Amended Articles of Incorporation to clarify and ensure, for the avoidance of doubt that the Company and its subsidiaries, in pursuit of its primary business purpose can invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests therein.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 76% of the total issued and outstanding shares approved the following resolution:

RESOLVED, AS IT IS HEREBY RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, the amendment of the SECOND Article of the Corporation's Articles of Incorporation to read as follows:

To raise, process, manufacture and package all kinds of food products; to establish, operate and maintain restaurants, coffee shops, and refreshment parlors; to serve, arrange and cater foods, drinks, refreshments and other foods or commodities; to offer such other services to the public; **to invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests in the foregoing, pursuant to its business objectives;** and to do and perform such other acts and things necessary or incidental to the accomplishment of the foregoing corporate business and objects insofar as may be allowed by applicable laws and rules and regulations including without limitation, to invest, own, or hold interests in similar businesses, and to extend assistance, funding and guarantees to subsidiaries and affiliates."

9. Approval of the Amendments to Articles VII of the Amended Articles of Incorporation

The next item in the agenda is the approval of the amendments to Article Seven of the Amended Articles of Incorporation to reclassify and divide the authorized capital stock of the Corporation into One Billion Four Hundred Thirty Million (1,430,000,000) common shares with a par value of Php1.00 per share and Twenty Million (20,000,000) cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares with a par value of Php1.00 per share.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 68% of the total issued and outstanding shares approved the following resolution:

RESOLVED, AS IT IS HEREBY RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, the amendment of the SEVENTH Article of the Corporation's Articles of Incorporation to read as follows:

SEVENTH: That the authorized capital stock of the Corporation is ONE BILLION FOUR HUNDRED FIFTY MILLION PESOS (Php1,450,000,000.00) divided into: (i) One Billion Four Hundred Thirty Million (1,430,000,000) common shares with a

par value of One Peso (Php1.00) per share; and (ii) Twenty Million (20,000,000) cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares with a par value of One Peso (Php1.00) per share.

There shall be no pre-emptive right on the part of any stockholder of the Corporation to subscribe to any and all issues or other disposition of shares from the Corporation.

The preferred shares may be issued from time to time in one or more series as the Board of Directors of the Corporation may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of the preferred shares, to fix the number of shares to be included in each of such series, and to determine the dividend rate, dividend terms, amount, issue price, redemption terms, and such other terms, conditions, features, rights, privileges, and restrictions of the preferred shares for each of such series. To the extent not set forth in this SEVENTH Article, the specific terms, conditions, features, rights, privileges, restrictions of each series of the preferred shares shall be set forth in such resolutions as may be adopted by the Board of Directors (the “Preferred Shares Enabling Resolutions”) prior to the issue of each series, which Preferred Shares Enabling Resolutions shall thereupon be deemed a part of these Articles of Incorporation; provided that such terms, conditions, features, rights, privileges, restrictions shall be effective upon the filing of a certificate thereof with the Securities and Exchange Commission.

The preferred shares are redeemable at the option of the Corporation. Any and all preferred shares redeemed shall not be considered retired and may be re-issued by the Corporation.

10. Approval of the Shelf Registration and Listing of 20,000,000 Preferred Shares, and Initial Offer and Issuance of up to 12,000,000 Preferred Shares

The next item in the agenda is the approval of the shelf registration and listing of 20,000,000 preferred shares, and initial offer and issuance of up to 12,000,000 preferred shares. In connection with the shelf registration and listing of preferred shares, on 11 May 2021, the Board of Directors approved the following matters, among others:

1. Application for the shelf registration and listing of Twenty Million (20,000,000) cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, at an offer price of up to One Thousand Pesos (Php1,000.00) per share (or the “Offer Shares”) to be issued within a period of three (3) years;
2. Initial offer and issuance of up to Twelve Million (12,000,000) preferred shares;
3. Filing with the Securities and Exchange Commission of the appropriate Registration Statement and Prospectus for the Offer Shares;
4. Filing with the Philippine Stock Exchange of the listing application for the Offer Shares; and
5. Engagement of the services of underwriters, advisors, legal counsels, stock and transfer agent, receiving agent/bank, and other agents as may be necessary, proper or desirable to effect the offer and issuance of the Offer Shares.

The issuance of the preferred shares is part of JFC’s plan to restructure its financial obligations in order to strengthen its balance sheet, spread the maturity of its financial obligations and reduce its foreign exchange risks. This is also part of its action steps to reduce its debt and financing cost as its businesses in different parts of the world recover from the severe impact of the pandemic.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 69% of the total issued and outstanding shares approved the following resolution:

RESOLVED, AS IT IS HEREBY RESOLVED, that Jollibee Foods Corporation (the “Corporation”) is hereby authorized to offer and issue up to Twenty Million (20,000,000) cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, at an offer price of up to One Thousand Pesos (Php1,000.00) per share (the “Offer Shares”), subject to the approval by the stockholders and by the Securities and Exchange Commission (“SEC”) of the amendment to the Corporation’s articles of

incorporation to create a class of preferred shares;

RESOLVED, FURTHER, that the Offer Shares be filed under a shelf registration to be issued for a period of three (3) years or such longer period as may be approved by the SEC;

RESOLVED, FURTHER, that the Corporation be authorized to make an initial offering of up to Twelve Million (12,000,000) preferred shares at an offer price of up to One Thousand Pesos (Php1,000.00) per share (the "Initial Offer Shares") subject to the registration requirements of the SEC and the listing requirements of the Philippine Stock Exchange ("PSE");

RESOLVED, FURTHER, that the Initial Offer Shares shall be issued in up to two (2) subseries, which may or may not have the features of dividend rate step up, and redemption date ranging from three (3) to five (5) years;

RESOLVED, FURTHER, that the management of the Corporation be authorized to determine such *other* terms and conditions of the issuance as may be advantageous to the Corporation and in accordance with the scope of authority by the Board, including but not limited to the determination of the coupon rate of the Initial Offer Shares, and subsequent offerings out of the Offer Shares;

RESOLVED, FURTHER, that the Corporation, through management, be authorized to do the following acts:

- (a) application for the registration and licensing of a total of Twenty Million (20,000,000) cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares with the SEC and to make any and all required filings, including the preparation and filing of the Registration Statement and Prospectus for the shelf registration of the Offer Shares and the offering of the Initial Offer Shares and any other documents as may be required by the SEC;
- (b) filing and submission of an application with the PSE for listing of the Offer Shares, including the Initial Offer Shares, pursuant to the listing requirements of the PSE;
- (c) signing, execution, and delivery of any and all documents, contracts, agreements and instruments as may be required or necessary in connection with the registration with the SEC, the listing with the PSE, and the public offering of the Initial Offer Shares;
- (d) engagement of BPI Capital Corporation ("BPI Capital") as lead issue manager; BPI Capital, BDO Capital & Investment Corporation, SB Capital Investment Corporation, and China Bank Capital Corporation as Joint Lead Underwriters and Bookrunners; and engagement of such other underwriters, advisors, legal counsels, stock and transfer agent, receiving agent/bank, and other agents as may be necessary, proper, or desirable to effect and implement the registration with the SEC, the listing with the PSE, and the offer for sale, to the public and investors, of the Initial Offer Shares, under such terms and conditions as management may deem to be fair and reasonable in the best interest of the Corporation; and
- (e) approval of all the disclosures contained in the Registration Statement and Prospectus for the Offer Shares to be filed with the SEC; and assumption of full responsibility for the information contained therein.

11. Election of Directors

Upon nominations duly made and seconded, the following directors were elected to serve as such for the current year (2021-2022) and until their successors have been duly elected and qualified:

TONY TAN CAKTIONG (CHAIRMAN)

ERNESTO TANMANTIONG
WILLIAM TAN UNTIONG
ANG CHO SIT
ANTONIO CHUA POE ENG
RET. CHIEF JUSTICE ARTEMIO V. PANGANIBAN
CESAR V. PURISIMA; INDEPENDENT DIRECTOR
KEVIN GOH – INDEPENDENT DIRECTOR
EE RONG CHONG – INDEPENDENT DIRECTOR

As tabulated based on total issued and outstanding shares, the final votes received in favor of the nominees are as follows: Tony Tan Caktiong 71%, Ernesto Tanmantiong 73%, William Tan Untiong 71%, Ang Cho Sit 73%, Antonio Chua Poe Eng 71%, Ret. Chief Justice Artemio V. Panganiban 71%, Cesar V. Purisima 72%, Kevin Goh 77% and Ee Rong Chong 76%.

12. Appointment of External Auditors

The Chairman then presented the matter of appointing the external auditors of the Corporation for the fiscal year ending 2021.

Based on the tabulation of votes from stockholders, attending in person or by proxy, upon motion duly made and seconded, stockholders owning 74% of the total issued and outstanding shares approved the following resolution:

RESOLVED, that the stockholders of Jollibee Foods Corporation (the "Corporation") approve, as they hereby approve, the re-appointment of the firm of SyCip, Gorres, Velayo & Company as independent external auditors of the Corporation for the fiscal year ending 2021.

13. Other Matters

Questions from stockholders were sent in advance through the annual stockholders' meeting website, and were entertained after all the items in the agenda had been presented. Below is the summary of questions and the response given:

In response to the question "*How is the business performance of CBTL and Smashburger?*" Mr. Tanmantiong replied: "Coffee Bean & Tea Leaf had shown remarkable profit improvement in the past several months. This was inspite of the pandemic. When we acquired CBTL in September, 2019- it was generating significant losses. By the fourth quarter of last year and the first quarter of this year, I'm happy to mention that CBTL's losses were significantly down. It even generated a small amount of operating profit in the last two months of the first quarter this year. This was one of the reasons why JFC's operating profit turned around from a loss in Q1 2020 to a profit in Q1 this year.

We were able to achieve this turn around in profit by significantly reducing the general and administrative expenses particularly in the United States. This reduction was according to the plan formulated when we were in the process of acquiring CBTL in 2019. The other main driver of the profit turn around was the closure of non-profitable stores, mostly in the United States which we implemented as part of our Business Transformation program. Further, CBTL's business in Asia had recovered strongly from the pandemic particularly Singapore and Malaysia where CBTL has company owned stores. CBTL's business outside the US was profitable before the acquisition and had recovered its profitability from the pandemic.

The focus of Coffee Bean & Tea Leaf going forward is profitable growth through new store expansion and increase in sales of existing stores through better branding and marketing. In 2021, CBTL aims to increase its store network from 1,070 as of the end of last year to 1,100 by the end of this year. Most of the new store opening will take place in Singapore and Malaysia. Next year, CBTL will focus on growing faster through franchising of new stores in the United States and outside the US. We expect CBTL to become a more

important profit contributor to JFC in the years ahead.

On Smashburger, we also achieved significant business improvement, with significantly higher sales and lower operating losses. Same store sales growth for the month of March 2021 for company stores in the US was up by 58.7% versus previous year and was up by 62.0% for traditional franchised stores versus year ago. In May this year, Smashburger's sales per store registered double digits growth vs May 2019 - that is before the pandemic. Smashburger is clearly growing well ahead of the US key competitors. Its first quarter operating loss became just a third of the operating loss for the same quarter last year. Smashburger's new stores opened in 2020 and 2021 are generating sales 2 to 3 times the average of other stores. It plans to open 25 new stores and renovate a substantial number of older stores in 2021. Smashburger's financial performance is expected to continue improving markedly in the months ahead towards profitability.

In response to the next question "*How will minority shareholders benefit from the amendment to the Articles of Incorporation and approval of shelf registration and listing of preferred shares?*", Mr. Ysmael Baysa replied: "The amendments to the articles of incorporation will help drive our business growth for years to come. These will benefit both the majority and minority shareholders of JFC.

On the amendment pertaining to the issuance of preferred shares, the issuance of preferred shares is part of our plan to make our balance sheet even stronger. As mentioned in the information sheet and disclosure to the Securities and Exchange Commission, we will use most of the proceeds to buy back some of the USD Perpetual Bond which we issued in January, last year. Part of this plan is that we will also pay some of our loans by using some of our financial investments. Once we executed this plan, we expect that by December of this year, JFC will enjoy the following:

1. We will have less debt with banks, less USD perpetual bond and less interest expenses.
2. The maturities or when our remaining debts will become due for payment will be spread more evenly in the next few years; therefore, less financial pressure.
3. We will have less foreign exchange risk as we will have less financial obligations in US dollars.
4. JFC's credit standing will become even higher since we will have even stronger capability to pay all our financial obligations as indicated by better financial ratios. This means also that should we need to borrow money in the future, the interest rate we will pay will be less because our credit standing will be better.

Meanwhile, we will have more capability to finance our expansion with capital expenditures for new stores and manufacturing facilities. These will mean we will sustain our profitable growth in the years ahead.

I also would like to emphasize that the issuance of preferred shares will not affect our cash dividend policy on our common shares. JFC will continue to be able to declare cash dividends equivalent to 33% of net income attributable to its equity holders.

So, as you can see, these amendments are all beneficial to the business. These benefits will eventually go to the shareholders, both majority and minority shareholders in terms of higher earnings per share, higher cash dividends per share and higher stock prices."

In answering the following question "*What are your store expansion plans for 2021? What is your CAPEX budget, and will you be using your idle cash to fund this?*", Mr. Tanmantiong responded: "We are opening about 450 stores in 2021. Our capital expenditure budget for 2021 is Php12.2 billion – the highest in our history. This will be funded by internally generated funds and our financial investments which came from the proceeds from our bonds issuance last year.

The international business will drive our sales and profit growth with our continued

Jollibee Foods Corporation

Draft Minutes of Annual Stockholders' Meeting

June 25, 2021

expansion in China; Vietnam; and North America, led by Smashburger and our Philippine Brands. We are also expecting The Coffee Bean and Tea Leaf and Highlands Coffee to contribute significantly to this growth. With the positive outlook for China and USA, given their earlier recovery from the pandemic, and with the Philippines' recovery underway as restrictions are lifted and vaccinations roll out, we will accelerate our new store expansion in the months ahead.

In 2022, as the world returns to normalcy, we expect to open at least 500 stores, similar to how we were doing prior to the pandemic, and most likely even higher than 500 in the succeeding years.

More importantly, our businesses outside the Philippines now contribute 40% to our global system wide sales. We expect that in about three years' time, our business abroad will contribute at least 50% to our sales, thus we will reach our goal of 50/50 business split of Philippines and international by that time."

In response to the question "*How many employees volunteered to be given the COVID-19 vaccines?*", the Chairman replied: "Many of our employees have already been vaccinated through their respective local governments. For those who have yet to be vaccinated, the Jollibee Group has prepared to provide free vaccinations for our people and likewise assist in providing access for their dependents at cost. We expect that close to 90% of our employees will be vaccinated.

We at the Jollibee Group are one with our country's efforts in addressing the pandemic. With vaccination rates in the country increasing, we are encouraged and are confident that the Philippine economy's recovery can be well underway within 2021 and will be geared towards becoming even stronger in 2022."

14. Adjournment

There being no further business to transact, the meeting was thereupon adjourned.

ATTEST:

TONY TAN CAKTIONG
Chairman of the Board

WILLIAM TAN UNTIONG
Corporate Secretary

Annex “B”

Certifications of Nominees as Independent Directors

Annex “B-1”

**Certification and
Curriculum Vitae of
Mr. Cesar V. Purisima**

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CESAR V. PURISIMA**, Filipino, of legal age and a resident of 1567 Cypress Street, Dasmarinas Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **JOLLIBEE FOODS CORPORATION** for its annual stockholders' meeting on June_____.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
<i>Listed Companies</i>		
Ayala Land, Inc.	Independent Director	April 18, 2018 to present
Universal Robina Corporation	Independent Director	May 30, 2018 to present
AIA Group Limited	Independent Director	September 1, 2017 to present
Sumitomo Mitsui Banking Corporation	Member of Global Advisory Council	July 01, 2018 to present
Jollibee Foods Corporation	Independent Director	July 23, 2020
ABS-CBN Corporation	Member, Board of Advisers	September 25, 2020
Bank of the Philippine Islands	Independent Director	January 20, 2021 to present
Ayala Corporation	Independent Director	April 29, 2022
<i>Non-Listed Companies</i>		
Asian Institute of Management	Executive-in-Residence	October 19, 2016 to present
BPI Capital Corporation	Independent Director	June 16, 2021
De La Salle University	Member, Board of Trustees	December 13, 2017 to present
International School Manila	Member, Board of Trustees	May 18, 2017 to present
Unistar Credit and Finance Corporation	Independent Non-Executive Director	April 02, 2019 to present
WWF-Philippines	Member, Board of Trustees	October 14, 2019 to present

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
Ikhlas Capital Singapore Pte, Ltd.	Founding Partner	March 25, 2019 to present
Milken Institute	Asia Fellow	August 15, 2016 to present
Singapore Management University	Member, International Advisory Council	June 07, 2017 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **JOLLIBEE FOODS CORPORATION**, as provided for in Section 38 of the Securities Regulation Code, its Implementing rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of **JOLLIBEE FOODS CORPORATION** and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code (where applicable).

NAME OF DIRECTOR / OFFICER / SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OR RELATIONSHIP
Not Applicable		

5. I disclose that I am the subject of the following criminal and administrative proceedings:

OFFENSE CHARGED / INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
Notices of Disallowance Nos. 2014-001 to 2014-14 (COA Commission Proper Decision No. 2019-459 [COA Corporate Government Sector -Cluster II Decision No. 2015-386])	Commission on Audit	Pending resolution of Philippine Guarantee Corporation's Motion for Reconsideration and my Supplemental Motion for Reconsideration <i>Ex Abundanti Ad Cautelam</i>

6. (For those in government service / affiliated with a government agency or GOCC) I have the required written permission or consent from the (head of the agency

department) to be an independent director in **JOLLIBEE FOODS CORPORATION**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.

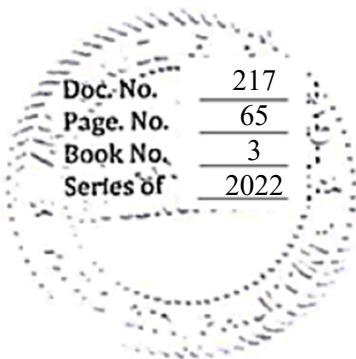
Not Applicable

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of **JOLLIBEE FOODS CORPORATION** of any changes in the abovementioned information within five days from its occurrence.

Done, this 20th day of May, 2022 in Pasig City.


CESAR V. PURISIMA
Affiant

SUBSCRIBED AND SWORN TO before me this May 20, 2022, in Pasig City
 affiant exhibited to me his Philippine Passport ID No. P6868155A, valid until April 16, 2028.




ANA ISABEL F. CASTELO
 Notary Public - Pasig City
 Notarial Commission No. 157 Expiring on December 2024
 14 F Jollibee Plaza 10 F. Ortigas Jr. Avenue,
 Ortigas Center Pasig City
 PTR No. 6451026 1-15-20 Pasig City
 IGP No. 105197 1-15-20 Pasig City
 MCLC Compliance No. 174518521 3-5-19
 Roll of Attorney's No. 70174

CESAR V. PURISIMA

CURRENT POSITIONS

Asia Fellow, Milken Institute
Founding Partner, IKHLAS Capital
Member, Sumitomo Mitsui Banking Corporation Global Advisory Council
Independent Non-Executive Director, AIA Group Limited
Independent Non-Executive Director, Ayala Land, Inc.
Independent Director, Ayala Corporation
Independent Director, Bank of the Philippine Islands
Independent Director, BPI Capital Corporation
Independent Director, Jollibee Foods Corporation
Independent Non-Executive Director, Universal Robina Corporation
Independent Non-Executive Director, Unistar Credit & Finance Corporation
Member, Board of Advisors, ABS-CBN Corporation
Member, Board of Trustees, WWF-Philippines
Member, Board of Trustees, International School Manila
Member, Board of Trustees, De La Salle University
Member, International Advisory Council in the Philippines, Singapore Management University
Executive-in-Residence, Asian Institute of Management

SIGNIFICANT POSITIONS HELD IN THE PUBLIC SECTOR

Secretary, Department of Finance, Republic of the Philippines

July 1, 2010 to June 30, 2016

February-July 2005

ex-officio positions:

Head, Cabinet Economic Development Cluster, 2010-2016
Member, Monetary Board, Bangko Sentral ng Pilipinas (Central Bank of the Philippines)
Chairman, Vulnerable 20 Group of Finance Ministers, 2015-2016
Chairman, Millennium Challenge Account-Philippines (MCAP), 2010-2016
Chairman, Asia-Pacific Economic Cooperation (APEC) Finance Ministers' Process, 2015
Chairman, Board of Governors 45th ADB Annual Meeting
Governor for the Philippines, International Fund for Agricultural Development
Chairman, Land Bank of the Philippines
Chairman, Philippine Deposit Insurance Corporation
Chairman, Trade & Investment Corporation of the Philippines
Chairman, Home Guaranty Corporation
Chairman, National Power Corporation
Chairman, Power Sector Assets & Liabilities Management Corporation
Chairman, National Transmission Corporation
Chairman, Privatization Council
Chairman, National Economic & Development Authority-Investment & Coordination Committee
Governor for the Philippines, World Bank Group
Governor for the Philippines, Asian Development Bank
Alternate Governor for the Philippines, International Monetary Fund
Co-Chair, Capital Market Development Council

Secretary, Department of Trade & Industry, Republic of the Philippines

January 2004-February 2005

ex-officio positions:

Head, Cabinet Economic Development Cluster, 2004-2005

CESAR V. PURISIMA

Chairman, National Development Company
Chairman, Center for International Trade Expositions & Missions
Chairman, Construction Authority of the Philippines
Chairman, Cottage Industry Technology Center
Chairman, Export Development Council
Chairman, National Price Coordinating Council
Chairman, Philippine Economic Zone Authority
Chairman, Philippine Retirement Authority
Chairman, Small Medium Enterprise Development Council

SIGNIFICANT POSITIONS HELD IN THE PRIVATE SECTOR

Asia Pacific Area Managing Partner for Assurance & Business Advisory

Andersen Worldwide (2001-2002)

Member, Andersen Worldwide Board of Partners (2000-2002)
Member, ABA Global Executive Council, Arthur Andersen (1998 to 2000)
Member, Global Brand Task Force, Asian SubCommittee, Arthur Andersen (1999)
Member, Global Partners Income Committee (1998-99)

Regional Managing Partner - ASEAN Practice

Andersen Worldwide (September 2000-May 2001)

Partner, Andersen Worldwide (1990-2003)

Member, Strategy Definition & Articulation, Arthur Andersen (1998)
Member, Business Audit Implementation Team, Arthur Andersen (1996-98)
Member, Global 1000 Committee, Arthur Andersen (1996-1997)
Member, Andersen Worldwide Advisory Council (1994 to 1996)
Member, Creating Our Future Task Force, Arthur Andersen (1994)

Chairman and Managing Partner, SGV & Co.

(Member Practice of Ernst & Young Global)

July 1999-January 2004

Member, Global Executive Board, Ernst & Young
Member, Global Practice Council, Ernst & Young

Vice-Chairman & Deputy Managing Partner, SGV & Co.

(Member Practice Firm of Arthur Andersen Worldwide) 1996 to June 1999

President and Chairman, Board of Trustees, SGV Foundation, Inc.
Chairman of the Board of Directors, The Knowledge Institute, Inc.
Chairman of the Board of Directors, SGV International Limited

EDUCATION

Master of Business Administration, Kellogg School of Management, Northwestern University,
Chicago, Illinois, 1983
Bachelor of Science in Commerce, Majors in Accounting & Financial Institutions, De La Salle
University, Manila, 1979
Doctor of Humanities Honoris Causa, Angeles University, April 2012
Certified Public Accountant (CPA), October 1979
Executive Program/Singularity University, Santa Clara, California-USA, October 2019

CESAR V. PURISIMA

AWARDS AND CITATIONS

Lifetime Contributor (Public Sector), Asia CEO Awards 2017
Order of Lakandula, Rank of Grand Cross (Bayani)
 Conferred by the Republic of the Philippines, 2016
Chevalier dans l'Ordre National de la Legion d'Honneur (Knight in the National Order
 of Legion of Honour)
 Conferred by President of the French Republic, 2017
Chevalier de l'Ordre National du Merite (Rank of Knight) in the economic domain
 Conferred by the President of the French Republic, 2001
Global Capital Finance Minister of the Year, 2016
FinanceAsia Magazine Finance Minister of the Year, 2015
FinanceAsia Magazine Finance Minister of the Year, 2014
The Banker 2013 Finance Minister of the Year for Asia Pacific, 2013
Emerging Markets Finance Minister of the Year for Asia, 2013
Euromoney Finance Minister of the Year, 2012
Emerging Markets Finance Minister of the Year for Asia, 2011
Kellogg Graduate School of Management Alumni Merit Awardee
 in the 2014 Northwestern University Alumni Awards, 2014
 (The first Filipino Awardee from Kellogg and among the first
 Filipino to receive such distinction from the University)
Distinguished LaSallian Award, De La Salle University, 2003
PICPA Foundation recipient of The PARANGAL SAN MATEO for 2013
Outstanding Professional of the Year in the Field of Accountancy, Professional Regulations
 Commission, 2005
Outstanding CPA in Public Practice, Philippine Institute of Certified Public
 Accountants, 1997
Young Achievers' Award, Philippine Institute of Certified Public Accountants, 1994
Fellow of the Eminent Southeast Asians Programme, Singapore International
 Foundation, 2003

Annex “B-2”

**Certification and
Curriculum Vitae of
Mr. Kevin Goh**



NC0M3W01KG

NOTARIAL CERTIFICATE

TO ALL TO WHOM these presents shall come

I, Teo Shih Yee, NOTARY PUBLIC duly admitted, authorised to practise in the Republic of Singapore, DO HEREBY CERTIFY

AND ATTEST that **KEVIN GOH SOON KEAT** appeared before me and duly signed the annexed document "**CERTIFICATION OF INDEPENDENT DIRECTOR**" hereto to be the original and that the signature is the proper handwriting of the said **KEVIN GOH SOON KEAT**.

IN FAITH AND TESTIMONY whereof I the said notary have subscribed my name and set and affixed my seal of office at Singapore, this 20th day of May 2022.

NOTARY PUBLIC
SINGAPORE



By virtue of Rule 8(3)(c) of the Notaries Public Rules, a Notarial Certificate must be authenticated by the Singapore Academy of Law in order to be valid.

With effect from 16 September 2021, a Notarial Certificate shall be deemed to be validly authenticated by the affixing of an Apostille to the back of the Notarial Certificate.

APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

This **Apostille** only certifies the authenticity of the signature, seal or stamp and the capacity of the person who has signed the attached Singapore public document, and, where appropriate, the identity of the seal or stamp. It does not certify the authenticity of the underlying document.

If this document is to be used in a country not party to the Hague Convention of the 5th of October 1961, it should be presented to the consular section of the mission representing that country.

To verify this **Apostille**, go to

<https://legalisation.sal.sg>

or scan QR code:



Verification code: 24877255

1. **Country:** Singapore

This public document

2. **Has been signed by:** Teo Shih Yee

3. **Acting in the capacity of:** Notary Public

4. **Bears the seal/stamp of:** Notary Public

Certified

5. **At:** Singapore Academy of Law

6. **The:** 20th May 2022

7. **By:** Melissa Goh, Head of Statutory Services, SAL

8. **No.:** ACOM3W081F

9. **Seal/Stamp:** 10. **Signature:**

Melissa



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **KEVIN GOH SOON KEAT**, Singaporean, of legal age and a resident of 168 Robinson Road #30-01 Capital Tower Singapore 068912, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **JOLLIBEE FOODS CORPORATION** for its annual stockholders' meeting on June 24, 2022.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
<i>Listed Companies</i>		
CapitaLand Investment Limited (listed on the Mainboard of the Singapore Exchange Securities Trading Limited)	CEO, Lodging also appointed as director of various subsidiaries/ associates of CapitaLand Investment Limited	Served with CapitaLand Group Pte. Ltd. (formerly known as CapitaLand Limited) in various managerial roles since 2007. Assumed current role as CEO, Lodging in 2019.
Ascott Residence Trust Management Limited (the managers of Ascott Residence Trust, listed on the Mainboard of the Singapore Exchange Securities Trading Limited) Ascott Business Trust Management Pte. Ltd. (the trustee-manager of Ascott Business Trust)	Non-Executive Director	Apr 2020 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **JOLLIBEE FOODS CORPORATION**, as provided for in Section 38 of the Securities Regulation Code, its Implementing rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of **JOLLIBEE FOODS CORPORATION** and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code (where applicable).

NAME OF DIRECTOR / OFFICER / SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OR RELATIONSHIP
Not Applicable		

5. I disclose that I am the subject of the following criminal and administrative proceedings:

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS

6. (For those in government service / affiliated with a government agency or GOCC) I have the required written permission or consent from the (head of the agency department) to be an independent director in **JOLLIBEE FOODS CORPORATION**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.

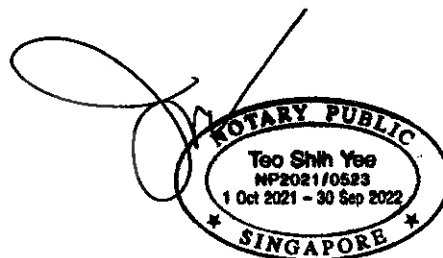
Not Applicable

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of **JOLLIBEE FOODS CORPORATION** of any changes in the abovementioned information within five days from its occurrence.

Done, this 20 day of May in 2022.



KEVIN GOH SOON KEAT
Affiant





KEVIN GOH

KEVIN GOH

CHIEF EXECUTIVE OFFICER, LODGING
CAPITALAND INVESTMENT GROUP;
CHIEF EXECUTIVE OFFICER
THE ASCOTT LIMITED

Kevin Goh is CEO of Lodging of CapitaLand Investment (“CLI”), responsible for growing the fee-related earnings of CLI’s lodging business. Concurrently, he also oversees the CapitaLand Group’s Centre of Excellence for Digital and Technology.

Prior to this role, Kevin was CEO of Lodging for the CapitaLand Group. Under his leadership, The Ascott Limited (Ascott) grew to be one of the world’s leading international lodging owner-operators with a portfolio that spans more than 200 cities across over 30 countries. In December 2019, Kevin played an instrumental role in merging the Ascott Residence Trust (ART) with the Ascendas Hospitality Trust, creating the largest hospitality trust in Asia-Pacific.

Kevin joined Ascott in 2007 and was based in China for over 10 years, where he served as Regional General Manager for South & East China, Vice President for Asset Management and Vice President for Corporate Services, before moving to assume the role of Ascott’s Managing Director for North Asia in 2013, where he spearheaded Ascott’s investments and operations in China, Japan and Korea.

Kevin holds a Bachelor of Mechanical Engineering (Honours) from the National University of Singapore and is a Chartered Financial Analyst charterholder. He was awarded the prestigious Medal of Commendation at the NTUC Singapore May Day Awards 2020 for his strong advocacy for productivity improvement and upgrading of employees’ capabilities to ensure a dynamic and digitally savvy workforce.

Directorships

- Non-executive, Non-independent Director, Ascott Residence Trust Management Limited
- Independent Director, Jollibee Foods Corporation

Annex “B-3”

Certification and Curriculum Vitae of Ms. Ee Rong Chong



NC0M3U0HRA

NOTARIAL CERTIFICATE

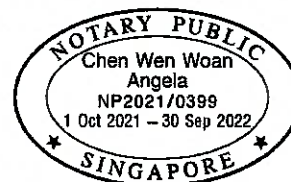
TO ALL TO WHOM these presents shall come

I, Chen Wen Woan Angela, NOTARY PUBLIC duly admitted, authorised to practise in the Republic of Singapore, DO HEREBY CERTIFY

that on the 18th day of May 2022, before me personally came and appeared Chong Ee Rong who in my presence duly signed the "CERTIFICATION OF INDEPENDENT DIRECTOR" hereunto annexed, and that the signature thereto subscribed as that of the aforementioned person executing the same is of the own, true and proper handwriting of the said Chong Ee Rong.

IN FAITH AND TESTIMONY whereof I the said notary have subscribed my name and set and affixed my seal of office at Singapore, this 18th day of May 2022.

**NOTARY PUBLIC
SINGAPORE**



By virtue of Rule 8(3)(c) of the Notaries Public Rules, a Notarial Certificate must be authenticated by the Singapore Academy of Law in order to be valid.

With effect from 16 September 2021, a Notarial Certificate shall be deemed to be validly authenticated by the affixing of an Apostille to the back of the Notarial Certificate.

APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

This **Apostille** only certifies the authenticity of the signature, seal or stamp and the capacity of the person who has signed the attached Singapore public document, and, where appropriate, the identity of the seal or stamp. It does not certify the authenticity of the underlying document.

If this document is to be used in a country not party to the Hague Convention of the 5th of October 1961, it should be presented to the consular section of the mission representing that country.

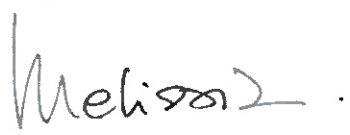
To verify this **Apostille**, go to

<https://legalisation.sal.sg>

or scan QR code:



Verification code: 52259921

1. Country:	Singapore
This public document	
2. Has been signed by:	Chen Wen Woan Angela
3. Acting in the capacity of:	Notary Public
4. Bears the seal/stamp of:	Notary Public
Certified	
5. At:	Singapore Academy of Law
6. The:	19th May 2022
7. By:	Melissa Goh, Head of Statutory Services, SAL
8. No.:	AC0M3V057C
9. Seal/Stamp:	10. Signature: 



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CHONG EE RONG**, Singaporean, of legal age and a resident of [14 Jalan Suasa, Singapore 678506]; after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **JOLLIBEE FOODS CORPORATION** for its annual stockholders' meeting on June 24, 2022.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY / ORGANIZATION	POSITION/ RELATIONSHIP	PERIOD OF SERVICE
<i>Listed Companies</i>		
<i>Non-Listed Companies</i>		
Certis Cisco Security Pte Ltd	Board Member	2018 - Present
National Volunteer & Philanthropy Centre	Vice-Chairman	2015 - Present
Singapore Business Federation	Council Member	2018 - Present
Be Possible Pte Ltd	Director	2019 - Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **JOLLIBEE FOODS CORPORATION**, as provided for in Section 38 of the Securities Regulation Code, its Implementing rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of **JOLLIBEE FOODS CORPORATION** and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code (where applicable).

NAME OF DIRECTOR/ OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OR RELATIONSHIP
Not Applicable		

5. I disclose that I am the subject of the following criminal and administrative proceedings:

OFFENSE CHARGED/ INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS

**Not
Applicable**

6. (For those in government service / affiliated with a government agency or GOCC) I have the required written permission or consent from the (head of the agency department) to be an independent director in **JOLLIBEE FOODS CORPORATION**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.

Not Applicable

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of **JOLLIBEE FOODS CORPORATION** of any changes in the abovementioned information within five days from its occurrence.

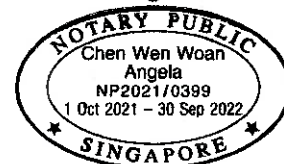
Done this 18 day of May 2022, at Singapore.



CHONG EE RONG

Affiant

Subscribed before me
18 MAY 2022





CHONG EE RONG

<https://www.linkedin.com/in/eerong/>

Ee Rong is a seasoned business leader and marketing advisor, and actively holds several independent board roles. She is currently an Independent Non-Executive Director with Jollibee Foods Corporation (PSE-listed), as well as Chair of the Corporate Governance Committee and member of the Compensation Committee. She is a Board Director with Certis Group, as well as Audit and Risk Committee member, and Organisational Development and Compensation Committee member. She is Vice-Chair of the National Volunteer and Philanthropy Centre and also sits on the Nomination Committee. She is a Council Member of the Singapore Business Federation, and Chairperson of the Young Business Leaders Network – Singapore's official representative to the ASEAN Young Entrepreneurs Council and Association.

Her previous executive roles include leadership positions with listed healthcare group – Raffles Medical Group as Deputy Managing Director. Prior to RMG, she spent eighteen years with global integrated marketing agency - Ogilvy & Mather, across the region building global brands and businesses through various stages of growth and transformation.

Ms. Chong holds a Bachelor of Economics from the University of Adelaide and Masters in Arts from the University of South Australia. She is a member with the Singapore Institute of Directors and an accredited member of the Institute of Public Relations Singapore.

Annex “C”

Management Report

MANAGEMENT REPORT

FINANCIAL STATEMENTS

The audited consolidated financial statements of the JFC Group are attached herein as **Annexes “E-1” and “E-2”** while the results of the operations for the quarter ended March 31, 2022 is attached herein as **Annex “E-3”**.

EXTERNAL AUDIT FEES

The audit and audit-related fees cover professional services related to the performance of the audit or review of the Company’s annual financial statements by the external auditor. The Audit Committee reviews and approves the audit and non-audit services rendered by the Company’s external auditors to ensure that the Company does not engage the external auditors for certain non-audit services expressly prohibited by regulations of the Securities and Exchange

Commission to be performed by an external auditor for its audit clients. The proposal of external auditors for professional services was submitted to, and reviewed by, the Audit Committee which, in turn, is endorsed to the Board of Directors for approval.

For the 2021 audit, the aggregate fee for professional services rendered by the external auditors is approximately Php92 Million. For the 2020 audit, the aggregate fee for professional services rendered by the external auditors for the JFC Group was approximately Php133 Million.

Tax Fees: In 2021 and 2020, fees for professional services rendered by the external auditors for tax accounting, compliance, advise and other tax services amounted to PHP25.9 million and PHP18.7 million, respectively.

Other Fees: In 2021, the JFC Group incurred fess for the ***Issuance of Securities – Philippines*** on the preferred shares issuance totaling Php10.5 Million. In 2020, the other fees for the issuance of senior perpetual securities and senior debt securities amounted to approximately Php30 Million.

CORPORATE GOVERNANCE

The Company has adopted a Manual of Corporate Governance (“*Manual*”) which was filed with and duly approved by the SEC. Under the terms of the Manual, the Company is required to measure compliance by the Board of Directors and management with the terms of the Manual. Pursuant to the Manual, the Compliance Officer is required annually to prepare a self- rating report on the extent of the Company’s compliance with the Manual, explaining reasons for deviation, if any.

Pursuant to SEC Memorandum Circular No. 9, series of 2014, the Company filed its Amended Manual of Corporate Governance on July 24, 2014. Pursuant to SEC Memorandum Circular No. 19, series of 2016, the Company filed its New Manual on Corporate Governance

on May 30, 2017.

Pursuant to SEC Memorandum Circular No. 15, series of 2017, companies shall no longer be required to file a Consolidated Changes in the Annual Corporate Governance Report within ten (10) days from the end of the year. The Integrated Annual Corporate Governance Report ("I-ACGR") shall be submitted on May 30 of the following year. Pursuant to the SEC's Notice dated May 25, 2021, the deadline of the submission of the I-ACGR in 2021 was extended to June 30, 2021.

On July 1, 2021, the Company filed its IACGR for the year ended December 31, 2021.

Annex “C-1”

Management Discussion and Analysis of Results of Operations and Financial Condition for the year ended December 31, 2021

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES
Management Discussion and Analysis of
Results of Operations and Financial Condition

The following Management Discussion and Analysis should be read in conjunction with the submitted Audited Consolidated Financial Statements as at December 31, 2021 and December 31, 2020 and for the years ended December 31, 2021 and 2020.

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new accounting pronouncements starting January 1, 2021. Adoption of these pronouncements did not have any significant impact on the consolidated statement of financial position and performance unless otherwise indicated.

Please refer to Note 2 of the attached Audited Consolidated Financial Statements for the Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Basis of Consolidation.

Results of Operations

Causes for any material variances
(Increase or decrease of 5% or more in the Income Statement)

For the Year Ended December 31, 2021 vs. December 30, 2020
(All Amounts are in Million Pesos)

Revenues and System Wide Sales (SWS)

	Years Ended December 31		Change	
	2021 (Audited)	2020 (Audited)	Amount	Pct
System Wide Sales (Unaudited)	211,719.5	175,970.3	35,749.2	20.3%
Revenues	153,575.6	129,313.0	24,262.6	18.8%

SWS is the JFC Group's measure for all sales to consumers, both from Group-owned and franchised stores. Consolidated SWS increased by ₱35,749.2 million or 20.3% to ₱211,719.5 million for the year 2021 compared to ₱175,970.3 million for the year 2020.

Consolidated revenues increased by ₱24,262.6 million or 18.8% to ₱153,575.6 million for the year 2021 compared to consolidated revenues for the year 2020.

The increase in consolidated revenues and system wide sales was primarily due to the low base of 2020 as a result of the impacts of the pandemic as well as improvement in sales performance of some businesses from new stores and strong same store sales growth.

The table below shows a breakdown of the growth of the Group's SWS for the following categories for the years ended December 31, 2021 and 2020:

	For the FY	
	2021	2020
	Percent	
Same store sales growth	13.4	(28.3)
Store Network	6.4	1.3
Acquisition-driven growth	0.0	-
Foreign exchange rate changes	0.5	(0.8)

- (1) Same store sales growth refers to food sales (gross of discount and net of returns and taxes) of Group-owned and franchised stores that have been in operation for at least 15 months. It excludes sales from new store openings.
- (2) New store contribution refers to sales of stores opened from 1 January to 31 December 2021 and from 1 January to 31 December 2020.
- (3) Acquisition-driven growth refers to the incremental sales contributed by a newly acquired majority-owned business during the period.
- (4) Foreign exchange rate changes refer to the impact of currency fluctuations. To eliminate the impact of currency fluctuations, the Group utilizes constant currencies by converting current SWS using prior period's average exchange rate.

As at December 31, 2021, the JFC Group had 5,924 company-owned and franchised stores globally, of which 3% were temporarily closed due to restrictions related to the COVID-19 pandemic.

The Table below shows the percentages of the JFC Group's temporarily closed stores due to the COVID-19 pandemic by geographic region and as at the dates indicated:

	Jan	Feb	Mar	Apr	May	Month-end		Jul	Aug	Sep	Oct	Nov	Dec
Philippines	2%	2%	6%	4%	2%	2%	1%	4%	2%	3%	2%	1%	1%
China	0%	0%	0%	0%	0%	0%	1%	0%	0%	1%	1%	1%	1%
North America (ex-CBTL)	5%	5%	4%	3%	3%	3%	3%	3%	2%	2%	2%	2%	2%
EMEA (ex-SuperFoods)	1%	2%	0%	0%	4%	3%	31%	36%	14%	3%	3%	0%	0%
CBTL	12%	9%	8%	10%	10%	10%	9%	13%	12%	7%	8%	7%	7%
SuperFoods	6%	5%	5%	5%	14%	14%	75%	82%	44%	12%	9%	9%	9%
	4%	4%	5%	5%	5%	4%	11%	14%	8%	4%	3%	3%	3%

Same store sales of the Philippine business increased by 13.4% in 2021 compared to 2020. The international business also grew by 13.4%, with North America increasing by 19.7%, China by 15.7%, Europe/Middle East and other parts of Asia (EMEA) by 6.4%, and The Coffee Bean & Tea Leaf® (CBTL) by 13.9%. SuperFoods declined by 15.1% primarily due to COVID-19 related restrictions imposed on some parts of Vietnam.

The table below shows a breakdown of the growth of the Group's SWS by region for the years ended December 31, 2021 and 2020.

FY 2021	SWS	Same Store Sales Growth	New Store Contribution	Newly Acquired Business Contribution	Impact of FOREX on SWS
					Percent
Philippines	21.4	13.4	8.0	0.0*	-
People's Republic of China	31.9	15.7	10.0	-	6.2
North America	22.2	19.7	3.2	-	(0.7)
Europe, Middle East, Asia (EMEA)	18.3	6.4	11.3	-	0.5
Coffee Bean & Tea Leaf	15.2	13.9	2.0	-	(0.7)
SuperFoods	(20.5)	(15.1)	(4.9)	-	(0.5)
Total worldwide	20.3	13.4	6.4	0.0*	0.5

*Yoshinoya

FY 2020	SWS	Same Store Sales Growth	New Store Contribution	Newly Acquired Business Contribution	Impact of FOREX on SWS
					Percent
Philippines	(40.8)	(34.4)	(6.4)	-	-
People's Republic of China	(20.7)	(17.9)	0.6	-	(3.4)
North America	(11.4)	(7.4)	(0.1)	-	(4.0)
Europe, Middle East, Asia (EMEA)	(10.1)	(12.7)	6.8	-	(4.1)
Coffee Bean & Tea Leaf	139.4	-	142.8	-	(3.3)
SuperFoods	(13.9)	(15.3)	5.9	-	(4.4)
Total worldwide	(27.8)	(28.3)	1.3	-	(0.8)

The JFC Group opened 398 stores worldwide (Philippines 85; Foreign 313) and closed 302 stores (Philippines 86; Foreign business 216) in 2021. It ended the year 2021 with 5,924 stores, 1.7% lower compared to the number of stores at the end of December 2020.

Direct Costs

Consolidated direct costs for the year 2021 increased to **₱127,496.7** million, which is **₱11,770.3** million or 10.2% higher than the consolidated direct costs for the year 2020, primarily as a result of an increase in: (i) the cost of inventories and (ii) store and manufacturing costs.

The following table summarizes the breakdown of the Jollibee Group's direct costs for the years ended December 31, 2021 and 2020 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
<i>Cost of Sales</i>						
Cost of inventories*	68,694.6	58,999.3	9,695.3	16.4%	44.7%	45.6%
Personnel costs:						
Salaries, wages and other employee benefits	18,543.9	16,943.8	1,600.2	9.4%	12.1%	13.1%
Pension expense	149.3	47.4	101.9	215.0%	0.1%	0.0%
Depreciation and amortization	12,831.6	13,863.7	(1,032.1)	-7.4%	8.4%	10.7%
Contracted services*	6,358.7	6,052.7	306.0	5.1%	4.1%	4.7%
Electricity and other utilities	4,030.7	4,096.6	(65.9)	-1.6%	2.6%	3.2%
Rent	2,741.7	2,537.0	204.7	8.1%	1.8%	2.0%
Supplies	2,474.0	2,260.4	213.6	9.5%	1.6%	1.7%
Repairs and maintenance	1,884.2	1,934.2	(50.0)	-2.6%	1.2%	1.5%
Security and janitorial	905.2	955.6	(50.3)	-5.3%	0.6%	0.7%
Communication	328.6	377.8	(49.2)	-13.0%	0.2%	0.3%
Professional fees	86.1	107.3	(21.2)	-19.8%	0.1%	0.1%
Representation and entertainment	61.6	81.2	(19.7)	-24.2%	0.0%	0.1%
Delivery costs, insurance and others*	6,127.5	5,868.5	258.9	4.4%	4.0%	4.5%
	125,217.8	114,125.5	11,092.3	9.7%	81.5%	88.3%
<i>Cost of Services</i>						
Advertising expense	2,278.8	1,600.8	678.0	42.4%	1.5%	1.2%
	127,496.7	115,726.3	11,770.3	10.2%	83.0%	89.5%

*The JFC Group changed the presentation for the full year December 31, 2020 to conform with the presentation used in the note disclosure for the full year December 31, 2021.

Consolidated cost of inventories increased relative to the increase in revenues. As a percentage of revenues, cost of inventories decreased by 0.9% year-on-year (YoY) primarily due to the increase in the contribution of international and coffee businesses which have higher gross profit margins on products than those in the Philippines. Selling price adjustments made in different parts of the world during the year also contributed to the improvement.

Consolidated store and manufacturing costs increased by 3.7% to **₱58,802.1** million resulting from an increase in the JFC Group's owned stores network. The JFC Group opened 246 owned stores and closed 145 owned stores globally in 2021. As a percentage of revenues, consolidated store and manufacturing costs decreased by 5.7% primarily due to savings generated from the Business Transformation program implemented in 2020 which included (a) closure of non-performing stores; and, (b) closure of four commissaries in the Philippines.

The following discussion details the components of store and manufacturing costs, for the year ended December 31, 2021 compared to December 31, 2020:

For the year 2021, Depreciation, Electricity, Repairs and maintenance, Security and janitorial and Communication expenses, Representation and entertainment expenses decreased as a result of the business transformation program implemented in 2020, which covered: (a) permanent closure of company-owned stores; (b) permanent closure of 4 commissaries in the Philippines; and (c) headcount reduction in existing stores and commissaries in the Philippines and abroad.

Professional fees decreased, primarily as a result of postponement or cancellation of some projects due to the COVID-19 pandemic.

Delivery costs, insurance and others increased, primarily due higher delivery costs as a result of increased sales contribution of the delivery channel.

Cost of services – advertising increased, primarily as a result of more ad spending on media placements to drive sales.

Gross Profit

As a result of the foregoing, gross profit increased by ₱12,492.2 million or 91.9% from ₱13,586.7 million for the year 2020 to ₱26,078.9 million for the year 2021.

Expenses

Consolidated expenses decreased by ₱6,593.8 million or 25.0%. from ₱26,398.1 million for the year 2020 to ₱19,804.3 million for the year 2021, primarily as a result of cost reduction from the Business Transformation program as well as a decrease in other business units' expenses as many employees at support services and main offices in most countries continued to work from home.

The following table summarizes the breakdown of the Jollibee Group's expenses for the years ended December 31, 2021 and 2020 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Personnel costs:						
Salaries, wages and other employee benefits	8,994.5	10,692.4	(1,697.9)	-15.9%	5.9%	8.3%
Pension expense	169.0	48.2	120.8	250.9%	0.1%	0.0%
Stock options expense	155.5	188.3	(32.8)	-17.4%	0.1%	0.1%
Taxes and licenses	1,571.7	1,403.5	168.2	12.0%	1.0%	1.1%
Professional fees	1,143.6	1,432.5	(288.9)	-20.2%	0.7%	1.1%
Reversals of provision for impairment on:						
Property, plant & equipment	(390.0)	(76.2)	(313.9)	412.0%	-0.3%	-0.1%
Right-of-use assets	(285.6)	-	(285.6)	-100.0%	-0.2%	0.0%
Receivables	(54.2)	-	(54.2)	-100.0%	0.0%	0.0%
Inventories	(9.5)	(82.4)	72.9	-88.5%	0.0%	-0.1%
Contracted services	718.6	1,252.4	(533.8)	-42.6%	0.5%	1.0%
Depreciation and amortization	650.6	705.0	(54.4)	-7.7%	0.4%	0.5%
Rent	427.1	492.3	(65.2)	-13.2%	0.3%	0.4%
Membership and subscriptions	391.0	275.8	115.2	41.8%	0.3%	0.2%
Repairs and maintenance	348.5	313.3	35.2	11.2%	0.2%	0.2%
Transportation and travel	336.6	412.1	(75.5)	-18.3%	0.2%	0.3%
Impairment in value of:						
Receivables	210.5	281.9	(71.4)	-25.3%	0.1%	0.2%
Property, plant & equipment	44.4	1,185.5	(1,141.1)	-96.3%	0.0%	0.9%
Inventories	23.7	332.5	(308.8)	-92.9%	0.0%	0.3%
Operating lease receivables	8.5	-	8.5	-100.0%	0.0%	0.0%
Right-of-use assets	-	661.4	(661.4)	100.0%	0.0%	0.5%
Communication	233.3	303.5	(70.2)	-23.1%	0.2%	0.2%
Insurance	114.0	101.2	12.8	12.6%	0.1%	0.1%
Supplies	103.6	102.6	1.0	0.9%	0.1%	0.1%
Training	59.7	107.8	(48.1)	-44.6%	0.0%	0.1%
Loss on retirements and disposals of property, plant and equipment and intangibles	54.6	1,489.2	(1,434.6)	-96.3%	0.0%	1.2%
Donations	54.2	260.7	(206.6)	-79.2%	0.0%	0.2%
Representation and entertainment	49.9	43.2	6.7	15.5%	0.0%	0.0%
Association dues	46.2	42.2	4.0	9.6%	0.0%	0.0%
Electricity and other utilities	39.3	46.3	(7.0)	-15.1%	0.0%	0.0%
Corporate events	32.9	230.9	(198.0)	-85.7%	0.0%	0.2%
Security and janitorial	11.7	12.0	(0.3)	-2.5%	0.0%	0.0%
Research and development and others	1,219.6	1,496.4	(276.9)	-18.5%	0.8%	1.2%
Total General and Administrative Expenses	16,473.1	23,754.2	(7,281.1)	-30.7%	10.7%	18.4%
Advertising and promotions	3,331.2	2,643.9	687.3	26.0%	2.2%	2.0%
	19,804.3	26,398.1	(6,593.8)	-25.0%	12.9%	20.4%

The following discussion details the components of the JFC Group's expenses for the year ended December 31, 2021 compared to December 31, 2020:

Personnel costs decreased, primarily as a result of: (1) headcount reduction in relation to the business transformation program; and (2) higher personnel costs in 2020, substantially due to separation packages given to employees affected by the business transformation program.

Taxes and licenses expenses increased due to higher business-related taxes and license fees, both domestic and foreign businesses.

Professional fees decreased on account of higher expenses in 2020 driven by: (a) consulting fees paid by CBTL in relation to organizational restructuring, (b) expenses relating to the issuance of senior perpetual securities in January 2020 and senior debt securities in June 2020.

The JFC Group recognized a reversal of ₱739.4 million on previously recognized provisions for impairment on property, plant and equipment, right-of-use assets, receivables, and inventories in 2021 following certain assessments performed by the Group. In addition, the Group recognized provisions for impairment of value of property, plant and equipment, receivables and inventories amounting to ₱287.0 million, following certain assessments performed by the Group. See Note 22 of the accompanying Audited Consolidated Financial Statements for details.

Contracted services decreased, on account of higher expenses in 2020 driven by: (a) financial assistance, and (b) headcount reduction in relation to the business transformation program.

Depreciation and amortization decreased due to reduction in office space in the corporate headquarters.

Rent expenses decreased, primarily due to a reduction in rental space in the corporate headquarters.

Membership and subscription expenses increased, primarily due to an increase in cloud subscriptions.

Repairs and maintenance expenses increased due to software maintenance system in North America.

Transportation and travel expenses decreased, primarily due to limited mobility and implementation of work from home arrangement.

Communication expenses decreased, primarily as a result of a decrease in headcount and the implementation of work from home arrangement for office-based employees, particularly in the Philippines.

Insurance increased driven by the expansion of the foreign business.

Training expenses decreased, primarily as a result of postponement of some training programs due to the COVID-19 pandemic.

Donations decreased primarily as a result of a higher base as the JFC Group distributed food aid to health workers and health care institutions and lower income sectors of the society at the onset of the COVID-19 pandemic in March 2020.

Representation and entertainment expenses increased on account of a lower base arising from limited mobility in 2020 due to heightened restrictions caused by the COVID-19 pandemic.

Association dues increased as expenses related to 2020 were booked only this year due to delay in billings.

The JFC Group incurred loss on retirements and disposals of property, plant and equipment amounting to ₱54.6 as a result of change in store ownership, store closures and fixed asset disposals.

Electricity decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines and in some countries where the JFC Group operates for the safety of its employees.

Corporate events decreased, primarily as a result of reduced activities due to the COVID-19 pandemic.

Research and development and others decreased due to lower other miscellaneous expenses.

Advertising and promotions increased driven by higher advertising expenses of the foreign business to further boost sales and support new product launches.

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Advertising and promotion	3,331.2	2,643.9	687.3	26.0%	2.2%	2.0%

Operating Income

As a result of the foregoing, operating income increased by ₱19,086.1 million or 149.0% from an operating loss of ₱12,811.5 million for the year 2020 to an operating profit of ₱6,274.6 million for year 2021.

Interest Income (Expense)

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Interest income	165.0	226.6	(61.6)	-27.2%	0.1%	0.2%
Interest Expense:						
Financing	(2,181.2)	(1,848.3)	(332.9)	-18.0%	-1.4%	-1.4%
PFRS-16 Leases and Others	(1,964.6)	(1,939.4)	(25.2)	-1.3%	-1.3%	-1.5%
	(3,980.8)	(3,561.0)	(419.7)	-11.8%	-2.6%	-2.8%

Interest income decreased primarily as a result of a decrease in short-term investments and lower interest rates.

Interest expense increased primarily as a result of (a) increased bank loans, (b) increased impact of PFRS 16—Leases, which amounted to ₱1,939.4 million in 2020 and ₱1,964.6 million in 2021.

Equity in Net Losses of Joint Ventures and Associates — Net

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Equity in net losses of joint ventures and associates - net	(43.4)	(1,081.3)	1,037.9	-96.0%	0.0%	-0.8%

Equity in net losses of joint ventures and an associate for 2021 pertains primarily to the equity in net losses of Tortas Frontera and C-Joy Poultry Meats Production, Inc., partly offset by the equity in net earnings of Golden Bee (Jollibee UAE), Entrek (Jollibee Brunei) and Titan Dining L.P. See Note 11 to the accompanying Audited Consolidated Financial Statements for details.

Other Income - Net

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Write-off of liabilities	2,824.0	2,102.1	721.9	34.3%	1.8%	1.6%
Bank charges	(470.6)	(542.9)	72.3	13.3%	-0.3%	-0.4%
Rebates, suppliers' incentives and government subsidies	462.8	600.6	(137.8)	-22.9%	0.3%	0.5%
Reversal of (provisions for) business transformation	291.1	(501.6)	792.7	100.0%	0.2%	-0.4%
Gain on pre-termination of lease agreements	268.6	886.3	(617.7)	-69.7%	0.2%	0.7%
Marked-to-market gain on financial assets at FVTPL	197.0	1,317.7	(1,120.7)	-85.1%	0.1%	1.0%
Foreign exchange gain (loss) - net	41.1	(142.4)	183.5	128.9%	0.0%	-0.1%
Penalties and charges	35.0	47.1	(12.1)	-25.7%	0.0%	0.0%
Other rentals	9.7	18.5	(8.7)	-47.3%	0.0%	0.0%
Charges to franchisees	4.6	7.0	(2.3)	-33.8%	0.0%	0.0%
Insurance claims and others	229.6	368.7	(139.1)	-37.7%	0.1%	0.3%
	3,893.0	4,161.2	(268.2)	6.4%	2.5%	3.2%

The decrease in consolidated other income - net was primarily due to higher base arising from the unrealized gain from financial assets at FVTPL for 2020.

Provision for (Benefit from) Income Tax

	Years Ended December 31		Change		Pct to Rev	
	2021 (Audited)	2020 (Audited)	Amount	Pct	2021	2020
Current	2,029.4	1,546.6	482.7	31.2%	1.3%	1.2%
Deferred	(1,387.9)	(2,205.6)	817.7	37.1%	-0.9%	-1.7%
	641.4	(659.0)	1,300.4	197.3%	0.4%	-0.5%

The tax benefit in 2021 is significantly lower because of lower deferred tax assets (DTA) on Net Operating Loss Carry Over (NOLCO) due to recovery of some businesses in the Philippines partly offset by DTA write-off due to impact of the CREATE Act.

Net Income

As a result of the foregoing, the JFC Group generated an income of ₱5,502.0 million for 2021 compared to a net loss of ₱12,633.6 million for the year 2020, an improvement of ₱18,135.6 million or +143.6%.

Net Income Attributable to Equity Holders of the Parent Company

Net income attributable to the equity holders of the Parent Company for 2021 amounted to ₱5,981.7 million compared to a net loss of ₱11,510.7 million for 2020, an improvement of ₱17,492.4 million or +152.0%. Basic earnings per share for the year 2021 amounted to ₱5.302 compared to the basic loss per share of ₱10.445 for the year 2020.

Financial Condition

As at December 31, 2021 Versus December 31, 2020

Causes for any material variances (Increase or decrease of 5% or more in the Balance Sheet)

The Jollibee Group ended the year 2021 with consolidated total assets of ₱210,838.2 million, same level as the 2020 year-end balance of ₱210,810.1 million. The following explain the significant movements in the asset accounts:

- The JFC Group's consolidated cash and cash equivalents increased to ₱24,692.7 million, ₱3,331.2 million or 15.6% higher than the balance at year-end 2020. The movements in the JFC Group's cash will be explained further in the cash flow discussion.
- Short-term investments decreased by ₱361.3 million or 81.9% to ₱79.7 million, primarily as a result of the reclassification of placements with maturities less than 90 days to cash and cash equivalents.
- Financial assets at fair value through profit and loss (FVTPL) pertain to unused proceeds from the issuance of senior perpetual securities and senior debt securities in January 2020 and June 2020, respectively, which were invested by the JFC Group in portfolio investments. The decline was primarily due to redemptions made during the year.
- Consolidated inventories increased by ₱1,059.5 million or 12.8% to ₱9,355.3 million, primarily as a result of inventory build up in preparation for higher sales volume due to easing of restrictions related to the COVID-19, increase in prices of some raw materials and impact of the peso depreciation.

- Consolidated other current assets increased by ₱2,361.7 million or 32.6% to ₱9,595.5 million, primarily as a result of increased prepaid taxes and rent, and other receivables.

The Company has a current ratio of 1.43:1.00 as at December 31, 2021, higher than the current ratio of 1.36:1.00 as at December 31, 2020.

- Interest in joint ventures and associates increased by ₱8,097.0 million or 110.5% to ₱15,426.6 million primarily due to investments in Titan Dining of ₱5,907.8 million and CentralHub of ₱1,922.9 million.
- Property, plant and equipment - net increased by ₱1,924.7 million or 6.7% to ₱30,608.8 million primarily due to increased asset base from new stores opened during the year.
- Investments in shares of stock increased by ₱6.4 million or 19.1% to ₱40.2 million primarily due to fair value gains from club shares.
- Investment properties - net decreased by ₱572.7 million primarily due to reclassification to noncurrent assets.
- Right-of-use assets increased by ₱3,944.2 million or 11.5% to ₱38,168.4 million primarily due to additional lease contracts arising from new stores.
- Consolidated operating lease receivables decreased by ₱31.6 million or 36.3% to ₱55.5 million, primarily as a result of collection of rental payments from tenants.
- Finance lease receivables decreased by ₱14.1 million or 20.0% to ₱56.7 million, primarily as a result of collection of rental payments from tenants and pre-termination of leases.
- Consolidated deferred tax assets increased by ₱760.5 million or 12.4% to ₱6,874.9 million, primarily as a result of recognition of NOLCO of foreign subsidiaries. See Note 24 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated other noncurrent assets increased by ₱185.4 million or 5.4% to ₱3,614.2 million, primarily due to increase in refundable and security deposits of new stores.

Consolidated current liabilities amounted to ₱45,846.1 million, ₱13,082.4 million or 22.2% lower than the 2020 year-end balance of ₱58,928.5 million. The following explain the significant movements in current liabilities:

- Consolidated trade payables and other current liabilities and contract liabilities increased by ₱1,586.7 million or 5.1% to ₱32,952.8 million primarily due to increase in trade payables which is relative to the increase in inventories and increase in employee-related accruals, partly offset by a decrease in local and other taxes, advertising and store accruals.
- Consolidated income tax payable decreased by ₱48.0 million or 24.4% to ₱148.6 million, primarily due to payment of 2020 taxes of domestic and foreign subsidiaries.
- Consolidated short-term debt decreased by ₱15,365.5 million or 96.8% to ₱510.0 million due to prepayments of foreign subsidiaries' debts during the period. See Notes 18, 31 and 32 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated current portion of lease liabilities increased by ₱805.0 million or 12.4% to ₱7,284.2 million, primarily due to reclassification of lease payable within one year from non-current portion to current portion of lease liabilities.

- Consolidated current portion of long-term debt increased by ₱230.5 million or 4.9% to ₱4,950.6 million, primarily due to reclassification of long-term debt maturing within one year from non-current portion to current portion of long-term debt, partially offset by payments made.
- The company reversed the unused portion of the provision for business transformation, which amounted to ₱291.1 million.

Consolidated noncurrent liabilities amounted to ₱90,808.0 million, an increase of 8.3% or ₱6,958.2 million compared to the December 31, 2020 audited balance of ₱83,849.8 million. The following explain the significant movements in noncurrent liabilities:

- Senior debt securities increased by ₱1,797.2 million or 6.3% to ₱30,426.1 million primarily due to translation adjustment.
- Consolidated noncurrent portion of lease liabilities increased by ₱3,294.9 million or 10.1% to ₱35,899.5 million, primarily due to reclassification of lease payable within one year from non-current portion to current portion of lease liabilities.
- Consolidated noncurrent portion of long-term debt increased by ₱2,871.5 million or 19.8% to ₱17,409.6 million, primarily as a result of avilment of new loans partially offset by reclassification to current portion of loans maturing within one year. See Notes 18, 31 and 32 to the accompanying Audited Consolidated Financial Statements for details.
- Interest in joint ventures and associates increased by ₱51.2 million or 40.0% due to share in equity in net losses of C-Joy Poultry and Tortas Frontera for the year 2021. See Note 11 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated pension liability decreased by ₱501.0 million or 17.2% to ₱2,416.5 million, primarily due to actuarial changes arising from changes in financial assumptions and other adjustments, partially offset by additional accruals during the year.
- The derivative liability pertains to the interest rate swap (IRS) entered into by the JFC Group on November 20, 2015 with a bank to convert its exposure in variable interest rate of Loan 1 to a fixed interest rate. The fair value of the IRS amounted to ₱141.5 million as at December 31, 2020 and this decreased to ₱12.8 million as at December 31, 2021. See Note 18 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated deferred tax liabilities decreased by ₱426.9 million or 11.1% to ₱3,428.7 million, mainly coming from ROU assets arising from subsequent amortization and permanent store closures. See Note 24 to the accompanying Audited Consolidated Financial Statements for details.

Consolidated total equity increased by ₱6,152.3 million or 9.0% to ₱74,184.2 million from ₱68,031.9 million as at December 31, 2020. The following explain the significant movements in Equity:

- On October 14, 2021, the Parent Company issued Preferred Shares – Series A (3.0 million) and Series B (9.0 million) totaling to 12.0 million shares, with a par value of ₱1.00 per share. The Preferred Shares were listed on the Philippine Stock Exchange on the same date.
- Capital Stock and Additional paid-in capital increased due to issuance of new shares pertaining to the company's stock option program and the related stock option expense accrual.
- The change of ₱1,559.7 million in cumulative translation adjustment was due to the depreciation of the Philippine Peso versus the RMB for the year 2021 (Peso to RMB: 7.97) compared to December 31, 2020 (Peso to RMB: 7.35) and the depreciation of the Philippine Peso versus the

USD for the year 2021 (Peso to USD: 51.00) compared to December 31, 2020 (Peso to USD: 48.02) which increased the value of the JFC Group's net assets.

- The decrease in remeasurement loss on net defined benefit plan – net of tax by ₱260.3 million or 18.6% to ₱1,140.8 million was primarily as result of actuarial changes arising from changes in financial assumptions, basically due to higher discount rates.
- The decrease in consolidated other comprehensive loss on derivative liability of ₱128.7 million for the year 2021 or 91.0% to ₱12.8 million was primarily due to the recognition of unrealized gain in the interest rate swap resulting from higher fixed rate compared to current floating rate.
- The increase in consolidated retained earnings by ₱2,694.1 million or 9.0% to ₱32,564.0 million pertains to the consolidated net income attributable to equity holders of the Parent Company of ₱5,981.7 million for the year 2021 offset by ₱1,155.1 million accrual of coupon payment for the senior perpetual securities, ₱1,965.1 million cash dividend payment.
- Senior perpetual securities refer to the perpetual bonds issued by JWPL, a wholly owned subsidiary, and listed in the Singapore Exchange Securities Trading Limited on January 24, 2020. The Securities offered an initial distribution rate of 3.9%, non-call (5 years) and payable semi-annually. Proceeds from the issuance of securities amounted to US\$600.0 million or ₱30,588.0 million.

Liquidity and Capital Resources

The JFC Group's primary source of liquidity is from its cash flows from operations generated from revenues coming from store operations, franchising, and commissary sales to stores.

The cash reserves of the JFC Group in the form of financial assets at FVTPL was at ₱14,413.0 million as at December 31, 2021. This was partly used to service its USD-denominated debt and financing obligations, and fund the working capital and capital expenditures, especially for the Group's North America and Europe store expansion as their respective economies continue to recover from the pandemic. The JFC Group's continued strong earnings recovery resulted to a 3.8x higher EBITDA of ₱23,606.5 million for the year 2021 compared to the EBITDA of ₱4,837.1 million for the year 2020.

Overall, the JFC Group has financed operations and capital expenditures of its business units primarily through its cash generated from its operations and from its cash reserves (reflected in the balance sheet as financial assets at FVTPL. The capital expenditures spent for the year 2021 amounted to ₱7,875.0 million were primarily related to new stores and renovations.

Further, the Parent Company issued ₱12.0 billion worth of perpetual preferred shares in October 2021. The preferred shares issuance was approved by the Securities and Exchange Commission (SEC) and the Philippine Stock Exchange (PSE). In addition, the JFC Group, through JWPL, bought back about USD203 million of its USD600 million Perpetual Securities issued in January 2020, using a portion of the net proceeds of the preferred shares issuance. In line with this liability management plan, it has started reducing its short-term loans, a majority of which incurred during the onset of the pandemic in 2020, to further improve its leverage ratios. As at December 31, 2021, the JFC Group has repaid ₱7,695.5 million of its short-term loans, while ₱8,000 million was refinanced and converted into long-term loans.

Consolidated net cash provided by operating activities amounted to ₱19,848.9 million as at December 31, 2021, an increase of ₱20,354.2 million compared to the consolidated net cash used in operating activities of ₱505.3 million as at December 31, 2020. The increase resulted primarily from an increase in EBITDA and increase in trade payables and other current liabilities.

Consolidated net cash provided by investing activities amounted to ₱7,964.9 million as at December 31, 2021, an increase of ₱47,967.6 million or 120.0% compared to the net cash used in investing

activities as at December 31, 2020 of ₱40,002.8 million. This was primarily a result of a redemption of ₱23,022.6 million in financial assets at FVPTL, partly offset by capital expenditures for the year 2021 of ₱7,863.8 and ₱7,970.7 million acquisitions of interests in joint ventures and associates.

Consolidated net cash used in financing activities amounted to ₱24,509.7 million as at December 31, 2021, primarily as a result of payments of short-term debt, lease liabilities, long-term debt, interest, coupons for senior perpetual securities and cash dividends, partly offset by the issuance of preferred shares and new loans.

Cash and cash equivalents at the end of the year 2021 stood at ₱24,692.7 million, ₱3,331.2 million or 15.6% higher than the December 31, 2020 balance of ₱21,361.5 million.

Discussion and Analysis of Material Events and Uncertainties

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

There were no events during the period that will trigger direct or contingent financial obligation that is material to the JFC Group.

2. Any 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:

There were no material off-balance sheet transactions, arrangements, obligations created during the reporting period.

3. Any material commitments for capital expenditures, the general purpose such commitments, and the expected sources of funds for such expenditures.

The JFC Group spent ₱7,875.0 million for capital expenditures for 2021, 35.5% lower compared to the ₱12,200.0 million it provided for the year due to the resurgence of COVID-19 in some countries, particularly Vietnam, China, the United States.

For 2022, JFC has allotted ₱17,800.0 million in capital expenditures, significantly higher than the ₱7,875.0 million spending in 2021. ₱10,000.0 million was set for new stores and renovations of existing stores. JFC had planned for opening 500 new stores in 2022, after opening 398 in 2021. The balance of ₱7,800.0 million capital expenditures will be mostly for supply chain and business technology investments. JFC plans to build a new commissary facility in Cebu in order to support its expansion plans in Visayas and Mindanao. These capital expenditures will be primarily funded by cash generated from operations, bank loans and excess cash from the remaining proceeds from the bond issuances.

4. Any seasonal aspects that had a material effect on the financial condition or results of operations.

Food service operations have both peak and lean seasons. Historically, sales in the second and fourth quarters are strong due to the summer and the Christmas seasons, respectively. Demand during the first and third quarters usually slackens. The material financial impact of this seasonality has been considered in the JFC Group's consolidated financial forecast.

5. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations should be described

The resurgence of the COVID-19 infections poses a risk for the group as with other businesses broadly if restrictions are reimposed thereby affecting business operations.

In 2020, the JFC Group implemented the Business Transformation Program which involved permanent closures of unprofitable stores worldwide, rationalization of supply chain (four commissaries were closed in the Philippines) and restructuring of general and administrative expenses. The Business Transformation Program translated to improved store profitability, reduction in operating and G&A expenses. As a result, the JFC Group delivered a remarkable recovery back to profits this 2021 from the losses incurred a year ago despite revenues in the Philippines still below pre-pandemic levels. The JFC Group's brands have also adapted and continued to assess its store formats to enable off-premise capabilities due to the changing consumer behavior as well as regulatory safety requirements.

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

All of the JFC Group's income arose from its continuing operations.

7. Events after the Reporting Period:

Dividend Declaration

On March 14, 2022, the Board of Directors of Jollibee Foods Corporation approved the declaration of a regular cash dividend of ₱8.20525 per share for Series A preferred shares and ₱10.60125 per share for Series B preferred shares, for a total payout of ₱24,615.8 million and ₱95,411.3 million, respectively. The regular cash dividend will be given to JFC stockholders of record as of March 29, 2022 (ex-dividend date of March 24, 2022). Payment date is on April 18, 2022.

Completion of the Acquisition of Milkshop International Co. Ltd.

On February 22, 2022, Jollibee Foods Corporation, through its wholly owned subsidiary, Jollibee Worldwide, Pte. Ltd. completed the acquisition of 51% ownership in Milkshop International Co. Ltd. under the same terms disclosed by the company on November 3, 2021.

Discussion of the Jollibee Group's Top Five (5) Key Performance Indicators

System Wide Sales

System Wide Sales is a measure of all sales to consumers both from company-owned and franchised stores.

	As at end Dec 2021	As at end Dec 2020
System Wide Sales	₱211,719.5 million	₱175,970.3 million
% Growth vs LY	20.3%	-27.8%

Revenues

Revenues is a measure of (1) all sales made by the Jollibee Group's company-owned stores (both food and novelty sales); (2) Commissary sales to franchised stores; (3) fees from stores operated by franchisees; (4) rental revenues of the Jollibee Group's investment properties; and (5) revenues from services rendered by the in-house Construction.

	As at end Dec 2021	As at end Dec 2020

Revenues	₱153,575.6 million	₱129,313.0 million
% Growth vs LY	18.8%	-28.0%

Net Income (Loss) Margin

Net Income (Loss) Margin is the ratio of the Jollibee Group's earnings after interest and tax. This is computed by dividing consolidated net income by consolidated revenues. The quotient is expressed in percentage. This measures the Jollibee Group's return for every peso of revenue earned, after deducting cost of sales, operating expenses, interests and taxes.

	As at end Dec 2021	As at end Dec 2020
Net Income (Loss)	₱5,502.0 million	(~~₱~~ 12,633.6) million
% to Revenues	3.6%	-9.8%

Basic Earnings (Loss) Per Share (EPS)

EPS is the portion of the Jollibee Group's profit allocated to each outstanding share of common stock. This is computed by dividing the net income for the period attributable to the equity holders of the Parent Company by the weighted average outstanding shares during the same period. This serves as an indicator of the Jollibee Group's profitability.

	As at end Dec 2021	As at end Dec 2020
EPS (Basic)	₱5.302	(~~₱~~ 10.445)
% Growth vs LY	150.8%	-256.3%

Return on Equity (ROE)

ROE is the ratio of the JFC Group's net income attributable to equity holders of the Parent Company to equity. It is computed by dividing net income attributable to equity holders of the Parent Company by average equity attributable to equity holders of the Parent Company (average means average of the amounts as of the beginning and end of the same period). ROE is a measure of return for every peso of invested equity. The JFC Group also uses ROE for comparing its profitability with other firms in the same industry.

Annualized	As at end Dec 2021	As at end Dec 2020
Return on Equity	12.7%	-19.0%

Financial Ratios

Jollibee Foods Corporation and Subsidiaries

	Formula	Dec-21 Audited	Dec-20 Audited
Liquidity Ratios			
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.43	1.36
Financial Leverage Ratios			
Asset to Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity Attributable to Equity Holders of the Parent Company}}$	3.79	5.47
Debt Ratio	$\frac{\text{Total Debt}^*}{\text{Total Debt} + \text{Equity Attributable to Equity Holders of the Parent Company}}$	71.1%	78.7%
Net Debt Ratio	$\frac{\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}}{(\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}) + \text{Equity Attributable to Equity Holders of the Parent Company}}$	63.7%	68.9%
Interest Coverage Ratio	$\frac{\text{Earnings before Interest and Taxes}}{\text{Interest Expense}}$	(0.48)	4.5
Solvency Ratio	$\frac{\text{Net Income (Loss)} + \text{Depreciation and Amortization}}{\text{Total Liabilities}}$	0.14	0.01
Debt Service Coverage Ratio	$\frac{\text{Net Income (Loss)}}{\text{Total Liabilities}}$	0.04	(0.09)

* Including both total current and total noncurrent liabilities

Results of Operations

For the Year Ended December 31, 2020 vs. December 30, 2019

(All Amounts are in Million Pesos)

The 2019 Audited Consolidated Financial Statements of JFC was restated to reflect the additional gain of ₱1,104.5 million (₱883.6 million of which was attributable to the Parent Company) resulting from the finalization of the fair values of the assets acquired and liabilities assumed, relative to the acquisition of The Coffee Bean & Tea Leaf®.

Revenues and System Wide Sales (SWS)

Consolidated revenues decreased by ₱50,313.2 million or 28.0% to ₱129,313.0 million for the year 2020, primarily as a result of permanent closure of stores and lower sales per store due to the COVID-19 pandemic. The negative impact of foreign currency translation was less than 1%.

	Year Ended December		Change	
	2020	2019	Amount	Pct
System Wide Sales	175,970.3	243,792.2	(67,821.9)	-27.8%
Revenues	129,313.0	179,626.2	(50,313.2)	-28.0%

SWS is the Group's measure for all sales to consumers, both from Group-owned and franchised stores. Consolidated SWS decreased by ₱67,821.9 million or 27.8 per cent, from ₱243,792.2 million for 2019 to ₱175,970.3 million for 2020.

The table below shows a breakdown of the growth of the Group's SWS for the following categories for the years ended December 31, 2020 and 2019.

	For the FY	
	2020	2019
	Percent	
Same store sales growth	(28.3)	2.8
New store contribution	1.3	9.3
Acquisition-driven growth	-	3.8
Foreign exchange rate changes	(0.8)	(1.0)

(1) Same store sales growth refers to food sales (gross of discount and net of returns and taxes) of Group-owned and franchised stores that have been in operation for at least 15 months. It excludes sales from new store openings.

(2) New store contribution refers to sales of stores opened from January 1 to December 31, 2020 and from January 1 to December 31, 2019.

(3) Acquisition-driven growth refers to the incremental sales contributed by a newly acquired majority-owned business during the period.

(4) Foreign exchange rate changes refer to the impact of currency fluctuations. To eliminate the impact of currency fluctuations, the Group utilizes constant currencies by converting current SWS using prior period's average exchange rate.

As at March 31, 2020, the Group had 5,974 JFC Group-owned and franchised stores globally, of which 50% were temporarily closed due to the COVID-19 pandemic. As COVID-19 pandemic-related

lockdowns and restrictions were gradually lifted in April, May, June, and July 2020, JFC reopened more stores and the percentage of stores that were temporarily closed was reduced to 40%, 26%, 12% and 10% as of April 30 and May 30, 2020, June 30, 2020 and July 31, 2020, respectively. On August 4 to 18, 2020, some parts of the Philippines went back to Modified Enhanced Community Quarantine resulting in higher temporary closure of domestic stores from 8% as of July 31, 2020 to 10% as of August 31, 2020. In September, October, November and December 2020, JFC reopened more stores and the percentage of stores that were temporarily closed was reduced to 7%, 6%, 5% and 4%, respectively.

	Month-end											
	January	February	March	April	May	June	July	Aug	Sept	Oct	Nov	Dec
Philippines	-	-	69%	53%	30%	10%	8%	10%	7%	5%	3%	2%
China	19%	12%	6%	2%	2%	2%	1%	1%	1%	0%	0%	0%
North America (ex-CBTL)	-	-	16%	18%	13%	10%	7%	6%	6%	6%	6%	6%
EMEAA (ex-SuperFoods)	-	-	23%	8%	9%	3%	2%	2%	0%	0%	0%	0%
CBTL	-	-	32%	40%	35%	24%	20%	15%	14%	12%	12%	10%
SuperFoods			34%	14%	9%	8%	11%	11%	7%	6%	5%	5%
	1%	1%	50%	40%	26%	12%	10%	10%	7%	6%	5%	4%

As the JFC Group's stores are resuming operations all over the world, the speed of recovery in same store sales varied across different countries and territories. In general, same store sales recovered faster in developed countries than in developing countries. For example, some of the brands' stores in North America recorded positive same store sales growth since mid-April 2020, primarily due to the high purchasing power which was fueled by the stimulus package and unemployment pay. In China, JFC's businesses have started to recover with most brands registering positive same store sales growth in the fourth quarter of 2020. In EMEAA, Jollibee in Singapore, Brunei and Oman registered positive same store sales growth in the fourth quarter of 2020. In the Philippines, recovery has been slow because of higher level of restrictions and lack of public transportation.

The table below shows a breakdown of the growth of the Group's SWS by region for the years ended December 31, 2020 and 2019.

FY 2020	Same Store		Newly		Impact of
	SWS Sales	Growth	Store Contribution	Acquired Business Contribution	
	Percent				FOREX on SWS
Philippines	(40.8)	(34.4)	(6.4)	-	-
People's Republic of China	(20.7)	(17.9)	0.6	-	(3.4)
North America	(11.4)	(7.4)	(0.1)	-	(4.0)
Europe, Middle East, Asia (EMEAA)	(10.1)	(12.7)	6.8	-	(4.1)
Coffee Bean and Tea Leaf	139.4	-	142.8	-	(3.3)
SuperFoods	(13.9)	(15.3)	5.9	-	(4.4)
Total worldwide	(27.8)	(28.3)	1.3	-	(0.8)

FY 2019	Same Store		New Store		Newly Acquired Business	Impact of FOREX
	SWS	Sales Growth	Contribution	Percent	Contribution	on SWS
Philippines	10.5	3.3	7.2	-	-	-
People's Republic of China	(3.8)	2.6	-0.4	-	-	(6.0)
North America	22.7	(1.9)	27.2	-	-	(2.5)
Europe, Middle East, Asia (EMEA)	14.9	3.0	14.7	-	-	(2.8)
Coffee Bean and Tea Leaf	-	-	-	100.0	-	-
SuperFoods	22.9	7.6	19.6	-	-	(4.3)
Total worldwide	14.9	2.8	9.3	3.8	-	(1.0)

The JFC Group opened 338 stores worldwide (Philippines 81; Foreign 257) and closed 486 stores (Philippines 181; Foreign business 305) in 2020. It ended the year 2020 with 5,824 stores, 2.5% lower compared to the number of stores at the end of December 2019.

Direct Costs

Consolidated direct costs for the year 2020 decreased to ₱115,726.3 million, which is ₱34,531.5 million or 23.0% lower than the consolidated direct costs for the year 2019, primarily as a result of a decrease in: (i) the cost of inventories and (ii) store and manufacturing costs. As a percentage of revenues, direct cost is at 89.5% and 83.7% for the years ended December 31, 2020 and 2019, respectively

The following table summarizes the breakdown of the Jollibee Group's direct costs for the years ended December 31, 2020 and 2019 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
<i>Cost of Sales</i>						
Cost of inventories	58,999.3	85,405.0	(26,405.7)	-30.9%	45.6%	47.5%
Personnel costs:						
Salaries, wages and other employee benefits	16,943.8	17,778.1	(834.3)	-4.7%	13.1%	9.9%
Pension expense	47.4	189.3	(141.9)	-75.0%	0.0%	0.1%
Depreciation and amortization	13,863.7	12,877.0	986.8	7.7%	10.7%	7.2%
Contracted services	6,741.9	9,942.9	(3,201.1)	-32.2%	5.2%	5.5%
Electricity and other utilities	4,096.6	5,535.8	(1,439.2)	-26.0%	3.2%	3.1%
Rent	2,537.0	4,466.4	(1,929.4)	-43.2%	2.0%	2.5%
Supplies	2,260.4	2,963.2	(702.9)	-23.7%	1.7%	1.6%
Repairs and maintenance	1,934.2	2,001.4	(67.2)	-3.4%	1.5%	1.1%
Security and janitorial	955.6	1,103.8	(148.3)	-13.4%	0.7%	0.6%
Communication	377.8	341.0	36.7	10.8%	0.3%	0.2%
Professional fees	107.3	162.5	(55.2)	-34.0%	0.1%	0.1%
Representation and entertainment	81.2	125.5	(44.3)	-35.3%	0.1%	0.1%
Delivery costs, insurance and others	5,179.3	4,364.7	814.6	18.7%	4.0%	2.4%
	114,125.5	147,256.8	(33,131.3)	-22.5%	88.3%	82.0%
<i>Cost of Services</i>						
Advertising expense	1,600.8	3,001.1	(1,400.3)	-46.7%	1.2%	1.7%
	115,726.3	150,257.9	(34,531.5)	-23.0%	89.5%	83.7%

Consolidated cost of inventories decreased relative to the decrease in revenues. As a percentage of revenues, cost of inventories decreased by 1.9% year-on-year (YoY).

Consolidated store and manufacturing costs decreased by 12.5% to ₱56,727.0 million resulting from: (a) closure of non-performing stores; (b) headcount reduction in stores that remain open; (c) closure of some commissaries in the Philippines; (d) downsizing of commissary operations which started in April, including headcount reduction.

The following discussion details the components of store and manufacturing costs, for the year ended December 31, 2020 compared to December 31, 2019:

Personnel costs decreased primarily as a result of: (a) permanent closure of 343 company-owned stores; (b) permanent closure of 4 commissaries in the Philippines; (c) headcount reductions in existing stores and commissaries and main offices in the Philippines and abroad.

Depreciation and amortization expenses increased primarily as a result of the full year impact of the consolidation of CBTL compared to only three months depreciation expense for the year 2019.

Contracted services expenses decreased primarily as a result of the factors discussed above (see discussion on Consolidated store and manufacturing costs).

Electricity expenses decreased primarily as a result of: (a) closure of non-performing stores; and, (b) closure of some commissaries in the Philippines.

Rent expenses decreased primarily as a result of: (a) closure of non-performing stores; (b) closure of some commissaries in the Philippines; and, (c) reprieve on rent given by mall operators and some non-mall lessors.

Supplies expenses decreased primarily as a result of: (a) closure of non-performing stores; and, (b) closure of some commissaries in the Philippines.

Security and janitorial expenses decreased primarily as a result of: (a) closure of non-performing stores; and, (b) closure of some commissaries in the Philippines.

Communication expenses increased primarily as a result of higher call center charges and interest charges.

Delivery costs, insurance and others include lease pre-termination costs amounting to ₱1,042.5 million in 2020.

Gross Profit

As a result of the foregoing, gross profit decreased by ₱15,781.6 million or 53.7% from ₱29,368.3 million for year 2019 to ₱13,586.7 million for the year 2020. Gross profit margin declined from 16.3% in 2019 to 10.5% in 2020.

General and Administrative Expenses

Consolidated expenses increased by ₱3,508.8 million or 15.3% from ₱22,889.3 million for the year 2019 to ₱26,398.1 million for the year 2020, primarily as a result of: (a) expenses related to the JFC Group's business transformation program; and (b) the full year impact of the consolidation of CBTL compared to only three months operating expenses for the year 2019. The increase in consolidated operating expenses was partially offset by a decrease in other business units expenses as employees at support services and main offices in most countries work from home while some restaurant outlets are temporarily closed. As a percentage of revenues, general and administrative expenses increased by 7.7% YoY primarily due to the foregoing factors.

The following table summarizes the breakdown of the Jollibee Group's general and administrative expenses for the years ended December 31, 2020 and 2019 and the percentage of each component to consolidated revenues:

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Personnel costs:						
Salaries, wages and other employee benefits	10,692.4	9,580.1	1,112.3	11.6%	8.3%	5.3%
Stock options expense	188.3	262.9	(74.6)	-28.4%	0.1%	0.1%
Pension expense	48.2	204.8	(156.7)	-76.5%	0.0%	0.1%
Impairment in value of:						
Property, plant & equipment	1,185.5	399.2	786.3	197.0%	0.9%	0.2%
Right-of-use assets	661.4	-	661.4	100.0%	0.5%	0.0%
Inventories	332.5	16.7	315.8	1894.6%	0.3%	0.0%
Receivables	281.9	25.3	256.5	1012.2%	0.2%	0.0%
Taxes and licenses	1,403.5	1,854.4	(450.9)	-24.3%	1.1%	1.0%
Loss (gain) on retirements and disposals of property, plant and equipment, intangibles and other assets	1,489.2	(278.3)	1,767.5	-635.1%	1.2%	-0.2%
Professional fees	1,432.5	1,213.1	219.4	18.1%	1.1%	0.7%
Contracted services	1,252.4	597.2	655.1	109.7%	1.0%	0.3%
Depreciation and amortization	705.0	618.4	86.6	14.0%	0.5%	0.3%
Rent	492.3	522.2	(29.9)	-5.7%	0.4%	0.3%
Transportation and travel	412.1	836.5	(424.4)	-50.7%	0.3%	0.5%
Repairs and maintenance	313.3	323.3	(10.0)	-3.1%	0.2%	0.2%
Communication	303.5	186.0	117.4	63.1%	0.2%	0.1%
Membership and subscriptions	275.8	222.8	53.0	23.8%	0.2%	0.1%
Donations	260.7	120.6	140.2	116.2%	0.2%	0.1%
Corporate events	230.9	215.4	15.5	7.2%	0.2%	0.1%
Reversals of provision for impairment on:						
Inventories	(82.4)	(26.5)	(55.9)	211.2%	-0.1%	0.0%
Property, plant & equipment	(76.2)	(29.2)	(47.0)	161.1%	-0.1%	0.0%
Receivables	-	(91.4)	91.4	-100.0%	0.0%	-0.1%
Insurance	101.2	80.0	21.2	26.5%	0.1%	0.0%
Training	107.8	279.5	(171.8)	-61.4%	0.1%	0.2%
Supplies	102.6	106.8	(4.2)	-4.0%	0.1%	0.1%
Electricity and other utilities	46.3	71.7	(25.5)	-35.5%	0.0%	0.0%
Representation and entertainment	43.2	94.2	(51.0)	-54.2%	0.0%	0.1%
Association dues	42.2	42.3	(0.2)	-0.4%	0.0%	0.0%
Security and janitorial	12.0	34.1	(22.1)	-64.8%	0.0%	0.0%
Research and development and others	1,496.4	1,424.4	72.0	5.1%	1.2%	0.8%
Total General and Administrative Expenses	23,754.2	18,906.7	4,847.5	25.6%	18.4%	10.5%
Advertising and promotions	2,643.9	3,982.6	(1,338.7)	-33.6%	2.0%	2.2%
	26,398.1	22,889.3	3,508.8	15.3%	20.4%	12.7%

The following discussion details the components of general and administrative expenses for the year ended December 31, 2020 compared to December 31, 2019:

Personnel costs increased primarily as a result of expenses (i.e., separation packages for affected employees) related to JFC's business transformation program.

Taxes and licenses expenses decreased primarily as a result of a decrease in business taxes due to lower sales arising from the temporary closure of significant number of stores.

Professional fees increased primarily as a result of: (a) consulting fees paid by CBTL in relation to organizational restructuring, (b) expenses relating to the issuance of Senior Perpetual Securities in January 2020, and (c) expenses relating to the issuance of senior debt securities in June 2020.

Contracted services increased primarily as a result of financial assistance given to employees of third-party service providers who were affected by the COVID-19 pandemic.

Depreciation and amortization increased primarily as a result of the full year impact of the consolidation of CBTL compared to only three months operating expenses for the year 2019.

Rent expenses decreased primarily as a result of reprieve on rent given by lessors and landlords.

Transportation and travel expenses decreased primarily as a result of travel restrictions imposed by the JFC Group and the government as well.

Repairs and maintenance expenses decreased primarily as a result of closure of main offices due to the implementation of work from home arrangements for all office-based employees in the Philippines effective March 16, 2020 and other countries where the Group operates for the safety of employees and to comply with the restrictions imposed by government authorities to reduce the spread of COVID19.

Communication expenses increased primarily as a result of an increase in telephone and internet-related expenses.

Membership and subscription expenses increased primarily as a result of an increase in cloud subscriptions.

Donations increased primarily as a result of donations provided to people most affected by COVID-19 in various countries. JFC, through its social responsibility arm, the Jollibee Group Foundation, Inc. donated ₱220 million worth of food from JFC Group brands. ₱100 million was used to provide meals for 1.3 million health and checkpoint front liners throughout the country. ₱120 million was used to provide 2.5 million food packs to more than 500 thousand indigent families and to make food donations to 27 community kitchens serving front liners and other communities. This was done in coordination with various public and private institutions to distribute food aid to lower-income sectors of the society. JFC was giving similar assistance to hospitals and health care institutions in China and the United States where it operates.

Corporate events increased driven by increased spending on events before the lockdowns such as annual conventions, Food, Service, Cleanliness (FSC) Awards and Presidential Awards for Performance Excellence (PAPE) of business units as well as other employee programs.

Insurance expenses for increased primarily as a result of the consolidation of CBTL.

Training expenses decreased primarily as a result of postponement of training programs due to the COVID-19 pandemic.

Supplies expenses decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines effective March 16, 2020 and other countries where the Group operates for the safety of employees and to comply with the restrictions imposed by government authorities to reduce the spread of COVID19.

Electricity expenses decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines effective March 16, 2020 and other countries where the Group operates for the safety of employees and to comply with the restrictions imposed by government authorities to reduce the spread of COVID19.

Representation and entertainment expenses decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines effective March 16, 2020 and other countries where the Group operates for the safety of employees and to comply with the restrictions imposed by government authorities to reduce the spread of COVID19.

Security and janitorial expenses decreased primarily as a result of: (a) temporary closure of some of the Group's offices arising from lockdowns imposed by government authorities due to the COVID-19 pandemic.

The Group reversed previously recognized provisions for impairment on property, plant and equipment and inventories amounting to ₱158.5 million. The Group also incurred loss on retirements and disposals of property, plant and equipment amounting to ₱1,489.2 million as a result of change in store ownership,

store closures and fixed asset disposals. In addition, the Group recognized provisions for impairment in the value of property, plant and equipment, right-of use assets, inventories and receivables amount to ₱1,185.5 million, ₱661.4 million, ₱332.5 million and ₱281.9 million, respectively, following certain assessments performed by the Group.

Research and development and others include costs (gain) on lease pre-termination and derecognition of unfavorable leases amounting to ₱332.5 million and (₱233.1 million), respectively, in 2020.

Advertising and Promotions

Advertising and promotions decreased primarily as a result of the significant decline in system wide sales. As a percentage of revenues consolidated advertising and promotions decreased by 0.2%.

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Advertising and promotion	2,643.9	3,982.6	(1,338.7)	-33.6%	2.0%	2.2%

Operating Income

As a result of the foregoing, operating income decreased by ₱19,290.5 million or 297.7% from an operating profit of ₱6,479.0 million (as restated) for year 2019 to an operating loss of ₱12,811.5 million for the year 2020. Operating income margins decreased from 3.6% for the year 2019 to -9.9% for the year 2020.

Interest Income (Expense)

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Interest income	226.6	400.7	(174.0)	-43.4%	0.2%	0.2%
Interest expense	(3,787.7)	(3,187.3)	(600.4)	-18.8%	-2.9%	-1.8%
	(3,561.0)	(2,786.6)	(774.4)	-27.8%	-2.8%	-1.6%

Interest income decreased primarily as a result of decrease in short-term investments due to matured placements and lower interest rates.

Interest expense increased primarily as a result of (a) increased bank loans for working capital, capital expenditures relating to on-going operations and other general corporate purposes, (b) impact of PFRS 16—Leases, which amounted to ₱1,938.5 million in 2020 and ₱1,824.3 million in 2019.

As a percentage of revenues, consolidated net interest expenses increased by 1.2%.

Equity in Net Earnings (Losses) of Joint Ventures and Associates — Net

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Equity in net earnings (losses) of joint ventures and associates - net	(1,081.3)	23.4	(1,104.7)	-4724.1%	-0.8%	0.0%

Equity in net losses of joint ventures and an associate for 2020 pertains primarily to the equity in net losses of C-Joy Poultry Meats Production, Inc., partly offset by the equity in net earnings of Titan Dining LP and Entrek (Jollibee Brunei). See Note 11 to the accompanying Audited Consolidated Financial Statements for details.

Other Income

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Write-off of liabilities	2,102.1	2,290.5	(188.4)	-8.2%	1.6%	1.3%
Unrealized gain (loss) from financial assets at FVTPL - net	1,317.7	(1.6)	1,319.4	100.0%	1.0%	0.0%
Pre-termination of lease agreements	886.3	400.4	486.0	121.4%	0.7%	0.2%
Rebates, suppliers' incentives and government subsidies	600.6	339.1	261.5	77.1%	0.5%	0.2%
Bank charges	(542.9)	(405.0)	(137.9)	34.1%	-0.4%	-0.2%
Provisions - net	(501.6)	-	(501.6)	-100.0%	-0.4%	0.0%
Foreign exchange loss - net	(142.4)	(268.2)	125.8	46.9%	-0.1%	-0.1%
Penalties and charges	47.1	65.8	(18.7)	-28.4%	0.0%	0.0%
Other rentals	18.5	6.3	12.2	194.9%	0.0%	0.0%
Charges to franchisees	7.0	24.6	(17.6)	-71.7%	0.0%	0.0%
Gain from acquisition of a business	-	4,255.3	(4,255.3)	-100.0%	0.0%	2.4%
Insurance claims and others	368.7	143.0	225.7	157.8%	0.3%	0.1%
	4,161.1	6,850.2	(2,689.1)	-39.3%	3.2%	3.8%

The decrease in consolidated other income - net was primarily a result of higher base arising from the gain from acquisition of CBTL which amounted to ₱4,255.3 million, partially offset by other income from (a) net unrealized gain on financial assets at fair value through profit or loss arising from the excess funds from the senior perpetual and debt securities which are invested in bond funds (b) government subsidies from Singapore, Canada, China and Europe, and (3) pre-termination of lease agreements.

Other income for the year 2019 was restated to reflect the additional gain of by ₱1,104.5 million resulting from the finalization of the fair values of the assets acquired and liabilities assumed, relative to the acquisition of The Coffee Bean & Tea Leaf®.

Provision for Income Tax

	Year Ended December		Change		Pct to Rev	
	2020	2019	Amount	Pct	2020	2019
Current	1,546.6	3,255.7	(1,709.0)	-52.5%	1.2%	1.8%
Deferred	(2,205.6)	(200.5)	(2,005.1)	-1000.1%	-1.7%	-0.1%
	(659.0)	3,055.2	(3,714.2)	-121.6%	-0.5%	1.7%

Provision for income tax decreased resulting from lower taxable income in 2020 brought about by the pandemic and recognition of Net Operating Loss Carry Over (NOLCO) for USA-, Philippine- and China- based entities.

Net Loss

As a result of the foregoing, the JFC Group incurred a net loss of ₱12,633.6 million for the year 2020, a decrease of ₱20,144.4 million or -268.2% compared to the net income of ₱7,510.8 million (*as restated*) for the year 2019. Net loss margins decreased from 4.2% in 2019 to -9.8% in 2020.

Net Loss Attributable to Equity Holders of the Parent Company

Net loss attributable to the equity holders of the Parent Company amounted to ₱11,510.7 million, a decrease of ₱18,813.5 million or -257.6% compared to the net income of ₱7,302.7 million (*as restated*) for the year 2019. Basic loss per share for the year 2020 amounted to ₱10.445, a decrease of ₱17.129 or -256.3% compared to the basic earnings per share of ₱6.684 (*as restated*) for the year 2019. Net loss attributable to the equity holders of the parent company margins decreased from 4.1% in 2019 to -8.9% in 2020.

Financial Condition

Causes for any material variances

(Increase or decrease of 5% or more in the Balance Sheet)

As at December 31, 2020 Versus December 31, 2019

The Jollibee Group ended the year 2020 with consolidated total assets of ₱210,810.1 million, 12.5% higher than the ₱187,442.8 million balance as at the end of 2019 (as restated). The following explain the significant movements in the asset accounts:

- The Jollibee Group's consolidated cash and cash equivalents increased to ₱21,361.5 million, ₱469.5 million or 2.2% higher than the balance at year-end 2019. The movements in the Jollibee Group's cash will be explained further in the cash flow discussion.
- Short-term investments decreased by ₱1,689.0 million or 79.3% to ₱441.0 million due to reclassification of placements with maturities less than 90 days to cash and cash equivalents.
- Financial assets at fair value through profit and loss (FVTPL) pertain to unused proceeds totaling ₱35,658.6 million (USD742.6 million) from the issuance of Senior Perpetual Securities and senior debt securities in January 2020 and June 2020, respectively, which were invested by the JFC Group in bond funds.
- Consolidated receivables and contract assets increased by ₱1,143.6 million or 19.4% to ₱7,049.9 million primarily due to delays in collection from franchisees.
- Consolidated inventories decreased by ₱1,670.3 million or 16.8% to ₱8,295.8 million as a result of the permanent and temporary closure of stores due to the COVID-19 pandemic.
- Other current asset increased by ₱508.7 million or 7.6% to ₱7,233.7 million due to higher pre-payments for taxes offset by lower prepaid rent.

The Company has a current ratio of 1.36:1.00 as at December 31, 2020, higher than the current ratio of 0.68:1.00 (*based on restated balances*) as at December 31, 2019.

- Interests in joint ventures and associates increased by ₱497.5 million or 7.3% to ₱7,329.6 million primarily due to the additional investment in Titan Dining (Tim Ho Wan) amounting to ₱1,543.2 million. See Note 11 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated property, plant and equipment decreased by ₱3,908.0 million or 12.0% to ₱28,684.1 million, net of accumulated depreciation, primarily as a result of the permanent closure of stores and four commissaries in relation to JFC's business transformation program. See Note 12 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated right-of-use assets decreased by ₱8,242.9 million or 19.4% to ₱34,224.1 million primarily due to the permanent closure of stores in relation to JFC's business transformation program.
- Consolidated operating lease receivables decreased by ₱11.5 million or 11.7% to ₱87.2 million, primarily due to collection of rental payments from tenants.
- Consolidated finance lease receivable decreased by ₱91.1 million or 56.3% to ₱70.8 million due to pre-termination of leases.

- Consolidated deferred tax assets increased by ₱1,665.1 million or 37.4% to ₱6,114.4 million, primarily from NOLCO of USA- and Philippine-based entities. See Note 24 to the accompanying Audited Consolidated Financial Statements for details.

Consolidated current liabilities amounted to ₱58,928.5 million, ₱8,416.8 million or 12.5% lower than the 2019 year-end balance of ₱67,345.3 million (*as restated*). The following explain the significant movements in current liabilities:

- Consolidated trade payables and other current liabilities and contract liabilities decreased by ₱2,951.5 million or 8.6% to ₱31,366.0 million primarily due to decrease in local business taxes, trade payables and other current liabilities partly offset by increase in service fees and others, contract liabilities and freight.
- Consolidated income tax payable decreased by ₱195.3 million or 49.8% to ₱196.7 million due to lower taxable income for 2020.
- Consolidated short-term debt decreased by ₱6,304.9 million or 28.4% to ₱15,875.5 million due to the settlement of USD400.0 million loan, mainly for the CBTL acquisition acquired in September 2019, and favorable translation adjustments, partly offset by new loans availed by the JFC Group during the period. See Note 18 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated current portion of lease liabilities decreased by ₱557.6 million or 7.9% to ₱6,479.1, million, primarily due to store closures.
- Consolidated current portion of long-term debt increased by ₱1,304.1 million or 38.2% to ₱4,720.1 million primarily due to reclassification of loans maturing within one year from non-current portion to current portion of long-term debt, partly offset by payments made during the period.
- Liability for acquisition of businesses decreased pertains to the remaining balance of re-acquired franchise rights of Smashburger, partially offset by subsequent payments made.
- Current provisions consist mainly of provisions for asserted claims which are normal to the JFC Group's business. These include estimates of legal services, settlement of amounts and other costs of claims made against the JFC Group.

Consolidated noncurrent liabilities amounted to ₱83,849.8 million, 25.7% or ₱17,122.1 million higher than the December 31, 2019 audited balance (*as restated*) of ₱66,727.7 million. The following explain the significant movements in noncurrent liabilities:

- Senior debt securities pertain to the USD300.0 million 5.5-year and a USD300.0 million 10-year Reg S only dual-tranche US dollar-denominated guaranteed senior notes issued on June 24, 2020, with a coupon rate of 4.125% and 4.750%, respectively, and payable semi-annually.
- Consolidated noncurrent portion of lease liabilities decreased by ₱7,666.1 million or 19.0% to ₱32,604.6 million, primarily due to the permanent closure of stores in relation to JFC's Business Transformation Program.
- Consolidated noncurrent portion of long-term debt decreased by ₱4,641.6 million or 24.2% to ₱14,538.1 million mainly due to reclassification to current portion of loans maturing within one year. See Note 18 to the accompanying Audited Consolidated Financial Statements for details.
- Interest in joint ventures and associates pertain to losses in excess of investment in C-Joy Poultry.

- Consolidated pension liability increased by ₱696.2 million or 31.3% to ₱2,917.5 million, primarily due to additional accruals during the period and remeasurement loss on net defined benefit plan.
- The derivative liability pertains to the interest rate swap (IRS) entered into by the JFC Group on November 20, 2015 with a bank to convert its exposure in variable interest rate of Loan 1 to a fixed interest rate. The IRS had a negative fair value of ₱58.2 million as at December 31, 2019 and this increased to ₱141.5 million as at December 31, 2020. See Note 18 to the accompanying Audited Consolidated Financial Statements for details.
- Consolidated deferred tax liabilities decreased by ₱317.1 million or 7.6% to ₱3,855.6 million, mainly coming from ROU assets arising from subsequent amortization and permanent store closures. See Note 24 to the accompanying Audited Consolidated Financial Statements for details.

Consolidated total equity increased by ₱14,662.1 million or 27.5% to ₱68,031.9 million as at December 31, 2020. The following explain the significant movements in Equity:

- Capital Stock and Additional paid-in capital increased due to issuance of new shares pertaining to the JFC Group's stock option program and the related stock option expense accrual.
- The change of ₱1,309.6 million (loss) in cumulative translation adjustment was due to the appreciation of the Philippine Peso versus the RMB for the year 2020 (Peso to RMB: 7.35) compared to December 31, 2019 (Peso to RMB: 7.25) and the appreciation of the Philippine Peso versus the USD for year 2020 (Peso to USD: 48.02) compared to December 31, 2019 (Peso to USD: 50.64) which resulted in the lower value of the JFC Group's net assets.
- The increase in remeasurement loss on net defined benefit plan – net of tax by ₱435.7 million for the year 2020 or 45.1% to ₱1,401.1 million as at December 31, 2020 was primarily as result of actuarial changes arising from changes in financial assumptions, basically due to lower discount rates.
- The decrease in consolidated other comprehensive income on derivative liability by ₱83.2 million for the year 2020 or 142.9% to ₱141.5 million as at December 31, 2020 was primarily due to the recognition of unrealized loss in the interest rate swap resulting from higher fixed rate compared to current floating rate.
- The decrease in consolidated retained earnings by ₱14,009.5 million or 31.9% to ₱29,869.9 million pertains to the consolidated net loss attributable to equity holders of the Parent Company for the year 2020, cash dividends declared in May 2020 and Senior Perpetual Securities' 1st coupon payment on July 23, 2020.

The 2019 Audited Consolidated Financial Statements of JFC was restated to ₱7,302.7 million to reflect the additional gain of ₱883.6 million (attributable to the Parent Company) resulting from the finalization of the fair values of the assets acquired and liabilities assumed, relative to the acquisition of The Coffee Bean & Tea Leaf®.

- Senior Perpetual Securities refer to the perpetual bonds issued by JWPL, a wholly owned subsidiary, and listed in the Singapore Exchange Securities Trading Limited on January 24, 2020. The Securities offered an initial distribution rate of 3.9%, non-call (5 years) and payable semi-annually. Proceeds from the issuance of securities amounted to U.S.\$600.0 million or ₱30,588.0 million.

Liquidity and Capital Resources

The Group's primary source of liquidity is from its cash flow from operations which is generated from revenues coming from store operations, franchising, and commissary sales to stores.

In January 2020, before the pandemic that caused unprecedented lockdowns, JFC issued USD600.0 million of Senior Perpetual Securities for the repayment of the USD400.0 million bridge loan obtained in September 2019 that was used for the acquisition of The Coffee Bean & Tea Leaf business. The remaining proceeds were initially earmarked for capital expenditures for the year 2020.

As soon as the pandemic impacted the business with massive closures of stores, JFC announced its decision to reduce its targeted capital expenditures from ₱14.2 billion to ₱5.9 billion. Further, JFC embarked on a Business Transformation Program (see "*Summary*" – *Recent Developments*). Four commissaries and a total of 486 stores (307 were Group-owned, while 179 were franchised), of which 262 company-owned stores were unprofitable and were closed permanently. Operating and general and administrative expenses were significantly reduced in stores, supply chain facilities and back-office functions. A total of ₱7.0 billion was provided for the Business Transformation in June 2020. ₱6.7 billion or 96% of that provision were utilized during the year, and of which ₱2.0 billion represented write-off of book value of assets mainly related to the stores and commissaries that were shutdown. A total of ₱2.6 billion in annualized savings are now being realized with full impact in 2021 and the years ahead.

To support the Business Transformation Program and the impact of the COVID-19 pandemic to the businesses, the Group reallocated the remaining proceeds from the Senior Perpetual Securities as cash buffer to support the Group's working capital requirements especially during the height of the lockdowns around the world. Prior to the pandemic, the Group's leverage ratios, such as Debt-to-EBITDA and gearing ratio (Total Liabilities to Total Equity), were maintained between 1.5x to well below 3.0x. The low levels of leverage and the overall healthy balance sheet afforded the Group enough debt headroom for additional leverage for flexibility to respond quickly to the pandemic. When the pandemic lockdowns affected business operations in early March of 2020, the Group was able to use its available credit lines in the Philippines and in the USA and subsequently tapped the USD capital market in June to build up further its cash reserves to shore up the needed liquidity so its businesses around the world could continue to operate and take advantage of expansion opportunities when the economies gradually recover from the pandemic.

In June 2020, JFC, through JWPL, issued Senior Debt Securities (USD300.0 million with 5.5 year maturity and USD300 million with 10 year maturity). The substantial portion of the proceeds from the Senior Debt Securities and excess of the earlier issued Senior Perpetual Securities, net of the USD400.0 million payment of the short-term debt for the acquisition of CBTL, were utilized for the balance of 2020 for working capital support, spending for the Business Transformation Program, and gradual capital expenditure investments for markets that were quicker to recover from the pandemic. The unused funds were reinvested in the form of financial assets at fair value through profit and loss (FVTPL) in USD-denominated fixed income funds portfolio worth ₱35.7 billion or about USD742.6 million as of December 31, 2020. A total of ₱1.3 billion was recognized as unrealized gains from such investments, at FVTPL, contributing to JFC's consolidated profit by the end of the year.

Consolidated net cash used in operating activities amounted to ₱505.3 million for the year ended December 31, 2020, ₱20,568.7 million or 102.5% lower compared to the consolidated net cash provided by operating activities of ₱20,063.4 million for the year ended December 2019. The decrease in funds from operations was mainly due to the loss incurred in 2020 due to the impact of the COVID-19 pandemic.

Consolidated net cash used in investing activities amounted to ₱40,002.8 million for the year ended December 31, 2020, ₱10,949.1 million or 37.7% higher compared to the net cash used in investing activities for the year ended December 31, 2019 primarily as a result of financial assets at FVPTL which

amounted to ₱37,857.1 million. Capital expenditures for the year 2020 decreased to ₱5,922.0 million compared to the capital expenditures of ₱10,041.9 million for the year 2019.

Consolidated net cash provided by financing activities amounted to ₱41,119.5 million for the year ended December 31, 2020, primarily due to proceeds from (a) the issuance of guaranteed Senior Perpetual Securities in January 2020 amounting to ₱30,588.0 million; (b) the issuance of senior debt securities in June 2020 amounting to ₱29,499.0 million; and (c) short-term debt of ₱14,327.3 million, partly offset by payments of short-term debt, lease liabilities, long-term debt, interest, cash dividends, and coupons for Senior Perpetual Securities with a combined amount of ₱34,960.4 million.

Cash and cash equivalents at the end of December 2020 stood at ₱21,361.5 million, ₱469.5 million or 2.2% higher than the December 31, 2019 balance.

Discussion and Analysis of Material Events and Uncertainties

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

Since the Group was able to collaborate with its lenders to secure a waiver of the financial covenants in its bank loans, there were no events during the period that will trigger direct or contingent financial obligation that is material to the JFC Group.

2. Any 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:

There were no material off-balance sheet transactions, arrangements, obligations created during the reporting period.

4. Any material commitments for capital expenditures, the general purpose such commitments, and the expected sources of funds for such expenditures.

In response to the disruption in the operations of the business brought by the COVID-19 epidemic, JFC postponed about ₱9,000.0 million worth of capital expenditures from 2020 to 2021 since the pandemic limited mobility and commercial activity which affected construction activity for stores and the low volume and uncertainty. Capital expenditures for 2020 were reduced from the planned ₱14.2 billion to ₱5.9 billion.

5. Any seasonal aspects that had a material effect on the financial condition or results of operations.

Food service operations have both peak and lean seasons. Historically, sales in the second and fourth quarters are strong due to the summer and the Christmas seasons, respectively. Demand during the first and third quarters usually slackens. The material financial impact of this seasonality has been considered in the JFC Group's consolidated financial forecast.

6. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations should be described.

The JFC group aims for very strong sales and profit recovery in 2021 versus 2020. JFC's sales and profit growth will be driven by the international business and from the lower base effects from the pandemic in 2020. The profit growth will also be driven by the savings generated from the business transformation program.

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

All of the JFC Group's income arose from its continuing operations.

8. Events after the Reporting Period:

Dividend Declaration

On April 8, 2021, the Board of Directors of the Parent Company approved a cash dividend of ₱0.78 per share of common stock to all stockholders of record as at April 26, 2021. Consequently, the cash dividend is expected to be paid out on May 12, 2021. The cash dividend is 25.8% higher than the ₱0.62 cash dividend per share declared on April 7, 2020.

Corporate Recovery and Tax Incentives for Enterprises Act

President Rodrigo Duterte signed into law on March 26, 2021 the Corporate Recovery and Tax Incentives for Enterprises Act ("CREATE Law") to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 or the CREATE Law introduces reforms to the corporate income tax and incentives systems. It takes effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation or April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Law which have an impact to the JFC Group:

- Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5 million and with total assets not exceeding ₱100 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.
- Minimum corporate income tax (MCIT) rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.
- The 10% special income tax rate enjoyed by regional operating headquarters will end on December 31, 2021.
- For investments prior to effectivity of CREATE:
 - Registered business enterprises granted only an income tax holiday (ITH) – can continue with the availment of the ITH for the remaining period of the ITH.

As clarified by the Philippine Financial Reporting Standards Council in its Philippine Interpretations Committee Q&A No. 2020-07, the CREATE Law was not considered substantively enacted as at December 31, 2020 even though some of the provisions have retroactive effect to July 1, 2020.

The passage of the CREATE Law into law on March 26, 2021 is considered as a non-adjusting subsequent event. Accordingly, current and deferred income taxes as at and for the year ended December 31, 2020 continued to be computed and measured using the applicable income tax rates as at December 31, 2020 (i.e., 30% RCIT / 2% MCIT) for financial reporting purposes.

Discussion of the Jollibee Group's Top Five (5) Key Performance Indicators

System Wide Sales

System Wide Sales is a measure of all sales to consumers both from company-owned and franchised stores.

	As at end Dec 2020	As at end Dec 2019
System Wide Sales	₱175,970.3 million	₱243,792.2 million
% Growth vs LY	-27.8%	14.9%

Revenues

Revenues is a measure of (1) all sales made by the Jollibee Group's company-owned stores (both food and novelty sales); (2) Commissary sales to franchised stores; (3) fees from stores operated by franchisees; (4) rental revenues of the Jollibee Group's investment properties; and (5) revenues from services rendered by the in-house Construction.

	As at end Dec 2020	As at end Dec 2019
Revenues	₱129,313.0 million	₱179,626.2 million
% Growth vs LY	-28.0%	11.5%

Net Income Margin

Net Income Margin is the ratio of the Jollibee Group's earnings after interest and tax. This is computed by dividing consolidated net income by consolidated revenues. The quotient is expressed in percentage. This measures the Jollibee Group's return for every peso of revenue earned, after deducting cost of sales, operating expenses, interests and taxes.

	As at end Dec 2020	As at end Dec 2019
Net Income	(₱12,633.6) million	₱7,510.8 million
% to Revenues	-9.8%	4.2%

Basic Earnings Per Share (EPS)

EPS is the portion of the Jollibee Group's profit allocated to each outstanding share of common stock. This is computed by dividing the net income for the period attributable to the equity holders of the Parent Company by the weighted average outstanding shares during the same period. This serves as an indicator of the Jollibee Group's profitability.

	As at end Dec 2020	As at end Dec 2019
EPS (Basic)	(₱10.445)	₱6.684
% Growth vs LY	-256.3%	-11.5%

Return on Equity (ROE)

ROE is the ratio of the JFC Group's net income attributable to equity holders of the Parent Company to equity. It is computed by dividing net income attributable to equity holders of the Parent Company by average equity attributable to equity holders of the Parent Company (average means average of the amounts as of the beginning and end of the same period). ROE is a measure of return for every peso of invested equity. The JFC Group also uses ROE for comparing its profitability with other firms in the same industry.

Annualized	As at end Dec 2020	As at end Dec 2019
Return on Equity	-19.0%	14.3%

Financial Ratios

Jollibee Foods Corporation and Subsidiaries

		Year Ended December 2019	
Formula		2020	As Restated
Liquidity Ratios			
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.36	0.68
Financial Leverage Ratios			
Asset to Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity Attributable to Equity Holders of the Parent Company}}$	5.47	3.51
Debt Ratio	$\frac{\text{Total Debt}^*}{\text{Total Debt} + \text{Equity Attributable to Equity Holders of the Parent Company}}$	78.7%	71.5%
Net Debt Ratio	$\frac{\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}}{(\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}) + \text{Equity Attributable to Equity Holders of the Parent Company}}$	75.8%	67.5%
Interest Coverage Ratio	$\frac{\text{Earnings before Interest and Taxes}}{\text{Interest Expense}}$	(2.5)	4.3
Solvency Ratio	$\frac{\text{Net Income} + \text{Depreciation and Amortization}}{\text{Total Liabilities}}$	0.01	0.16
Debt Service Coverage Ratio	$\frac{\text{Net Income}}{\text{Total Liabilities}}$	(0.09)	0.06

* Including both total current and total noncurrent liabilities

Annex “C-2”

Management Discussion and
Analysis of Results of Operations
and Financial Condition
for the quarter ended
March 31, 2022

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES
Management Discussion and Analysis of
Results of Operations and Financial Condition

The following Management Discussion and Analysis should be read in conjunction with the submitted Unaudited Consolidated Financial Statements as at March 31, 2022 and December 31, 2021 and for the periods ended March 31, 2022 and 2021.

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new accounting pronouncements starting January 1, 2022. Adoption of these pronouncements did not have any significant impact on the consolidated statement of financial position and performance unless otherwise indicated.

Please refer to Note 2 of the attached Unaudited Consolidated Financial Statements for the Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Basis of Consolidation.

Results of Operations

Causes for any material variances
(Increase or decrease of 5% or more in the Income Statement)

For the Period Ended March 31, 2022 vs. March 31, 2021
(All Amounts are in Million Pesos)

Revenues and System Wide Sales (SWS)

	Quarters Ended March 31		Change	
	2022	2021		
	(Unaudited)	(Unaudited)	Amount	Pct
System Wide Sales (Unaudited)	59,976.3	47,782.3	12,194.1	25.5%
Revenues	42,856.9	34,680.6	8,176.3	23.6%

SWS is the JFC Group's measure for all sales to consumers, both from Group-owned and franchised stores. Consolidated SWS increased by ₱12,194.1 million or 25.5% to ₱59,976.3 million for the first quarter of 2022 compared to ₱47,782.3 million for first quarter of 2021.

Consolidated revenues increased by ₱8,176.3 million or 23.6% to ₱42,856.9 million for the quarter compared to consolidated revenues for the same quarter last year.

The increase in system wide sales and revenues was driven by strong same store sales growth of 16.5% and global store network expansion and new acquisition, which contributed 5.5%. Currency translation added 3.5% to the growth.

JFC's system wide sales for the first quarter of 2022 includes sales of Milksha, a popular Taiwanese bubble tea brand. JFC, through its 100% owned subsidiary, Jollibee Worldwide, Pte. Ltd. (JWPL) completed the acquisition of 51% stake in Milkshop International Co. Ltd. (Milksha), the company that owns Milksha on February 22, 2022. The consolidation of Milksha did not have a significant impact on the JFC Group's sales and profit for the first quarter.

The table below shows a breakdown of the growth of the Group's SWS for the following categories for the periods ended March 31, 2022 and 2021:

	Quarter 1	
	2022	2021
	Percent	
Same store sales growth	16.5	(14.7)
New store contribution	4.6	2.8
Acquisition-driven growth	0.9	-
Foreign exchange rate changes	3.5	(1.5)

(1) Same store sales growth refers to food sales (gross of discount and net of returns and taxes) of Group-owned and franchised stores that have been in operation for at least 15 months. It excludes sales from new store openings.

(2) New store contribution refers to sales of stores opened from 1 January to 31 March 2022 and from 1 March to 31 December 2021.

(3) Acquisition-driven growth refers to the incremental sales contributed by a newly acquired majority-owned business during the period.

(4) Foreign exchange rate changes refer to the impact of currency fluctuations. To eliminate the impact of currency fluctuations, the Group utilizes constant currencies by converting current SWS using prior period's average exchange rate.

As at March 31, 2022, the JFC Group had 6,246 company-owned and franchised stores globally, of which 3% were temporarily closed due to restrictions related to the COVID-19 pandemic.

The Table below shows the percentages of the JFC Group's temporarily closed stores due to the COVID-19 pandemic by geographic region and as at the dates indicated:

	2022 (Month-end)			
	Dec-21	Jan	Feb	Mar
Philippines	1%	1%	0%	0%
China	1%	3%	2%	17%
North America (ex-CBTL)	2%	2%	2%	1%
EMEAA (ex-SuperFoods)	0%	0%	2%	0%
CBTL	7%	6%	7%	6%
SuperFoods	9%	7%	7%	6%
	3%	2%	2%	3%

Note: Excludes Milksha

Global same store sales for the first quarter of 2022 grew by 16.5% compared to the same quarter of 2021, led by The Coffee Bean and Tea Leaf® (CBTL) which grew by 23.3%, the Philippine business by 22.9%, North America by 8.1% and EMEAA (Europe, Middle East, and Asia) by 6.2%. The China business' same store sales declined by 9.1% due to heightened COVID-related restrictions implemented in key cities.

The table below shows a breakdown of the growth of the Group's SWS by region for the periods ended March 31, 2022 and 2021.

Quarter 1 2022 (Unaudited)	Percent				
		Same Store	New Store	Newly Acquired	Impact of
	SWS Growth	Sales Growth	Contribution	Business Contribution	FOREX on SWS
	Percent				
Philippines	23.6	22.9	0.8	-	-
People's Republic of China	13.1	(9.1)	13.4	-	8.8
North America	26.5	8.1	11.6	-	6.7
Europe, Middle East, Asia (EMEAA)	33.7	6.2	3.7	-	23.8
Coffee Bean & Tea Leaf	33.1	23.3	3.1	-	6.7
SuperFoods	18.8	(1.1)	12.9	-	6.9
Milksha	100.0	-	100.0	100.0	-
Foreign Business	28.2	7.3	10.3	2.3	8.3
Total worldwide	25.5	16.5	4.6	0.9	3.5

Quarter 1 2021 (Unaudited)	Same Store		New Store	Newly Acquired	Impact of
	SWS Growth	Sales Growth	Contribution	Business	FOREX on
	Percent				
Philippines	(21.3)	(26.1)	4.8	-	-
People's Republic of China	55.2	47.8	5.1	-	2.3
North America	2.2	14.3	(7.1)	-	(5.0)
Europe, Middle East, Asia (EMEA)	3.6	(0.1)	0.1	-	3.6
Coffee Bean & Tea Leaf	(22.9)	(12.6)	(5.3)	-	(5.0)
SuperFoods	3.0	(2.9)	10.6	-	(4.8)
Foreign Business	1.3	7.5	(1.1)	-	(5.1)
Total worldwide	(13.4)	(14.7)	2.8	-	(1.5)

The JFC Group opened 107 new stores in the first quarter: 19 in the Philippines, 19 in China, 9 in North America and 13 in EMEA. SuperFoods and CBTL opened 19 and 28 stores, respectively. A total of 58 stores were permanently closed during the quarter: 14 in the Philippines and 44 abroad.

Direct Costs

Consolidated direct costs for the first quarter of 2022 increased to ₱35,946.1 million, which is ₱7,193.4 million or 25.0% higher than the consolidated direct costs for first quarter of 2021, primarily as a result of an increase in: (i) the cost of inventories and (ii) store and manufacturing costs arising from the JFC Group's organic expansion and the consolidation of Milksha.

The following table summarizes the breakdown of the Jollibee Group's direct costs for the periods ended March 31, 2022 and 2021 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
<i>Cost of Sales</i>						
Cost of inventories	19,522.6	14,953.1	4,569.5	30.6%	45.6%	43.1%
Personnel costs:						
Salaries, wages and other employee benefits	5,250.9	4,331.8	919.1	21.2%	12.3%	12.5%
Pension expense	33.4	34.2	(0.9)	-2.5%	0.1%	0.1%
Depreciation and amortization	3,198.8	3,054.8	144.0	4.7%	7.5%	8.8%
Contracted services	1,743.8	1,490.9	252.9	17.0%	4.1%	4.3%
Rent	1,288.5	838.7	449.8	53.6%	3.0%	2.4%
Electricity and other utilities	1,102.4	978.9	123.5	12.6%	2.6%	2.8%
Supplies	709.2	560.4	148.8	26.6%	1.7%	1.6%
Repairs and maintenance	490.9	406.6	84.4	20.7%	1.1%	1.2%
Security and janitorial	232.3	222.6	9.7	4.3%	0.5%	0.6%
Communication	82.6	83.4	(0.9)	-1.0%	0.2%	0.2%
Professional fees	13.0	18.8	(5.8)	-30.8%	0.0%	0.1%
Representation and entertainment	22.4	12.0	10.5	87.2%	0.1%	0.0%
Delivery costs, insurance and others	1,598.4	1,258.4	340.0	27.0%	3.7%	3.6%
	35,289.3	28,244.7	7,044.6	24.9%	82.3%	81.4%
<i>Cost of Services</i>						
Advertising expense	656.8	508.1	148.8	29.3%	1.5%	1.5%
	35,946.1	28,752.8	7,193.4	25.0%	83.9%	82.9%

Consolidated cost of inventories increased at a faster rate than revenues. As a percentage of revenues, cost of inventories increased by 2.5% year-on-year (YoY) primarily due to rising inflation and higher freight costs as a result of increases in fuel prices. JFC implemented price adjustments in 2021 that continued in the first quarter and April 2022 to support its profit margins.

Consolidated store and manufacturing costs increased by 19.0% to ₱16,423.5 million primarily as a result of an increase in the JFC Group's owned stores network. The JFC Group opened 54 owned stores and closed 14 owned stores globally in 2021. As a percentage of revenues, consolidated store and manufacturing costs decreased by 1.5% primarily due to an improvement in sales of the JFC Group's businesses, both domestic and international.

The following discussion details the components of store and manufacturing costs, for the period ended March 31, 2022 compared to March 31, 2021:

For the first quarter of 2022, Depreciation, Contracted services, Rent, Electricity and water, Supplies, Repairs and maintenance, Security and janitorial, and Representation and entertainment expenses, increased as a result of the JFC Group's continued store expansion. There were also lesser number of temporarily closed stores in the first quarter of 2022 compared to the same quarter last year. At the end of March 2022, all of the JFC Group stores in the Philippines, North America, and EMEAA were open. In China, 17% of its stores remained closed at the end of March 2022 due to continued COVID-19 resurgences and heightened government restrictions.

Professional fees decreased, primarily as a result of postponement or cancellation of some projects due to the COVID-19 pandemic.

Delivery costs, insurance and others increased, primarily due higher delivery costs as a result of increased sales contribution of the delivery channel.

Gross Profit

As a result of the foregoing, gross profit increased by ~~P~~982.9 million or 16.6% from ~~P~~5,927.9 million for the first quarter of 2021 to ~~P~~6,910.8 million for the first quarter of 2022.

Expenses

Consolidated expenses increased by ~~P~~480.4 million or 10.8%. from ~~P~~4,442.2 million for the first quarter of 2021 to ~~P~~4,922.7 million for the first quarter of 2022, primarily driven by an increase in labor costs as the JFC Group continues to build its organization, particularly for its international business. The labor challenges amid the great resignation, especially in the United States also contributed to the increase in labor costs.

The following table summarizes the breakdown of the Jollibee Group's expenses for the periods ended March 31, 2022 and 2021 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Quarters Ended March 31		Change		Pct to Rev	
	2022	2021	Amount	Pct	2022	2021
	(Unaudited)	(Unaudited)				
Personnel costs:						
Salaries, wages and other employee benefits	2,623.5	2,043.0	580.5	28.4%	6.1%	5.9%
Stock options expense	41.5	39.2	2.3	5.9%	0.1%	0.1%
Pension expense	40.5	36.6	3.9	10.6%	0.1%	0.1%
Taxes and licenses	466.1	365.8	100.3	27.4%	1.1%	1.1%
Professional fees	216.8	298.7	(81.9)	-27.4%	0.5%	0.9%
Depreciation and amortization	173.0	152.2	20.8	13.7%	0.4%	0.4%
Contracted services	168.2	117.5	50.6	43.1%	0.4%	0.3%
Membership and subscriptions	120.2	80.8	39.4	48.8%	0.3%	0.2%
Rent	118.3	100.7	17.6	17.5%	0.3%	0.3%
Loss on retirements and disposals of property, plant and equipment and intangibles	102.2	21.7	80.5	370.9%	0.2%	0.1%
Transportation and travel	81.8	122.4	(40.6)	-33.2%	0.2%	0.4%
Communication	75.8	54.7	21.1	38.6%	0.2%	0.2%
Repairs and maintenance	62.3	105.5	(43.2)	-40.9%	0.1%	0.3%
Reversals of provision for impairment on:						
Inventories	(34.6)	(97.6)	63.0	-64.6%	-0.1%	-0.3%
Property, plant & equipment	(8.0)	(37.7)	29.7	-78.8%	0.0%	-0.1%
Receivables	(0.2)	(6.7)	6.5	-100.0%	0.0%	0.0%
Insurance	30.0	29.3	0.8	2.7%	0.1%	0.1%
Corporate events	29.2	15.1	14.1	93.2%	0.1%	0.0%
Supplies	28.8	22.5	6.3	27.8%	0.1%	0.1%
Association dues	12.6	10.1	2.5	24.9%	0.0%	0.0%
Representation and entertainment	11.3	9.5	1.7	18.3%	0.0%	0.0%
Impairment in value of:						
Receivables	10.7	20.8	(10.2)	-48.9%	0.0%	0.1%
Inventories	-	98.9	(98.9)	-100.0%	0.0%	0.3%
Electricity and other utilities	7.4	10.0	(2.7)	-26.5%	0.0%	0.0%
Training	6.0	23.2	(17.2)	-74.0%	0.0%	0.1%
Donations	5.5	0.6	4.9	783.2%	0.0%	0.0%
Security and janitorial	0.9	3.1	(2.2)	-71.3%	0.0%	0.0%
Research and development and others	101.6	182.5	(80.9)	-44.3%	0.2%	0.5%
Total General and Administrative Expenses	4,491.5	3,822.5	669.1	17.5%	10.5%	11.0%
Advertising and promotions	431.1	619.8	(188.6)	-30.4%	1.0%	1.8%
	4,922.7	4,442.2	480.4	10.8%	11.5%	12.8%

The following discussion details the components of the JFC Group's expenses for the period ended March 31, 2022 compared to March 31, 2021:

Personnel costs increased, primarily as a result of: (1) headcount increase; and (2) higher performance-related increases in basic pay, employee promotions, bonuses and upgrades in employee benefits.

Taxes and licenses increased due to higher business-related taxes and license fees, both domestic and foreign businesses resulting from increase in revenues.

Professional fees decreased on account of higher expenses in the first quarter of 2021 driven by: (a) CBTL US legal fees, (b) consulting fees of Highland's Coffee in relation to its planned Initial Public Offering (IPO).

Depreciation and amortization increased due to increasing asset base of the international business.

Contracted services increased driven by the JFC' Group Business Technology projects.

Membership and subscription expenses increased, primarily due to an increase in cloud subscriptions.

Consolidated rent expense increased due to rent escalation and additional office spaces for the China and the United States and amortization of prepaid rent for Jollibee Leicester (United Kingdom).

The JFC Group incurred loss on retirements and disposals of property, plant and equipment amounting to ₱102.2 as a result of change in store ownership, store closures and fixed asset disposals.

Transportation and travel expenses decreased, primarily due to limited mobility and implementation of work from home arrangement, particularly in the Philippines. This was partly offset by the higher transportation and travel expenses of the international business due to higher lodging, mileage and per diem expenses for activities related to store expansion.

Communication expenses increased due to higher call center charges of the Philippine business.

Repairs and maintenance expenses decreased on account of a higher base as the North America business rolled out its new Point of Sale (POS) system in the first quarter of 2021.

The JFC Group recognized a reversal of ₱42.8 million on previously recognized provisions for impairment on property, plant and equipment, receivables, and inventories in 2021 following certain assessments performed by the Group. In addition, the Group recognized provisions for impairment of value of receivables amounting to ₱10.7 million, following certain assessments performed by the Group. See Note 22 of the accompanying Unaudited Consolidated Financial Statements for details.

Corporate events increased, primarily due to the timing of the various businesses' National Conventions.

Association dues increased driven by monthly subscription related to site usage, postings of foreign subsidiaries of the Parent Company.

Representation and entertainment expenses increased driven by the international business due to increased activities related to store expansion.

Training expenses decreased, primarily as a result of postponement of some training programs due to the COVID-19 pandemic.

Donations increased mainly due to donations made to the Jollibee Group Foundation, Inc.

Electricity decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines and in some countries where the JFC Group operates for the safety of its employees.

Research and development and others decreased due to lower other miscellaneous expenses.

The decrease in advertising and promotions was due to delay in advertising spending, particularly for the Philippine business.

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Advertising and promotion	431.1	619.8	(188.6)	-30.4%	1.0%	1.8%

Operating Income

As a result of the foregoing, operating income increased by ₱502.5 million or 33.8% from an operating income of ₱1,485.6 million for the first quarter of 2021 to an operating income of ₱1,988.1 million for first quarter of 2022.

Interest Income (Expense)

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Interest income	36.7	26.7	10.0	37.6%	0.1%	0.1%
Interest Expense:						
Financing	(652.3)	(594.4)	(58.0)	-9.7%	-1.5%	-1.7%
PFRS-16 Leases and Others	(430.4)	(392.5)	(37.9)	-9.7%	-1.0%	-1.1%
	(1,046.0)	(960.2)	(85.8)	-8.9%	-2.4%	-2.8%

Interest income increased primarily as a result of higher money market placement interest rates in the Philippines.

Interest expense increased primarily as a result of (a) increased bank loans, (b) increased impact of PFRS 16—Leases.

Equity in Net Earnings of Joint Ventures and Associates - Net

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Equity in net earnings of joint ventures and associates - net	1.3	31.4	(30.1)	-95.8%	0.0%	0.1%

Equity in net earnings of joint ventures and associates for the first quarter of 2022 pertains primarily to the equity in net earnings of Golden Bee (Jollibee UAE), Entrek (Jollibee Brunei) and Titan Dining L.P., partly offset by the equity in net losses of Tortas Frontera, Panda Express and C-Joy Poultry Meats Production, Inc. See Note 11 to the accompanying Unaudited Consolidated Financial Statements for details.

Other Income - Net

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Gain on land conveyance/disposal	1,830.9	-	1,830.9	100.0%	4.3%	0.0%
Marked-to-market loss on financial assets at FVTPL	(485.0)	(178.6)	(306.3)	171.5%	-1.1%	-0.5%
Foreign exchange gain - net	202.0	6.2	195.8	3150.3%	0.5%	0.0%
Bank charges	(140.1)	(99.9)	(40.3)	-40.3%	-0.3%	-0.3%
Write-off of liabilities	128.4	545.9	(417.5)	-76.5%	0.3%	1.6%
Rebates, suppliers' incentives and government subsidies	128.1	114.3	13.8	12.0%	0.3%	0.3%
Other rentals	6.6	2.0	4.5	223.5%	0.0%	0.0%
Gain on pre-termination of lease agreements	(5.3)	0.0	(5.3)	100.0%	0.0%	0.0%
Penalties and charges	4.9	9.7	(4.7)	-49.0%	0.0%	0.0%
Charges to franchisees	0.8	1.3	(0.4)	-32.6%	0.0%	0.0%
Insurance claims and others	37.5	41.3	(3.8)	-9.3%	0.1%	0.1%
	1,708.8	442.3	1,266.6	286.4%	4.0%	1.3%

The increase in consolidated other income - net was primarily due to gains from land conveyance and sale of other land properties amounting to ₱1.8 billion partly offset by loss on financial assets at FVTPL of ₱485.0 million.

The land conveyance is part of the JFC Group's plan to invest in CentralHub, which the JFC Board of Directors (BOD) approved on July 7, 2021. CentralHub is a company in the industrial real estate business. The plan includes additional investments by the JFC Group through exchange of its land assets to CentralHub's shares of stocks, which was put in effect on March 24, 2022, as agreed by the parties.

Provision for (Benefit from) Income Tax

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Current	513.0	352.5	160.5	45.5%	1.2%	1.0%
Deferred	(124.5)	597.4	(721.9)	-120.8%	-0.3%	1.7%
	388.5	949.9	(561.4)	59.1%	0.9%	2.7%

Provision for income tax decreased by Php561.4 million, primarily as a result of an unfavorable adjustment in the provision for income tax – deferred for the first quarter of 2021. Deferred tax assets were reduced by ₱565.9 million, resulting from the reduction in income tax rates, brought about by the Corporate Recovery and Tax Incentives for Enterprises Act or CREATE Act.

Net Income

As a result of the foregoing, the JFC Group generated an income of ₱2,263.7 million for the first quarter of 2022 compared to a net income of ₱49.2 million for the first quarter of 2021, an improvement of ₱2,214.6 million or +4,504.8%.

Net Income Attributable to Equity Holders of the Parent Company

Net income attributable to the equity holders of the Parent Company for the first quarter of 2022 amounted to ₱2,308.5 million compared to a net income of ₱152.6 million for the first quarter of 2021, an improvement of ₱2,155.9 million or +1,412.3%. Basic earnings per share for the first quarter of 2022 amounted to ₱1.982 compared to a basic earnings per share of ₱0.139 for the first quarter of 2021.

Financial Condition

As at March 31, 2021 (Unaudited) Versus December 31, 2021 (Audited)

Causes for any material variances (Increase or decrease of 5% or more in the Balance Sheet)

The Jollibee Group ended the first quarter of 2022 with consolidated total assets of ₱207,664.3 million, 1.5% lower than the ₱210,838.2 million balance as at end of 2021. The following explain the significant movements in the asset accounts:

- The JFC Group's consolidated cash and cash equivalents amounted to ₱23,070.0 million, ₱1,662.7 million or 6.6% lower than the balance at year-end 2021. The movements in the JFC Group's cash and cash equivalents will be explained further in the cash flow discussion.
- Short-term investments decreased by ₱24.9 million or 31.2% to ₱54.8 million, primarily as a result of the reclassification of placements with maturities less than 90 days to cash and cash equivalents.
- Financial assets at fair value through profit and loss (FVTPL) pertain to unused proceeds from the issuance of senior perpetual securities and senior debt securities in January 2020 and June 2020, respectively, which were invested by the JFC Group in portfolio investments. The decline was primarily due to redemptions made during the quarter.
- Consolidated receivables and contract assets decreased by ₱809.7 million or 11.2% to ₱6,436.3 million, primarily as a result of collection from franchisees of royalty payments and commissary purchases.

- Consolidated inventories increased by ₱646.6 million or 6.9% to ₱10,001.9 million, primarily as a result of increase in prices of some raw materials and impact of the peso depreciation.
- Consolidated other current assets increased by ₱916.5 million or 9.6% to ₱10,512.0 million, primarily as a result of increased prepaid taxes resulting from increasing revenues, and other receivables.

The Company has a current ratio of 1.42:1.00 as at March 31, 2022, almost the same as the current ratio of 1.43:1.00 as at December 31, 2021.

- Interest in joint ventures and associates increased by ₱2,137.5 million or 13.9% to ₱17,564.1 million primarily due to additional interest in CentralHub of ₱2,089.4 million resulting from the land conveyance.
- Consolidated operating lease receivables decreased by ₱7.6 million or 13.7% to ₱47.9 million, primarily due to amortization for the quarter.
- Consolidated other noncurrent assets increased by ₱430.8 million or 11.9% to ₱4,045.0 million, primarily as a result of increase in refundable and security deposits due to new stores openings in Europe.

Consolidated current liabilities amounted to ₱42,759.0 million, ₱3,087.1 million or 6.7% lower than the 2021 year-end balance of ₱45,846.1 million. The following explain the significant movements in current liabilities:

- Consolidated trade payables and other current liabilities and contract liabilities decreased by ₱1,428.8 million or 4.3% to ₱31,523.9 million primarily due bonus payout and payment of local taxes in the first quarter of 2022.
- Consolidated income tax payable increased by ₱54.6 million or 36.7% to ₱203.2 million, primarily due to additional tax due for the quarter. The 2021 income taxes due for the Philippine equities were paid in April 2022.
- Consolidated short-term debt increased by ₱28.6 million or 5.6% to ₱538.6 million due to new loan of SuperFoods amounting to ₱21.2 million and currency translation. See Notes 18, 31 and 32 to the accompanying Unaudited Consolidated Financial Statements for details.
- Consolidated current portion of lease liabilities decreased by ₱896.0 million or 12.3% to ₱6,388.1 million, primarily due to amortization for the quarter partially offset by reclassification of lease payable within one year from noncurrent portion to current portion.
- Consolidated current portion of long-term debt decreased by ₱845.5 million or 17.1% to ₱4,105.1 million, primarily due to loan payments partially offset by reclassification of long-term debt maturing within one year from noncurrent portion to current portion and currency translations.

Consolidated noncurrent liabilities amounted to ₱88,209.5 million, a decrease of 2.9% or ₱2,598.5 million compared to the December 31, 2021 audited balance of ₱90,808.0 million. The following explain the significant movements in noncurrent liabilities:

- Consolidated noncurrent portion of long-term debt decreased by ₱2,566.4 million or 14.7% to ₱14,843.2 million, primarily as a result of reclassification to current portion of loans maturing within one year. See Notes 18, 31 and 32 to the accompanying Unaudited Consolidated Financial Statements for details.

- The derivative liability pertains to the interest rate swap (IRS) entered into by the JFC Group on November 20, 2015 with a bank to convert its exposure in variable interest rate of Loan 1 to a fixed interest rate. The interest rate swap was pre-terminated as a result of the prepayment of JWPL's USD110.0 million loan in January 2022. See Note 18 to the accompanying Unaudited Consolidated Financial Statements for details.

Consolidated total equity increased by ₱2,511.7 million or 3.4% to ₱76,695.8 million from ₱74,184.2 million as at December 31, 2021. The following explain the significant movements in Equity:

- The change of ₱305.3 million in cumulative translation adjustment was due to the depreciation of the Philippine Peso versus the RMB for the first quarter of 2022 (Peso to RMB: 8.18) compared to December 31, 2021 (Peso to RMB: 7.97) and the depreciation of the Philippine Peso versus the USD for the first quarter of 2022 (Peso to USD: 51.74) compared to December 31, 2021 (Peso to USD: 51.00) which increased the value of the JFC Group's net assets.
- The interest rate swap was pre-terminated as a result of the prepayment of JWPL's ₱110.0 million loan in January 2022.
- The increase in consolidated retained earnings by ₱1,990.1 million or 6.1% to ₱34,554.1 million pertains to the consolidated net income attributable to equity holders of the Parent Company of ₱2,308.5 million for the first quarter of 2022 offset by ₱198.4 million accrual of coupon payment for the senior perpetual securities, and ₱120.0 million accrual for the preferred shares cash dividend.

Liquidity and Capital Resources

The JFC Group's primary source of liquidity is from its cash flows from operations generated from revenues coming from store operations, franchising, and commissary sales to stores.

The cash reserves of the JFC Group in the form of financial assets at FVTPL was at ₱10,540.2 million as at March 31, 2022. This was partly used to service its USD-denominated debt and financing obligations, and fund the working capital and capital expenditures, especially for the Group's North America and Europe store expansion as their respective economies continue to recover from the pandemic. The JFC Group's continued strong earnings recovery resulted to a 36.9% increase in EBITDA of ₱7,070.0 million for the first quarter of 2022 compared to the EBITDA of ₱5,166.0 million for the first quarter of 2021.

Overall, the JFC Group has financed operations and capital expenditures of its business units primarily through its cash generated from its operations and from its cash reserves (reflected in the balance sheet as financial assets at FVTPL). The capital expenditures spent for the first quarter of 2022 amounted to ₱1,647.7 million were primarily related to new stores and renovations.

Consolidated net cash provided by operating activities amounted to ₱2,916.8 million as at March 31, 2022, a decrease of ₱209.0 million compared to the consolidated net cash used in operating activities of ₱3,125.8 million as at March 31, 2021. The decrease resulted primarily from higher usage of working capital for purchase of inventories and payment of trade payables partly offset by an increase in EBITDA.

Consolidated net cash provided by investing activities amounted to ₱1,784.3 million as at March 31, 2022, an increase of ₱382.2 million or 27.3% compared to the net cash provided by investing activities as at March 31, 2021 of ₱1,402.1 million. This was primarily due to higher proceeds from disposals of property, plant and equipment.

Consolidated net cash used in financing activities amounted to ₱6,333.2 million as at March 31, 2022, primarily as a result of payments of long-term debt, lease liabilities, long-term debt, interest, coupons for senior perpetual securities and cash dividends, partly offset by proceeds from the issuance of common stock and from availment of long-term and short-term debts.

Cash and cash equivalents at the end of the first quarter of 2022 stood at ₱23,070.0 million, ₱1,305.4 million or 6.0% higher than the March 31, 2021 balance of ₱21,764.6 million.

Discussion and Analysis of Material Events and Uncertainties

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

There were no events during the period that will trigger direct or contingent financial obligation that is material to the JFC Group.

2. Any 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:

There were no material off-balance sheet transactions, arrangements, obligations created during the reporting period.

3. Any material commitments for capital expenditures, the general purpose such commitments, and the expected sources of funds for such expenditures.

The JFC Group spent ₱1,647.7 million for capital expenditures for the first quarter of 2022, 3.0% higher compared to the ₱1,599.9 million spent of the first quarter of 2021.

For 2022, JFC has allotted ₱17,800.0 million in capital expenditures, significantly higher than the ₱7,875.0 million spending in 2021. ₱10,000.0 million was set for new stores and renovations of existing stores. JFC had planned for opening 500 new stores in 2022, after opening 398 in 2021. The balance of ₱7,800.0 million capital expenditures will be mostly for supply chain and business technology investments. JFC plans to build a new commissary facility in Cebu in order to support its expansion plans in Visayas and Mindanao. These capital expenditures will be primarily funded by cash generated from operations, bank loans and excess cash from the remaining proceeds from the bond issuances.

4. Any seasonal aspects that had a material effect on the financial condition or results of operations.

Food service operations have both peak and lean seasons. Historically, sales in the second and fourth quarters are strong due to the summer and the Christmas seasons, respectively. Demand during the first and third quarters usually slackens. The material financial impact of this seasonality has been considered in the JFC Group's consolidated financial forecast.

5. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations should be described

The resurgence of the COVID-19 infections poses a risk for businesses broadly if restrictions are reimposed may adversely affect the financial results, condition and outlook of the JFC Group.

Increased commodity prices driven by rising inflation and fuel price hikes may impact consumer disposable income and spending habits thus affecting sales volumes. Continued increase in raw material prices and freight charges may result in cost pressures for the JFC Group.

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

All of the JFC Group's income arose from its continuing operations.

6. Events after the Reporting Period:

On April 19, 2022, JFC declared a regular cash dividend of Php1.07 per share of common stock, an increase of 37.2% versus the cash dividend declared in the same period in 2021. On the same date, the JFC BOD also approved the declaration of a regular cash dividend of ₱8.20525 per share for preferred shares-Series A and ₱10.60125 per share for preferred shares-Series B to be given to JFC stockholders of record as of June 22, 2022 and September 21, 2022. Payment dates are on July 14, 2022 and October 14, 2022, respectively.

Discussion of the Jollibee Group's Top Five (5) Key Performance Indicators

System Wide Sales

System Wide Sales is a measure of all sales to consumers both from company-owned and franchised stores.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
System Wide Sales	₱59,976.3 million	₱47,782.3 million
% Growth vs LY	25.5%	-13.4%

Revenues

Revenues is a measure of (1) all sales made by the JFC Group's company-owned stores (both food and novelty sales); (2) Commissary sales to franchised stores; (3) fees from stores operated by franchisees; (4) rental revenues of the JFC Group's investment properties; and (5) revenues from services rendered by the in-house Construction.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Revenues	₱42,856.9 million	₱34,680.6 million
% Growth vs LY	23.6%	-12.0%

Net Income Margin

Net Income Margin is the ratio of the JFC Group's earnings after interest and tax. This is computed by dividing consolidated net income by consolidated revenues. The quotient is expressed in percentage. This measures the JFC Group's return for every peso of revenue earned, after deducting cost of sales, operating expenses, interests and taxes.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Net Income	₱2,263.7 million	₱49.2 million
% to Revenues	5.3%	102.5%

Basic Earnings Per Share (EPS)

EPS is the portion of the JFC Group's profit allocated to each outstanding share of common stock. This is computed by dividing the net income for the period attributable to the equity holders of the Parent Company by the weighted average outstanding shares during the same period. This serves as an indicator of the JFC Group's profitability.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
EPS (Basic)	₱1.982	₱0.139
% Growth vs LY	1,325.9%	109.1%

Return on Equity (ROE)

ROE is the ratio of the JFC Group's net income attributable to equity holders of the Parent Company to equity. It is computed by dividing net income attributable to equity holders of the Parent Company by average equity attributable to equity holders of the Parent Company (average means average of the amounts as of the beginning and end of the same period). ROE is a measure of return for every peso of invested equity. The JFC Group also uses ROE for comparing its profitability with other firms in the same industry.

Annualized	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Return on Equity	16.2%	1.6%

Financial Ratios

Jollibee Foods Corporation and Subsidiaries

	Formula	Mar-22 Unaudited	Mar-21 Unaudited
Liquidity Ratios			
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.42	1.39
Financial Leverage Ratios			
Asset to Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity Attributable to Equity Holders of the Parent Company}}$	3.58	5.31
Debt Ratio	$\frac{\text{Total Debt}^*}{\text{Total Debt} + \text{Equity Attributable to Equity Holders of the Parent Company}}$	69.3%	78.0%
Net Debt Ratio	$\frac{\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}}{(\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}) + \text{Equity Attributable to Equity Holders of the Parent Company}}$	62.6%	68.1%
Interest Coverage Ratio	$\frac{\text{Earnings before Interest and Taxes}}{\text{Interest Expense}}$	3.45	2.0
Solvency Ratio	$\frac{\text{Net Income (Loss)} + \text{Depreciation and Amortization}}{\text{Total Liabilities}}$	0.17	0.10
Debt Service Coverage Ratio	$\frac{\text{Net Income (Loss)}}{\text{Total Liabilities}}$	0.07	0.00

* Including both total current and total noncurrent liabilities

** Annualized, computed as amounts for the three months ended March 31, 2022 and 2021 multiplied by 4

Annex “C-3”

Business Description **of the Company**

Business Description

JOLLIBEE FOODS CORPORATION Doing business under the name and style of Jollibee (formerly Jollibee Foods Corporation) (the “Company”, the “Parent Company” or “JFC”) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on January 11, 1978. The Parent Company and its subsidiaries (collectively referred to as “the JFC Group” or the “Group”) and affiliates are involved primarily in the development, operation and franchising of quick service restaurants (QSRs) under the trade names “Jollibee”, “Chowking”, “Greenwich”, “Red Ribbon”, “Yong He King”, “Hong Zhuang Yuan”, “Mang Inasal”, “Burger King”, “Highlands Coffee”, “PHO24”, “Dunkin’ Donuts”, “Smashburger”, “Tim Ho Wan”, “Tortazo”, “The Coffee Bean & Tea Leaf”, “Panda Express” “Yoshinoya” and “Milksha”. The Parent Company is also primarily organized to invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests in the foregoing, pursuant to its business objectives. The other activities of the JFC Group include manufacturing and property leasing in support of the QSR systems and other business activities.

Milestones and updates for subsidiaries and affiliates are discussed further in other parts of this Report.

Jollibee

As of December 31, 2021, there were 1,184 Jollibee stores nationwide, of which 749 were franchised and 435 were company-owned. In addition, outside the Philippines, Jollibee had 336 stores of which 91 were franchised and 245 were company-owned with specific locations as follows: 54 in the United States, 21 in Canada, 1 in Guam, 2 in Italy, 9 in United Kingdom, 150 in Vietnam, 18 in Brunei, 16 in Hong Kong, 14 in Singapore, 2 in Macau, 1 in Malaysia, 1 in Spain and 47 in the Middle East.

Jollibee offers a quality menu of food, beverages and set meals that includes Chickenjoy, Yumburger, Jolly Hotdog, Jolly Spaghetti, rice meals, Jolly Crispy fries, side dishes, pies, sundaes, soft serve cones, coffee, juice and soft drinks. It also serves a full breakfast menu that includes breakfast Yumburger, bacon & egg pancake sandwich, breakfast Burger Steak and breakfast rice meals. In addition, Jollibee introduces special menus and sells other food products during limited-time promotions to ensure that the brand remains exciting and relevant. Certain Jollibee stores are open 24 hours daily. Jollibee also offers themed party packages that include the venue, food, cake, appearance of mascots and party favors.

The Corporate Supply Chain provides manufacturing and logistics services to the various brands of JFC in the Philippines through Zenith Foods Corporation and JWS Logistics.

Zenith Foods Corporation (“ZFC”), a wholly-owned subsidiary of the Company, is the manufacturing arm of the Group in the Philippines. ZFC’s main facility in Carmelray Industrial Park 1 in Canlubang, Laguna has a combined capacity of approximately 800 metric tons of various food products. The second facility of ZFC in Mandaue City, Cebu, has a combined capacity of approximately 55 metric tons of various food products. Manufacturing expansion plans are underway in Luzon and in VisMin to support the projected growth of the JFC brands.

As of December 31, 2021, the Jollibee Group had 10 commissaries in the Philippines.

JWS Logistics (“JWSL”) is part of Jollibee Worldwide Pte. Ltd., the regional operating headquarters of the Jollibee Group of companies. JWSL ensures the delivery of goods to the JFC stores on-time and in-full through its services which include supply planning, warehousing, distribution, and customer support and order management. It operates distribution centers in strategic locations to service the growing network of stores in the JFC system and ensures the timely delivery of goods. The biggest distribution center which serves as a major hub for Metro Manila and South Luzon is located in a 5-hectare property in Barangay Marcelo Green, Parañaque City with over 20,000 combined pallet locations for both dry and cold storages. Like their manufacturing partner ZFC, JWSL is poised for expansion by increasing its storage capacities in its distribution centers nationwide.

The Company’s main suppliers are:

<i>Food</i>	<i>Supplier</i>
Chicken	SAN MIGUEL FOODS, INC. JMT Building, ADB Avenue, Pasig City
Carbonated Beverages	COCA-COLA BEVERAGES PHILIPPINES INC. Net Lima Building., 5 th Avenue corner 26 th Street, Taguig City
Sauces and Beverages	DEL MONTE PHILIPPINES, INC. JYCC Building., Corner 9 th Avenue and 30 th Street, Taguig City
Beverages	NESTLE PHILIPPINES 31 Plaza Drive, Rockwell Center, Makati City
Dressings	UNILEVER PHILIPPINES Bonifacio Stopover Corporate Center, 31 st Street corner 2 nd Avenue, Taguig City
Oils	OLEO-FATS INC. #5 Mercury Avenue, Bagumbayan, Quezon City

The Company has existing agreements with all suppliers.

ZFC supplies all the requirements of all the Company’s brands in the Philippines. Commissaries owned and operated by Zenith Foods Corporation are a total of three sites which serve multi-brands and product platforms such as burgers, marinated chicken, sauces, pizza dough, pies, cakes, bread and pastries, etc. Separately, we also have Company’s subsidiaries that own commissaries producing specific product lines such as one site that produces Chinese dishes for Chowking, five sites that bake cakes and pastries for Red Ribbon, and one site that prepares grilled chicken and Filipino food items for Mang Inasal.

Similarly for the international markets, Company’s subsidiaries own and operate their commissaries. Chinese food items are manufactured for Yonghe King and Hong Zhuang Yuan in the People’s Republic of China (“PRC”). There are three Red Ribbon baking facilities in the United States of America, and a Jollibee Commissary in Vietnam.

Food quality, service, price-value relationship, store location and ambience, and efficient operations continue to be critical elements of the Company’s success in the quick-service restaurant industry.

The Group operates its Philippine and International businesses through its various business and functional units. These business and functional units operate under the leadership of the following individuals:

Philippine Business and Jollibee Global Units— The Philippine Business and Jollibee Global Units oversees the overall performance of the different brands operating in the Philippines and at the same ensures increased synergies and seamless allocation of resources to Jollibee international's growth ambitions while leveraging on the foundations of the brand that was built in the Philippines. This business unit is headed by Mr. Joseph C. Tanbuntiong. Mr. Tanbuntiong was also to concurrent head of Red Ribbon Philippines from May 2021 to February 2022. He also led the Jollibee Philippine Business in previous years.

Jollibee Philippines Business Unit--- The Jollibee Philippine Business Unit oversees the operations and is responsible for the profitability and growth of the flagship brand, Jollibee in the Philippines. This business unit has been headed by Mr. Fernando S. Yu, Jr. since 2020. Prior to his current appointment, Mr. Yu headed the Business Support Services function of the Jollibee Group.

Chowking Philippines Business Unit – The Chowking Philippines Business Unit oversees the operations and is responsible for the profitability and growth of the Chowking Philippine business. Mr. Justo S. Alano III led the business unit from April 2021 to February 2022. Mr. Alano in previous years also headed the Jollibee Philippine Business and the Mang Inasal Business Unit.

Foreign Franchised Brands Unit— The Foreign Franchised Brands oversees the operations and is responsible for the profitability and growth of the foreign brands which the Company has acquired a franchise agreement. These brands currently include Burger King, Pho 24, Panda Express, Milksha and Yoshinoya. The group is led by Mr. Justo S. Alano III since 2020.

Mang Inasal Business Unit - The Mang Inasal Business Unit oversees the operations and is responsible for the overall profitability and growth of the Mang Inasal brand. The unit is headed by Mr. Jose Alexander P. Subido. Mr. Subido was formerly the head of the National Business Unit of Jollibee Philippines.

Greenwich Business Unit – The Greenwich Business Unit oversees the operations and is responsible for the profitability and growth of the Greenwich brand. Mr. Joseph Michael V. Castro currently heads the unit. Prior to this assignment, Mr. Castro headed the National Business Unit of Jollibee Philippines.

Burger King Philippines Business Unit – The Burger King Philippines Business Unit oversees the operations and is responsible for the profitability and growth of the Burger King brand in the Philippines. Mr. Jose Amado Dominguez is the current head of the business unit since his appointment in 2019. Prior to joining the Jollibee Group, Mr. Dominguez served as Market Director of Mars Wrigley Confectionery overseeing the total business in Philippine and Indonesia and previous to that, was the Vice President and Business Executive Manager of the Ice Cream Business Unit of Nestle Philippines.

International Units

JFC Global Product Development Unit – The Global Product Development Unit is responsible for providing advisory services on development of new and existing products for the Jollibee Group. The unit is headed by Mr. Thomas Ryan. Mr. Ryan was previously the head of the

Smashburger Business prior to his appointment as Global Product Development Advisor.

Internal Audit, International Business – The Internal Audit, International Business Unit is responsible for all internal audit requirements of the international business. The unit is under the leadership of Mr. Yixing Frank Sheng since 2018. Prior to joining the Company, Mr. Sheng was head of internal audit and internal control in Schneider, Greater China, and Yum! China division.

Superfoods Group – The Superfoods Group oversees the business of the following brands: Highlands Coffee in Vietnam and Pho 24 . The group is headed by Mr. Thai Phi Diep who also concurrently leads the Coffee Bean & Tea Leaf business.

JFC China (JFCC) Business Unit – JFCC oversees the operations of the different businesses of the Company in China. Mr. Carl Brian Tancaktiong currently leads the overall business unit. He was also previously the Head of the Yong He King Business.

Yong He King (YHK) Business Unit – The YHK Business Unit oversees the operations and is responsible for the profitability and growth of the YHK brand. The business unit was previously managed by Ms. Shirley Chang who resigned last January 2022 and was replaced by Mr. Louie Liu in February 2022. Mr. Liu concurrently works with Mr. Tancaktiong in managing JFCC.

Hong Zhuang Yuan (HZY) Business Unit – The HZY Business Unit oversees the operations and is responsible for the profitability and growth of the HZY brand. The business unit is headed by Mr. Li Yi since August 2019. Prior to joining the Company, Mr. Yi served as Senior Vice President of Xiaoheng Dumpling.

North America Business Unit – The North America Business Unit is the overall responsible for the business of the following brands operating in the North America region: Philippine Brands and Smashburger. The group was headed by Mr. Rowel Vijandre from 2019 until his retirement in March 2022. Mr. Vijandre was previously head of Chowking Philippines.

North America Philippine Brands Business Unit – The North America Philippine Brands Business Unit is responsible for the profitability and growth of the following Philippine brands that have operations in the United States and Canada: Jollibee, Red Ribbon and Chowking. The business unit is headed by Ms. Maribeth dela Cruz. Ms. dela Cruz has served in various leadership capacity in both the Philippines and United States prior to her current assignment.

Smashburger Business Unit – The Smashburger Business Unit oversees the operations and is responsible for the profitability and growth of the Smashburger brand. The business unit is headed by Mr. Carl Bachmann since 2019.

Europe, Middle East, Asia and Australia (EMEAA) Business Unit – The EMEAA Business Unit oversees the operations and is responsible for the profitability and growth of all Philippine brands in the EMEAA region. Mr. Dennis M. Flores currently heads the business unit. Mr. Flores was previously Vice President and International Business Head, Jollibee Asia and Middle East, and Chowking Middle East prior to this assignment.

Corporate Units

Sustainability and Public Affairs Unit – The Sustainability and Public Relations Unit is responsible for corporate affairs, government relations and establishing and promoting the sustainability agenda of the Company. The unit is headed by Mr. Jose Ma. A. Miñana, Jr. since 2019. He was previously Country Business Group Head, North America (United States and Canada).

Internal Audit Unit – The Internal Audit Unit is responsible for all the internal audit requirements of the Company. The unit is led by Ms. Lorna Atun since 2015. Prior to joining the Company in 2006, Ms. Atun was the Comptroller for P.J. Lhuillier Group of Companies.

Jollibee Group Foundation, Inc. – The Jollibee Group Foundation (JGF) is an independent organization that acts as the Corporate Social Responsibility arm of JFC. JGF is headed by Ms. Grace Tan Caktiong since 2004. Ms. Tan Caktiong was previously connected with the Company as Head of the Information Technology Division.

ACQUISITIONS, INVESTMENTS AND DIVESTMENTS

Investment – Philippines (February 15, 2021)

On February 15, 2021, the Company entered into an agreement to establish a 50/50 joint venture with Yoshinoya International Philippines, Inc. to operate and expand the “Yoshinoya” brand in the Philippines. On June 18, 2021, the incorporation of Yoshinoya Jollibee Foods, Inc. was approved by the Securities and Exchange Commission.

Investment – Malaysia (July 29, 2021)

On July 29, 2021, the Company, through its wholly owned subsidiary, Golden Plate Pte. Ltd. (“GPPL”), executed a joint venture agreement with Beeworks Investment Pte. Ltd. (“BIPL”) to form a private company limited by shares under the laws of Malaysia which will own and operate the Jollibee stores in West Malaysia. The joint venture company is 30% owned by GPPL and 70% owned by BIPL.

Investment – Singapore (August 11, 2021 and November 1, 2021)

On August 11, 2021, the Company disclosed that it will buy the shares of the remaining partners in the fund that owns the Tim Ho Wan brand through its wholly-owned subsidiary, Jollibee Worldwide Pte. Ltd. (“JWPL”). JWPL, which already owns an 85% participating interest in the fund purchased the remaining 15% interests of other investors in Titan Dining LP. JFC’s participating interest in the Titan fund increased from 85% to 100%.

On November 1, 2021, JFC disclosed that the fund size of Titan increased to S\$250,000,000, with additional investors. JWPL's total commitment to the fund thereafter comprised 90% of the increased fund size and total commitments.

Investment – Philippines (August 19, 2021)

The Company announced on July 7, 2021, that its Board of Directors approved a plan to use certain parcels of its land properties worth about Php2.0 billion and Php1.9 billion in cash as investments in CentralHub Industrial Centers, Inc. (“CentralHub”), a company in the industrial real estate business.

CentralHub is in the business of developing industrial warehouse complexes that will contain standardized, multi-use, and industrial quality warehouses suited for commissaries, cold storage and logistics centers to be leased to locators operating nationwide. CentralHub was incorporated and registered with the SEC on August 31, 2017 to act as the industrial leasing segment of DoubleDragon Properties Corp. (“DD”).

On August 19, 2021, the Company and its wholly-owned subsidiary ZFC executed definitive agreements implementing the investment into Central Hub, with the companies’ share percentage to the total outstanding shares of Central Hub at 38.71%. As of the date of this report, the percentage of interest in Central Hub has increased to 56.86%, upon issuance of the shares as of March 24, 2022.

CentralHub intends to eventually register and operate as a REIT, and list its shares on the Philippine Stock Exchange, Inc. The timing for the registration of the REIT initial public

offering and the filing of the application for the REIT listing of CentralHub will be subject to the agreement of the Company and DD, and the parties having secured the necessary regulatory approvals therefor.

Acquisition – Taiwan (November 3, 2021)

The Company disclosed on November 3, 2021 that it will be acquiring a majority stake equivalent to 51% ownership in Milkshop International Co. Ltd. (“Milkshop”) through its wholly-owned subsidiary Jollibee Worldwide, Pte. Ltd. (JWPL), for approximately USD12.8 Million. One of the co-founders of Milkshop will continue to retain the 49% ownership of Milkshop. The Company earlier announced on June 24, 2021 that it had entered into a licensing agreement with Milkshop to sell and market products under the Milksha brand in the Company’s subsidiaries’ stores in the Philippines.

EMPLOYEES

The Company, its local subsidiaries and support units have approximately 10,959 employees in the Philippines as at December 31, 2021. The regular daily-paid employees of Company-owned Jollibee stores are subject to a collective bargaining agreement which was renewed and signed on February 15, 2017.

Aside from all benefits mandated by law, the Company provides training opportunities (internal and external) to its employees. Qualified employees are also entitled to avail of options under the Company’s Stock Options Plan.¹

COMPETITION

The food service and restaurant industry in the Philippines and other countries where the Company has operations is highly competitive. The JFC Group’s stores compete within the quick service restaurants (QSRs) and fast casual segments and other food service and restaurant companies. The JFC Group competes on the basis of food quality and variety, price, value perception, customer service reputation, location as well as cleanliness and maintenance of stores. New product development, digital engagement as well as advertising levels and promotional initiatives are also key factors.

The JFC Group’s primary competition includes McDonald’s, KFC, Burger King (outside the Philippines), other chicken, burger, pizza and pasta chains, Chinese fast food restaurants, grilled chicken and Filipino restaurants as well as bakeshops. Competition from independent restaurants, grocers, food packs and convenience stores offering take-away options has also increased.

The JFC Group also competes not only for customers but also for personnel, suitable land or buildings and franchisees who have the commitment, capability and capitalization.

The JFC Group believes that its competitive position is differentiated by, among others, the taste of its food products and value for money product offerings.

The JFC Group plans to continue to increase market share through, among others, store network expansion supported by new product launches, tie-ups and increasing visit frequency and targeting certain consumer groups that are not yet part of the customer base through, among others, promotions and target advertising.

CUSTOMERS

The Company serves a wide spectrum of customers from all economic classes. It is not dependent on a single customer or a few customers. Neither is there a single customer that accounts for, or will account for, 20% or more of the Company's sales.

INFORMATION TECHNOLOGY

The JFC Group views IT as an integral part of its operations. It believes that its current IT systems streamline its operations and enhance its overall organizational efficiency. IT services are provided mainly by third-party service providers under contracts entered into by the Group. The IT products and services provided by these third-party service providers include professional services for management of IT resources.

The JFC Group utilizes enterprise resource planning software such as Microsoft Dynamics, NetSuite, SAGE and SAP as well as cloud-hosting services. The information security and cybersecurity governance and risk management programs were patterned after the National Institute of Standards cybersecurity framework. The JFC Group treats its cybersecurity risk to be at the same level as compliance, operational, financial, and reputational risks with suitable measurement criteria to ensure that results are monitored and managed.

To minimize system downtime and to safeguard information in the event of a technical or operational failure, the JFC Group maintains an off-site IT back-up recovery center, which is updated in real time. The JFC Group also conducts IT disaster recovery drills to enhance the effectiveness of its backup systems.

RELATED PARTIES

The Company runs its business independently of its subsidiaries and other related parties. There is no dependence on the Company's related parties.

PERMITS AND APPROVALS

Other than the reportorial requirements of the Securities and Exchange Commission ("SEC"), The Philippine Stock Exchange ("PSE"), the Bureau of Internal Revenue ("BIR") and permits for the opening and continued operations of its stores, commissary facilities and distribution centers there are no other permits, licenses or approvals required from the Company for its operations. The Company is in compliance with such requirements.

RESEARCH AND DEVELOPMENT

Research and development are an integral part of the Company's operations. New products, concepts and ideas are critical to the continued success of the Company and its subsidiaries.

For this reason, the Company allocates a Research and Development budget as indicated below for the Jollibee Philippines brand:

<u>Year</u>	<u>Amount</u>	<u>Percentage to Systemwide Sales of Jollibee Brand</u>
2021	Php59,284,335.31	0.08%
2020	Php48,332,866.53	0.06%
2019	Php15,656,786.00	0.02%

ENVIRONMENTAL LAWS

In keeping with its Corporate Social Responsibility (CSR), the Company recognizes its responsibility on environmental conservation and protection. While manufacturing standards are currently being used to monitor the Restaurant Sector, the Company exerts efforts to meet the standards being applied to it by government regulators. Several measures were included in its operations, covering both procedural and technological aspects, which pay heed to the environmental laws and regulations being applied to the quick-service restaurant sector.

As part of the proactive measures being undertaken at the store level, the Company continues to implement its ongoing training programs that equip the store teams with the knowledge and skills for environmental management and best management practices in the kitchen. For 2021, the Company increased the frequency of training for Pollution Control Officers (PCO) and conducted a shortened PCO training specifically for Area Managers focused on environmental laws and regulations. In addition, the existing wastewater treatment system of stores are being upgraded with the introduction of the Automated Grease Removal Unit (Auto- GRU) for new stores.

The Company continues its energy saving initiatives in the use of Grid-tied Solar Power in some stores to reduce power consumption from the Grid. Use of solar power even with limited capacity will provide environmental benefits. These solar panels have a cumulative capacity of 200 kW and reduce consumption from the grid by 5-7% in each store. On average, we can avoid over 100 tons of carbon emissions and save over 230,000 kWh of energy annually through these installations. In November 2021, a rooftop solar energy system was installed in the Jollibee Lam-an branch in Ozamiz City. After 3 months, the store has reduced its usual electricity consumption by 3%

In selected stores, we also implemented various green initiatives based on US Green Building Council's (USGBC) Leadership in Energy & Environmental Design (LEED) green building certification system such as the use of high-performance glass (Low-E) glass, Variable Refrigerant Flow (VRF) air conditioning system, the use of HFC refrigerant, solar street lighting, and rainwater harvesting and use.

While these energy-saving technologies can provide savings, equipping store personnel with the best store practices can also contribute in reducing power consumption in store. Project 24 is still in effect in 2021. Launched in 2019, this initiative mandates that all stores set their dining areas' air-conditioning thermostat to 24 degrees Centigrade. Selected stores also turned off their air-conditioning units during the pandemic's lockdown periods that restricted indoor dining. All stores are required to use energy-efficient bulbs.

Hand in hand with its mission of bringing the joy of eating to everyone, the Company also believes in inculcating the spirit of environmental responsibility both inside and outside the Company. More than a one-time effort, this unceasing pledge to the environment can be best seen in its proactive efforts to anticipate and address issues through continuous feedback and communication with the Company's partners in the government and the customer base.

RISKS

The major business risks facing the JFC Group are as follows:

Competition Risks

The food service and restaurant industry in the Philippines and other countries where the Group has operations is highly competitive. The Group competes with other well-established international restaurant chains and franchises, as well as other regional and local restaurants on the basis of product choice, quality, affordability, service, location, as well as the nature and condition of the stores in the Group's network.

This industry has few barriers to entry for opening one or numerous points of sale and therefore new competitors may emerge at any time. The Group may lose market share to well-established companies such as McDonald's, YUM! Brands, Inc. (which owns the KFC, Pizza Hut and Taco Bell brands) and Restaurant Brands International Inc. (which owns the Tim Hortons®, Burger King® and Popeyes® brands). Particularly in the Philippines, other international and national restaurant chains such as McDonald's, KFC, Shakey's, Pizza Hut, Wendy's and Max's Group may also take market share as they expand in the Philippines, and new emerging restaurant chains may scale up or enter the market. The Group also competes with restaurants that focus on fried chicken, sandwiches, burgers, pizza, grilled chicken, baked goods (including pastries), coffee and tea, or offer alternative menus. Lastly, the Group also competes with certain segments of the food industry, such as convenience stores and prepared food counters in grocery stores.

The Group believes this risk can be managed through the Group's strengths and strategies to ensure competitiveness in the market.

Franchise Business Model Risks

The JFC Group's success also relies on the willingness and ability of its independent franchisees to implement major initiatives, which may include financial investment, and to remain aligned with the JFC Group on operating, promotional and capital-intensive reinvestment plans. The ability of franchisees to contribute to the achievement of the JFC Group's plans is dependent in large part on the availability to them of funding at reasonable interest rates and may be negatively impacted by the financial markets in general, by the creditworthiness of the JFC Group's franchisees or the JFC Group or by banks' lending practices. If the JFC Group's franchisees are unwilling or unable to invest in major initiatives or are unable to obtain financing at commercially reasonable rates, or at all, the Group's future growth and results of operations could be adversely affected.

To mitigate this risk, the JFC Group implements a strong selection process in deciding and approving franchisees. The JFC Group imposes various criteria on site selection to ensure that Jollibee brand stores are opened in viable locations. The terms and conditions of each franchise agreement are carefully reviewed to ensure that the franchisee will comply with standards imposed by the JFC Group. The JFC Group likewise conducts regular audits and checks and performs regular performance evaluations to ensure compliance by the franchisee. During the pandemic, Jollibee as franchisor provided assistance to its franchisees on various aspects of the franchise, to ensure that the franchisees remain financially afloat despite the challenging business conditions.

Brand Value and Reputational Risks

The JFC Group believes it must preserve, enhance and leverage the value of its brands. Brand value is based in part on consumer perceptions. Those perceptions are affected by a variety of subjective factors, including the nutritional content and preparation of the JFC Group's food, the ingredients the JFC Group uses, the manner in which it sources commodities and its general business practices. Consumer acceptance of the Group's offerings is subject to change for a variety of reasons, and some changes can occur rapidly.

The Group is exposed to the risk that fraud and other misconduct committed by employees or outsiders could occur. Any occurrence of such fraudulent events may damage the reputation of the Group and may adversely affect its business, financial condition, results of operations and prospects. In addition, failure on the part of the Group to prevent such fraudulent actions may result in penalties under relevant laws and regulations. Although the Group has in place certain internal procedures to prevent and detect fraudulent activities, these may be insufficient to prevent such occurrences from transpiring. There can be no assurance that the Group will be able to avoid incidents of fraud in the course of its business.

To mitigate this risk, the JFC Group had various marketing initiatives aimed at building and preserving the brands' value from the consumers' perspective with an ability to adapt to changes in consumer needs. JFC constantly improves its capabilities and works closely with advertising and consumer research agencies to ensure that the JFC Group's advertising campaigns include strategic product innovations relevant in building brand equity and drive conversion. The JFC Group also engages global and best-in-class media agencies to ensure that campaign initiatives achieve the desired consumer touch points, balancing effectiveness and efficiency.

In addition, the Group has adopted a Global Internal Controls system to ensure integrity of financial and accounting information. In addition, the Group has adopted codes of business ethics and discipline which are promoted through monitoring and training programs across the entire organization. The Group also undertakes due diligence on its suppliers and service providers who are required to abide with applicable laws and regulations (including anti-bribery and anti-corruption laws) and to immediately report any employee who violate Group policy on gift giving and solicitation.

Advertising Risks

The Group believes that its various brands are critical to its business. The Group incurs costs and expends other resources in its marketing efforts to raise brand awareness and attract and retain customers using a variety of media. In addition, the support of franchise owners is critical for the success of advertising and marketing campaigns, and the successful execution of these campaigns will depend on the Group's ability to maintain alignment with its franchise owners.

To mitigate this risk and to maintain market leadership and achieve sustainable growth, the Group invests in market and consumer research and has an operations teams, which together provide in-depth understanding of the food service and restaurant industry, and extensive consumer insights. The Group intends to focus on driving up the brand's ability to deliver the best value to customers, by consistently being the best in taste, giving a delightful experience, making the JFC brands and products accessible and good value for money, and innovating to meet the evolving consumers' needs. Through the Group's strong market and consumer research and operations teams which provide an in-depth understanding of the food service and restaurant industry, the Group is able to mitigate risks to ensure marketing campaigns achieve their objectives.

Labor Risks

Store operations are highly service-oriented and the Group's success depends in part upon the Group's and the Group's franchisees' ability to attract, retain and motivate a sufficient number of qualified employees, including franchisee management, store managers and other crew members. The market for qualified employees in the retail food industry is very competitive. Any future inability to recruit and retain qualified individuals may delay the planned openings of new stores by the Group and could materially and adversely impact the operation of its existing stores. Any such delays, material increases in employee turnover rate in franchisee management or existing stores or widespread employee dissatisfaction could have a material adverse effect on the Group's business and results of operations.

Store operations are highly service-oriented and the Group's success depends in part upon the Group's and the Group's franchisees' ability to attract, retain and motivate a sufficient number of qualified employees, including franchisee management, store managers and other crew members. The market for qualified employees in the retail food industry is very competitive. Any future inability to recruit and retain qualified individuals may delay the planned openings of new stores by the Group and could materially and adversely impact the operation of its existing stores. Any such delays, material increases in employee turnover rate in franchisee management or existing stores or widespread employee dissatisfaction could have a material adverse effect on the Group's business and results of operations.

Food Service and Restaurant Industry Risks

The Group relies on third-party food suppliers, distributors, logistics and warehousing partners to supply ingredients used in the preparation of the meals it sells, including sauces, meat and fresh produce. Although such third parties are subject to regulations, including food safety and environmental regulations, such regulations may not prevent such third parties from experiencing problems related to food safety and hygiene. As a result, the Group's reliance on third-party food suppliers, distributors, logistics and warehousing partners increases the risk that food-borne illness incidents could be caused by factors outside of the Group's control and that multiple locations would be affected rather than a single store. Additionally, failure by any of the Group's third-party food suppliers, distributors, logistics and warehousing partners to comply with regulations, allegations of compliance failure, claims of intentional or negligent contamination of ingredients and raw materials or prolonged and intense negative publicity may disrupt their operations and result in a disruption of the Group's food supply.

To mitigate this risk, the Group's quality assurance and internal audit teams as well as third-party certifying bodies, conduct meticulous and regular audits at both Group-owned and franchised stores, covering process and quality systems, good manufacturing practices and standard sanitation operating procedures, hazard analysis critical control points as well as food safety and quality management system requirements. The Group likewise strengthens food, service and cleanliness ("FSC") through regular training and certification concerns and by considering customer feedback. The Group implements stringent accreditation procedures for third-party suppliers to ensure compliance with the Group's FSC standards.

In general, the Company encourages the implementation of systems that allow it to adequately identify, measure, manage and control significant and relevant risks that affect its activities and businesses. These systems and risk management policies enable the Company to: a) attain the strategic objectives formulated by the Company with controlled unpredictability; b) provide the maximum level of assurance to its shareholders; c) protect the Company's reputation; d) defend the interests of customers, shareholders, other groups interested in the Company's progress; and e) ensure sustained corporate stability and financial strength.

To ensure the effective availability of essential and critical services, the Company maintains its business continuity management policy in support of a comprehensive program for business continuity, limiting the impact and losses caused by major incidents, and business recovery.

The Company maintains its business continuity management policy and business continuity plan maintain by the Company is in accordance with ISO 22301 Societal Security – Business Continuity Management Systems as part of its risk management procedures.

The Company as part of its Risk Management initiatives, obtains and maintains comprehensive insurance coverage on its assets and liability exposures pertaining to its business operations including coverage for the Company's Directors and officers from a reputable insurance company. It employs risk management for purposes of analyzing the risks faced by the businesses in determining the appropriate cover, policies and amount of insurance for the Company as it deems appropriate and as may be usually carried by other companies engaged in the same or similar activities and in compliance with regulatory requirement where the Company operates.

The Company, consistent to its trust to continuously manage the risks of the organization, conducts regular Loss Control Engineering Services to its major commissaries to review and improve safety protocol and preventive measures related to assets and people safety.

ADDITIONAL REQUIREMENTS AS TO CERTAIN ISSUES OR ISSUERS

The JFC Group issued the following securities as of December 31, 2021:

Issuance of Securities – Philippines (September 24, 2021)

On May 11, 2021, the Company's Board of Directors approved plans to issue cumulative, non-voting, non-participating, non-convertible, redeemable, peso-denominated perpetual Preferred Shares and to buy back some of its USD Perpetual Bonds through a Cash Tender Offer within 2021.

On June 28, 2021, the Company filed a Registration Statement with the SEC for the shelf registration and listing of up to Twenty Million (20,000,000) cumulative, non-voting, non-participating, non-convertible, and redeemable perpetual Preferred Shares and the initial offer and issuance of up to Twelve Million (12,000,000) cumulative, non-voting, non-participating, non-convertible, and redeemable perpetual preferred shares at an offer price of up to One Thousand Pesos (Php1,000.00) per preferred share.

On September 24, 2021, the SEC issued a copy of: (i) Securities and Exchange Commission – Market Securities Regulations Department Order of Registration No. 62 dated September 24, 2021 for the shelf registration of up to 20,000,000 cumulative, non-voting, non-participating, non-convertible, redeemable, peso-denominated perpetual Preferred Shares (“Preferred Shares”); and the (ii) Permit to Sell dated September 24, 2021, for the initial offering of 8,000,000 Preferred Shares and an oversubscription option of up to 4,000,000 Preferred Shares (the “Initial Offer Shares”).

The Initial Offer Shares were issued and listed on October 14, 2021 (the “Issue Date”) under the trading symbol JFCPA for the Series A Preferred Shares and JFCPB for the Series B Preferred Shares. As and if cash dividends are declared by the Board on the Preferred Shares, cash dividends shall be as follows:

- (i) Series A Preferred Shares shall be at the fixed rate of 3.2821% per annum; and
- (ii) Series B Preferred Shares shall be at the fixed rate of 4.2405% per annum.

Issuance of Securities – Singapore (October 4, 2021)

On October 4, 2021, JWPL made an announcement in the Singapore Exchange Securities Trading Limited (“SGX-ST”) on the tender offer to the holders of the Senior Perpetual Securities to purchase for cash up to USD250.0 Million of JWPL's USD600.0 Million outstanding Senior Perpetual Securities listed on the Official List of SGX-ST. The tender offer to buyback is funded partly from the proceeds of the Company's initial tranche of up to 12,000,000 Preferred Shares under the above-described shelf registration. The Tender Offer commenced on October 4, 2021, and expired on 4:00 p.m. November 3, 2021, London time. Early Settlement was completed on October 21, 2021, with completion of final settlement on November 8, 2021.

SUBSIDIARIES AND AFFILIATES

The Company owns, develops, operates and franchises the following brands through various subsidiaries:

Chowking

Chowking was acquired by the Company in 2000.

Chowking combines traditional Chinese cuisine with modern fast food service. It offers freshly made and affordably priced Chinese food and beverages including *chao fan* (Chinese fried rice), dim sum, noodles and milk tea. Chowking also offers breakfast rice meals, combination meals and Chinese lauriat-style individual and family meals. In 2013, Chowking launched its first drive-thru store in the Philippines. Certain Chowking stores are open 24 hours daily.

As of December 31, 2021, there were 556 Chowking stores in the Philippines, of which 186 were owned and operated by the Company and 370 were franchised. As of the same date, there were 48 Chowking stores in operation in six countries and territories outside the Philippines, 16 in the United States and 32 franchised in the Middle East (19 in UAE, 4 in Qatar, 2 in Oman, 4 in Kuwait and 3 in Saudi Arabia).

Greenwich

Greenwich was the first brand acquired by the Company in 1994 and became a wholly-owned subsidiary of the Company in 2006.

Greenwich offers a menu with a variety of pizzas and pastas that caters to the local taste. It also offers individual and group combination meals, side dishes and desserts. Over the years, the Group transformed the brand in terms of food offerings, look and heightened social media presence from Greenwich Pizza & Pasta to Greenwich Pizzeria, reflecting dynamism and promoting a stronger culture of barkadahan (a group of friends). The JFC Group believes that Greenwich is the first pizza chain in the Philippines to use heated thermal bags to ensure that food stays hot even after transit.

As of December 31, 2021, there were 269 Greenwich stores in the Philippines, of which 145 were owned and operated by the Company and 124 were franchised.

PHO24

PHO24 serves traditional Vietnamese dishes with rice noodles as its core product. It specializes in pho (Vietnamese soup with noodles and thinly sliced beef or chicken) comprising 24 ingredients based on a family recipe. In addition to several types of pho, it offers rice meals, other traditional Vietnamese dishes such as cold vermicelli and spring rolls, beverages and desserts. PHO24 also sells preservative-free instant pho through its stores and retail outlets to enable its customers to enjoy pho at home.

As of December 31, 2021, there were 4 PHO24 stores in the Philippines.

“Chowking”, “Greenwich” and “PHO24” are business units of Fresh N’ Famous Foods, Inc., a wholly-owned subsidiary of the Company.

Through its ownership interest in Superfoods which owns Pho 24, the Company owns 60% of the Pho 24. In the Philippines, Fresh N’ Famous Foods, Inc. owns and operates Pho 24 as a franchisee.

Red Ribbon

Red Ribbon was acquired by the Company in 2005.

Red Ribbon offers an extensive variety of high-quality cakes, pastries and bread and provides cake customization services for special occasions. The JFC Group believes that Red Ribbon is a leading bakeshop for round cakes and that it has an increasing market share in dedication and roll cakes. Red Ribbon's best-selling products include its chocolate cakes, namely, Black Forest cake, Chocolate Dedication cake, Chocolate Mousse and Triple Chocolate roll. Red Ribbon also offers traditional Filipino bakeshop products such as empanada (baked turnover with filling), ensaymada (soft, sweet dough pastry) as well as mamon and taisan (chiffon or sponge cakes). In the United States, Red Ribbon serves hot meals and cold desserts in-store.

As of December 31, 2021, there were 519 Red Ribbon stores in the Philippines, of which 181 were owned and operated by the Company and 338 were franchised. As of the same date, there were 34 Red Ribbon stores in operation in the United States, all of which were owned and operated by the Group, including in the states of California, Nevada, Washington, Hawaii, New York, New Jersey, Virginia, Texas and Illinois.

Mang Inasal

In 2010, the Company acquired a 70 per cent. equity interest in Mang Inasal. In 2016, Mang Inasal became a wholly-owned subsidiary of the Company.

Mang Inasal offers grilled food products such as chicken inasal (chicken marinated in local spices before being skewered and grilled) and traditional Filipino dishes and desserts such as pork sisig (chopped pork seasoned with chilli pepper, local citrus fruit and onion) and halo-halo (a layered dessert made of sweetened beans and fruits, shaved ice and milk), respectively. In addition, Mang Inasal offers value meals, combination meals and party pans. The Company believes that Mang Inasal is the top grilled chicken restaurant in the Philippines.

As of December 31, 2021, there were 578 Mang Inasal stores in the Philippines, of which 15 were owned and operated by the Company and 563 were franchised.

Burger King

In 2011, the Company acquired a 54 per cent. equity interest in BKTitans Inc., the parent company of the entities that owns the franchises for Burger King stores.

Burger King is a hamburger QSR chain that offers the Whopper or flame-grilled hamburgers, specialty hamburgers, chicken and other specialty sandwiches, rice meals, side dishes, beverages and desserts. The launch of its delivery website in 2018 is a key aspect of Burger King's sales growth.

As of December 31, 2021, there were 103 Burger King stores in the Philippines, all of which were owned and operated by the Company.

Yonghe King

In 2004, the Company acquired an 85 per cent. equity interest in Yonghe King. In 2007, Yonghe King became a wholly-owned subsidiary of the Company.

Yonghe King is the largest QSR brand of the Group in the PRC in terms of sales and store network. Its top three flagship products are premium tomato beef noodle soup, crispy tender chicken thigh with minced pork rice and soya milk. The JFC Group believes that Yonghe King's competitive position is differentiated by, among others, its soya milk being made fresh in-store daily. The expansion of delivery channels including partnerships with food delivery aggregators and the implementation of mobile payment through Alipay and WeChat are key aspects of Yonghe King's sales growth.

As of December 31, 2021, there were 394 Yonghe King stores in the PRC, of which 287 were owned and operated by the Company and 107 were franchised.

Hong Zhuang Yuan

Hong Zhuang Yuan was acquired by the Company in 2008.

Hong Zhuang Yuan specializes in congee. Its bestselling products include eight treasures congee, century egg congee, spring onion pancake and beef pies. In addition, it regularly offers, for a limited time, certain seasonal food products to provide additional variety to its menu. In 2018, Hong Zhuang Yuan launched a self-service digital ordering system in all of its stores that enabled customers to place their orders by simply scanning the QR code on the table. Certain Hong Zhuang Yuan stores also have open kitchens to attract diners and enable them to experience the food "show".

As of December 31, 2021, there were 51 Hong Zhuang Yuan stores, of which 48 were owned and operated by the Company and 3 were franchised.

Dunkin' Donuts

The Company, through its non-wholly owned subsidiary, has exclusive rights to develop and expand Dunkin' Donuts in certain territories in the PRC pursuant to a master franchise agreement with Dunkin Donuts Franchising LLC.

Dunkin' Donuts is a baked goods and coffee chain. It offers a wide variety of doughnuts, bagels, breakfast sandwiches, other baked goods and beverages including coffee, espresso-based drinks, teas and frozen drinks. Dunkin' Donuts also offers regional items to cater to local tastes. In 2017, it launched CoffeeForward+ aimed at adapting the café culture and transforming the brand from being doughnut-centric to a doughnut and coffee business.

As of December 31, 2021, there were 7 Dunkin' Donuts stores in the PRC, in particular, Beijing, all of which were owned and operated by the Company, through its non-wholly owned subsidiary.

SuperFoods

The SuperFoods Group owns and operates various brands, including Highlands Coffee Shops in Vietnam, Highlands Coffee Packaged Products, and Pho 24. Highlands Coffee serves Vietnamese coffee and light meals in trendy coffee shops, and also sells packaged coffee through retail outlets.

Highlands Coffee

Highlands Coffee is a brand under the Company's majority-owned subsidiary SuperFoods.

Highlands Coffee serves coffee prepared in the traditional Vietnamese way using the phin filter, espresso-based beverages, ice blended coffee- and non-coffee based beverages, modern tea

beverages that include fresh fruits and toppings, banh mi and Vietnamese flavour-inspired pastries in trendy coffee shops. It also sells packaged coffee and other merchandise through its caf  s and wholesale to an exclusive distributor.

As of December 31, 2021, there were 483 Highlands Coffee caf  s in Vietnam, of which 411 were owned and operated by the Company and 23 were franchised. As of the same date, there were 49 Highlands Coffee caf  s in the Philippines, all of which were franchised. The Philippines is the first international market of Highlands Coffee.

Smashburger

In 2015, the Company acquired a 40% equity interest in SJBFL LLC, the parent company of the entities comprising the Smashburger business. In 2018, Smashburger became a wholly-owned subsidiary of the Company after acquiring an additional 45% and subsequently, remaining 15% equity interest in SJBFL LLC.

Smashburger is a hamburger fast casual chain that offers a variety of burgers, salads, side dishes and beverages. The Group believes that its competitive position is differentiated by, among others, its use of never frozen 100% Certified Angus Beef. In addition, Smashburger offers new products, limited time offers and holiday specials to enable its customers to experience new burgers. In 2019, Smashburger partnered with key delivery aggregators to expand its sales channels and provide greater availability of its products to customers.

As of December 31, 2021, there were 245 Smashburger stores in operation in eight countries and territories: including the United States, Canada, Costa Rica, Egypt, Panama, Saudi Arabia, Scotland and the United Kingdom. As of the same date, there were 219 Smashburger stores in the United States, of which 128 were owned and operated by the Company and 91 were franchised.

The Coffee Bean & Tea Leaf   

In 2019, the Company acquired The Coffee Bean & Tea Leaf    (CBTL) through its 80% stake in Super Magnificent Coffee Company Pte. Ltd..

CBTL is an American coffee chain founded in 1963, based in Los Angeles, California and is widely credited for driving high quality and innovation to the coffee and tea industry.

CBTL uses only individually hand-roasted coffee beans and hand-blended teas from farms in various countries like Costa Rica, Colombia, Kenya, Indonesia, Jamaica, Thailand and Sri Lanka. It started the frozen coffee drink craze with the invention of the The Original Ice Blended   drink and is also the first global coffee and tea retailer to offer cold brew tea which has become increasingly popular due to its smoother, less acidic taste. CBTL offers a variety of hot and cold coffee and hot and iced tea drinks. It also sells a variety of whole bean coffees, whole leaf teas, flavored powders and baked food.

At the end of 2021, CBTL operated 1,048 stores across 27 countries.

Tim Ho Wan

In May 2018, August 2018, May 2019, October 2019 and March 2020, the Company, through JWPL, made investments in the amounts of SG\$18 million, SG\$0.9 million, SG\$2.7 million, SG\$53.4 million and SG\$2.4 million, respectively, in Titan Dining LP, a private equity fund that had executed (through a wholly-owned subsidiary) a binding agreement for the acquisition of 100% of the Asia Pacific master franchise holder of the Tim Ho Wan brand, and eventually

owned the Tim Ho Wan Brand, as well as of Tim Ho Wan Pte. Ltd. (THWPL) and Dim Sum Pte. Ltd. (DSPL) (which owns and operates Tim Ho Wan stores in Singapore). Pursuant to these investments, the Company obtained rights to enter into franchise agreements to operate and expand Tim Ho Wan in certain areas in the PRC. In October 2019, the total maximum fund of Titan Dining LP was increased from SG\$100 million to SG\$200 million. The Company, through JWPL, increased its capital commitment from SG\$45 million to SG\$120 million which constitute 60.0% of the total maximum fund. In October 2020, JWPL purchased the participating interest of Aragon Investments SPC in Titan Dining LP, increasing the Company's interest in the Titan Fund to 85.0%. On November 1, 2021, the Company, through JWPL, announced amendments to the Limited Partnership Agreement with Titan Dining LP, with the fund size of Titan increasing to SGD250.0 Million. With the increase in fund size and entry of additional investors, JWPL's total commitment to the fund shall amount to SGD225.0 Million, comprising 90% of the increased fund size and total commitments.

On November 18, 2019, Hong Yun Hong (Shanghai) Food and Beverages Management Co. Ltd. (Hong Yun Hong) was incorporated. It is a joint venture in which the Group holds 60% equity interest through a wholly owned company and DSPL holds the remaining equity interest. On March 13, 2020, Hong Yun Hong entered into a unit franchise agreement with THWPL whereby THWPL granted Hong Yun Hong the right and licence to open and operate a Tim Ho Wan store in Shanghai.

Tim Ho Wan serves fresh and made-to-order Cantonese-style dim sum. It offers an assortment of steamed, fried and baked dim sum, steamed rice dishes, congee, rice rolls and desserts.

As of December 31, 2021, there were 8 Tim Ho Wan stores owned and operated by the Group.

Tortazo, LLC (formerly known as Tortas Frontera LLC)

On September 7, 2018, the Company, through Jollibee Foods Corporation (USA), made an investment of U.S.\$12.6 million in Tortazo, LLC (formerly known as Tortas Frontera LLC) in consideration for 47% of the fully-diluted membership interest therein.

Tortazo is a Mexican fast casual chain in the United States created by Chef Rick Bayless. The Group believes that its competitive position is differentiated by, among others, its use of high quality ingredients from top local providers that are named on its menu. Tortazo offers a quality menu which features tortas (griddle-baked sandwiches), molletes (warm, open-faced sandwiches), soups, salads, side dishes, a guacamole bar and beverages. It also serves a full breakfast menu that includes breakfast tortas, cazuelas (stew-like dishes cooked in a traditional pot of the same name) and a yoghurt bar. Tortazo has an online ordering platform that enables customers to order food for pick up.

As of December 31, 2021, there were 2 Company-owned and operated Tortazo stores in operation in the United States. There were also 3 Tortas Frontera stores open, licensed to HMS Host (2) and Areas (1) to operate.

Panda Express

On September 27, 2018, the Company entered into an agreement to establish a 50/50 joint venture with Panda Restaurant Group Inc. to bring Panda Express stores to the Philippines.

Panda Express offers a menu inspired by the flavours of Chinese cuisine. It offers a wide variety of entrees, sides, appetisers and desserts. Panda Express also offers Wok Smart™ selections, menu items that are 300 calories or less and have at least eight grammes of protein, and Family Feast boxes for groups dining together. Panda Express' bestselling products include The Original Orange Chicken®, Beijing Beef® and Honey Walnut Shrimp.

As of December 31, 2021, there were 4 Panda Express stores owned and operated by the Group.

Yoshinoya

On February 15, 2021, the JFC Group, through the Parent Company, entered into an agreement with Yoshinoya International Philippines, Inc. (YIPI) to establish a joint venture entity to own and expand Yoshinoya restaurants in the Philippines.

The joint venture entity, incorporated as Yoshinoya Jollibee Foods, Inc. on June 18, 2021, is 50% owned by the Parent Company and 50% owned by YIPI. On May 20, 2021, the Parent company made an initial investment amounting to ₱65.0 million.

On October 29, 2021, Yoshinoya executed a Franchise Agreement with YIPI with effective date on November 1, 2021. Subsequently, Yoshinoya acquired from YIPI and operated the existing Yoshinoya stores in the Philippines.

Yoshinoya is one of the brands owned by Yoshinoya Holdings Co. Ltd, a Japanese multinational food restaurant company and the longest-established fast food chain in Japan. Established in 1899, Yoshinoya boasts of more than 120 years of tradition. "Gyudon" beef bowl, which already became well-known food to everyone in Japan, was originally developed by Yoshinoya.

As of December 31, 2021, Yoshinoya operates three stores in the Philippines.

Milksha

On June 24, 2021, the Company and its subsidiaries, Fresh N' Famous Foods, Inc. and Mang Inasal Philippines, Inc. entered into a license agreement with Milkshop International Co., Ltd. which owns Milksha, a popular Taiwanese bubble tea brand. The agreement grants the exclusive rights to sell and market products under the Milksha brand in the Company's stores. The Company intends to roll out Milksha products in Chowking stores and possibly expand it to its other Philippine restaurant brands.

On November 3, 2021, the JFC Group disclosed that JWPL will purchase a majority stake in Milkshop International Co. Ltd. (Milkshop), the entity that owns Milksha, a popular Taiwanese bubble tea brand. JWPL will purchase shares equivalent to 51% ownership in Milkshop for approximately USD12.8 million. One of the co-founders of Milkshop will continue to retain the 49% interest in Milkshop. The completion of this transaction was subject to certain closing conditions, including regulatory approvals. The transaction was completed on February 22, 2022. The final price at closing was USD12.8 million.

JOLLIBEE GROUP FOUNDATION, INC.

Despite the continuing challenges brought about by the COVID-19 pandemic and the onslaught of natural disasters, Jollibee Group Foundation continued to support communities through its programs in agriculture, disaster response and education.

Farmer Entrepreneurship Program (FEP)

FEP is a comprehensive agro-entrepreneurship program that engages partners to help organize small-scale farming communities all over the Philippines. The program sharpens the technical skills and business acumen of farmers, and links them with institutional markets for increased and steady income.

2021 saw FEP farmer groups deliver 486,000 kilos of vegetables to the Jollibee Group. Since the program's launch in 2008, 17 farmer groups have delivered nearly 9 million kilos of vegetables equivalent to more than USD7 million worth of sales.

FEP also continued strengthening its support network for farmer-partners. JGF launched its first online Agro-Entrepreneurship for Inclusive Value Chains course and produced 97 new field facilitators from 47 organizations, including national and local government offices, NGOs, financing groups, farmer cooperatives, social enterprises, and academic institutions. Field facilitators are indispensable in providing support and education to farmer groups, coaching them in agro-entrepreneurship.

JGF capped off the year with formalizing its partnership with the Department of Agriculture (DA) to implement the Promoting Agro-Entrepreneurship Clustering Approach (AECA) Project. DA found the approach taken by FEP as a complementary strategy in their Farm and Fisheries Clustering and Consolidation Approach. Through this, JGF was able to include the FEP model in a mainstream agriculture program of the country.

Jollibee Group FoodAID

FoodAID is Jollibee Group's disaster response program. While pandemic restrictions began to loosen in 2021, allowing people to return to regular work, the spread of COVID-19 variants continued to necessitate relief operations and support for medical and civic frontliners. Together with various partners, JGF distributed 2.67 million meals for families affected by the pandemic, and 7,000 meals for frontliners. Since March 2020, JGF has distributed more than 8.1 million meals.

This was made possible in part by JGF's partnership with Kabuhayan sa Ganap na Kasarinlan Credit and Savings Cooperative, Kasagana-Ka Development Center Inc. and German Investment Corporation in implementing Project Karinderya. The project provided financial support to small eateries and training on food preparation, food safety, and customer service to help sustain their businesses while serving ready-to-eat meals to urban poor families for 30 days. By the end of the project, 320 karinderyas across Metro Manila, Bulacan, Cavite, and Rizal were reopened, which served 6,400 family beneficiaries.

217,000 meals were also distributed to families whose homes and livelihoods were affected by natural calamities. This includes meals provided to 131,029 individuals and volunteers after Typhoon Odette hit the country. These were distributed in partnership with various partners including Jollibee group franchisees and local government units, reaching 39 cities and municipalities.

Access, Curriculum, and Employability (ACE) Scholarship Program

Over the years, ACE has provided educational assistance to more than 2,200 underprivileged Filipino youth so they can access gainful employment and attain better lives for themselves and their families.

After suspending classes in 2020 due to pandemic restrictions, Anihan Technical School was able to resume its activities in 2021. This led to the completion of the training of seventeen (17) Quick Service Restaurant Operations scholars, fifteen (15) of whom were employed as of year-end.

JGF also provided scholarships to fifty (50) underprivileged youth, twenty-five (25) of which was through the Don Bosco Training Center in Mati City, Davao del Sur, which is TESDA-certified on Agro-entrepreneurship National Certificate II Course. Another twenty-five (25) was through the Sacred Heart Savings Cooperative community-based training center located in Galimuyod, Ilocos Sur.

OTHERS

Other subsidiaries of the Company include FREEMONT FOODS CORPORATION, a wholly-owned

subsidiary which owns and operates the Company's Jollibee stores across the country, primarily in the Visayas and Mindanao areas, and GRANDWORTH RESOURCES CORPORATION, a real estate company which owns or leases some of the properties used as store sites.

PERCENTAGE OF FOREIGN SALES

The percentage of foreign sales to total net sales for the last four (4) years is as follows:

	2021	2020	2019	2018
Total Sales	142,586,435,656	121,245,043,706	166,909,364,033	150,200,825,668
Foreign Sales	59,322,824,142	50,634,423,156	49,334,269,832	40,717,384,462
Percentage	41.60%	41.76%	29.56%	27.11%

The percentage of foreign sales to net income is as follows:

	2021	2020	2019	2018
Net Income*	5,501,991,933	(12,633,621,318)	6,422,914,779	7,641,585,603
Foreign Sales	59,322,824,142	50,634,423,156	49,334,269,832	40,717,384,462
Percentage	1078.21%	400.79%	768.10%	532.84%

**As restated, 2019 and 2018 Net income*

Annex “C-4”

List of Local and International Trademarks

TRADEMARK REGISTRATION

Trademark Records by Country

Following is a list of the local and international trademark registrations and pending applications for registration for the “Jollibee” brand as of December 31, 2021.

The Company’s subsidiaries have likewise procured the relevant trademark registrations for their respective brands.

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Afghanist an	JOLLIBEE MASCOT DESIGN		5987	7-May- 16	17632	20-Nov- 16	Register ed	29
Afghanist an	JOLLIBEE MASCOT DESIGN		5988	7-May- 16	17633	20-Nov- 16	Register ed	43
Afghanist an	BEE HEAD DEVICE		5986	7-May- 16	17631	20-Nov- 16	Register ed	43
Afghanist an	BEE HEAD DEVICE		5985	7-May- 16	17630	20-Nov- 16	Register ed	29
Afghanist an	CHAMP	(word mark)	5995	7-May- 16	17640	20-Nov- 16	Register ed	29
Afghanist an	CHICKENJOY		5991	7-May- 16	17636	20-Nov- 16	Register ed	29
Afghanist an	CHICKENJOY		5992	7-May- 16	17637	20-Nov- 16	Register ed	43
Afghanist an	EVERYDAY DELICIOUS	(word mark)	5996	7-May- 16	17641	20-Nov- 16	Register ed	35
Afghanist an	JOLLIBEE		5990	7-May- 16	17635	20-Nov- 16	Register ed	43
Afghanist an	JOLLIBEE		5989	7-May- 16	17634	20-Nov- 16	Register ed	29
Afghanist an	JOLLY		5993	7-May- 16	17638	20-Nov- 16	Register ed	30
Afghanist an	YUM		5994	7-May- 16	17639	20-Nov- 16	Register ed	29
Argentina	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		1997309	29-Aug- 95	1,652,377	3-Dec- 97	Register ed	42
Australia	BEE HEAD DEVICE		1666161	23-Dec- 14	1666161	23-Dec- 14	Register ed	29, 43
Australia	CHICKENJOY		1666176	23-Dec- 14	1666176	23-Dec- 14	Register ed	29, 43
Australia	EVERYDAY DELICIOUS	(word mark)	1666177	23-Dec- 14	1666177	23-Dec- 14	Register ed	35
Australia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	1879000	10-Oct- 17	1879000	10-Oct- 17	Register ed	29, 43
Australia	JOLLIBEE MASCOT DESIGN		1666168	23-Dec- 14	1666168	23-Dec- 14	Register ed	29, 43
Australia	JOLLIBEE MASCOT		654121	24-Feb- 95	654121	24-Feb- 95	Register ed	42

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
	DEVICE							
Australia	JOLLIBEE		1666158	23-Dec-14	1666158	23-Dec-14	Register ed	29, 43
Australia	BEE HEAD DEVICE		2035489	6-Sep-19	2035489	6-Sep-19	Register ed	16, 21, 25, 28, 35
Australia	JOLLIBEE	(word mark)	2035488	6-Sep-19	2035488	6-Sep-19	Register ed	16, 21, 25, 28, 35
Australia	BEE HEAD DEVICE		2097494	19-Jun-20	2097494	19-Jun-20	Register ed	29, 30, 32, 39, 43
Australia	CHICKENJOY	(word mark)	2097498	19-Jun-20	2097498	19-Jun-20	Register ed	29, 43
Australia	CHICKENJOY logo (in color)		2097500	19-Jun-20	2097500	19-Jun-20	Register ed	29, 43
Australia	EVERYDAY DELICIOUS	(word mark)	2107278	29-Jul-20	2107278	29-Jul-20	Register ed	35, 43
Australia	JOLLIBEE	(word mark)	2097492	19-Jun-20	2097492	19-Jun-20	Register ed	29, 30, 32, 39, 43
Australia	JOLLIBEE MASCOT DESIGN		2097495	19-Jun-20	2097495	19-Jun-20	Register ed	29, 30, 32, 39, 43
Australia	Jollibee Stacked Logo (in color)		2097497	19-Jun-20	2097497	19-Jun-20	Register ed	29, 30, 32, 39, 43
Australia	CRISPYLICIOUS		1584465	16-Dec-20	2168151	01-Jul-21	Register ed	29 & 43
Australia	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20	2169472	01-Jul-21	Register ed	29 & 43
Australia	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20	2169481	01-Jul-21	Register ed	29 & 43
Australia	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20	1580426	26-Jul-21	Register ed	30
Australia	YUMBURGER	YUMBURGER	1586529	16-Dec-20	.2171162	06-Sep-21	Register ed	29 & 30
Australia	JOLLIBEE	JOLLIBEE	1602968	06-May-21	2194804	25-Oct-21	Register ed	9
Australia	BEE HEAD DESIGN		1602795	06-May-21	2194773	25-Oct-21	Register ed	9
Bahrain	JOLLIBEE MASCOT DESIGN		80980	15-Apr-10	80980	15-Apr-10	Register ed	43
Bahrain	JOLLIBEE MASCOT DESIGN		80978	15-Apr-10	80978	15-Apr-10	Register ed	29
Bahrain	JOLLIBEE MASCOT DESIGN		80979	15-Apr-10	80979	15-Apr-10	Register ed	30
Bahrain	BEE HEAD DEVICE		91758	24-Apr-12	91758	24-Apr-12	Register ed	43
Bahrain	BEE HEAD DEVICE		91757	24-Apr-12	91757	24-Apr-12	Register ed	29
Bahrain	CHAMP	(word mark)	96797	17-Mar-13	96797	17-Mar-13	Register ed	29
Bahrain	CHICKENJOY	(word mark)	91759	24-Apr-12	91759	24-Apr-12	Register ed	29
Bahrain	CHICKENJOY	(word mark)	91760	24-Apr-	91760	24-Apr-	Register	43

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				12		12	ed	
Bahrain	EVERYDAY DELICIOUS	(word mark)	96788	17-Mar-13	96788	17-Mar-13	Register ed	35
Bahrain	HOME OF THE FAMOUS CHICKENJOY	(word mark)	120580	10-Oct-17	120580	28-Feb-18	Register ed	29
Bahrain	HOME OF THE FAMOUS CHICKENJOY	(word mark)	120581	10-Oct-17	120581	28-Feb-18	Register ed	43
Bahrain	JOLLIBEE	(word mark)	91755	24-Apr-12	91755	24-Apr-12	Register ed	29
Bahrain	JOLLIBEE	(word mark)	91756	24-Apr-12	91756	24-Apr-12	Register ed	43
Bahrain	JOLLIBEE & MASCOT DEVICE		1070/95	2-Aug-95	S1718	2-Aug-95	Register ed	42
Bahrain	JOLLIBEE (IN ARABIC SCRIPT)	جوليبى	116614	28-Jun-16	116614	6-Jun-17	Register ed	43
Bahrain	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		1068/95	2-Aug-95	TM 19220	10-Feb-98	Register ed	29
Bahrain	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		1069/95	2-Aug-95	SM 1717	18-Dec-96	Register ed	42
Bahrain	JOLLIBEE LOGO & DEVICE		80975	15-Apr-10	80975	15-Apr-10	Register ed	29
Bahrain	JOLLIBEE LOGO & DEVICE		80976	15-Apr-10	80976	15-Apr-10	Register ed	30
Bahrain	JOLLIBEE LOGO & DEVICE		80977	15-Apr-10	80977	15-Apr-10	Register ed	43
Bahrain	JOLLIBEE MASCOT DESIGN		96798	17-Mar-13	96798	17-Mar-13	Register ed	29
Bahrain	JOLLIBEE MASCOT DESIGN		96786	17-Mar-13	96786	17-Mar-13	Register ed	43
Bahrain	JOLLY	JOLLY	100636	3-Nov-13	100636	28-Dec-16	Register ed	30
Bahrain	YUM	YUM	96817	17-Mar-13	96817	16-Nov-15	Register ed	29
Bahrain	BEE HEAD DEVICE		126998	22-Aug-19	126998	19-Mar-20	Register ed	21
Bahrain	BEE HEAD DEVICE		126999	22-Aug-19	126999	19-Mar-20	Register ed	25
Bahrain	BEE HEAD DEVICE		127001	22-Aug-19	127001	19-Mar-20	Register ed	28

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Bahrain	BEE HEAD DEVICE		127002	22-Aug-19	127002	19-Mar-20	Register ed	35
Bahrain	JOLLIBEE	(word mark)	126991	22-Aug-19	126991	19-Mar-20	Register ed	16
Bahrain	JOLLIBEE	(word mark)	126992	22-Aug-19	126992	19-Mar-20	Register ed	21
Bahrain	JOLLIBEE	(word mark)	126994	22-Aug-19	126994	19-Mar-20	Register ed	25
Bahrain	JOLLIBEE	(word mark)	126995	22-Aug-19	126995	19-Mar-20	Register ed	28
Bahrain	JOLLIBEE	(word mark)	126996	22-Aug-19	126996	19-Mar-20	Register ed	35
Bahrain	BEE HEAD DEVICE		126997	22-Aug-19	126997	19-Mar-20	Register ed	16
Bahrain	BEE HEAD DEVICE		130414	12-Nov-20			Pending	30
Bahrain	BEE HEAD DEVICE		130415	12-Nov-20	130415	11-Mar-21	Register ed	32
Bahrain	BEE HEAD DEVICE		130416	12-Nov-20	130416	11-Mar-21	Register ed	39
Bahrain	CRISPYLICIOUS	(word mark)	130400	12-Nov-20	130400	11-Mar-21	Register ed	29
Bahrain	CRISPYLICIOUS	(word mark)	130401	12-Nov-20	130401	11-Mar-21	Register ed	43
Bahrain	JOLLIBEE	(word mark)	130409	12-Nov-20	130409	11-Mar-21	Register ed	30
Bahrain	JOLLIBEE	(word mark)	130410	12-Nov-20	130410	11-Mar-21	Register ed	32
Bahrain	JOLLIBEE	(word mark)	130411	12-Nov-20	130411	11-Mar-21	Register ed	39
Bahrain	JOLLY SPAGHETTI	(word mark)	130406	12-Nov-20	130406	11-Mar-21	Register ed	30
Bahrain	JOLLY	(word mark)	100636	3-Nov-13	100636	28-Dec-16	Register ed	30
Bahrain	JUICYLICIOUS	(word mark)	130402	12-Nov-20	130402	11-Mar-21	Register ed	29
Bahrain	JUICYLICIOUS	(word mark)	130403	12-Nov-20	130403	11-Mar-21	Register ed	43
Bahrain	SPICYLICIOUS	(word mark)	130404	12-Nov-20	130404	11-Mar-21	Register ed	29
Bahrain	SPICYLICIOUS	(word mark)	130405	12-Nov-20	130405	11-Mar-21	Register ed	43
Bahrain	BEE HEAD DEVICE		132017	6-May-21			Pending	9
Bahrain	JOLLIBEE	(word mark)	132016	6-May-21			Pending	9
Bahrain	YUMBURGER	(word mark)	130408	12-Nov-20	130408	11-Mar-21	Register ed	29
Brazil	JOLLIBEE GREAT BURGERS GREAT CHICKEN		818935359	15-Dec-95	818935359	30-Nov-99	Register ed	38
Brazil	Bee Head Device		925173312	9-Dec-21			Pending	9
Brazil	Bee Head Device		925173401	9-Dec-21			Pending	29

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Brazil	Bee Head Device		925173606	9-Dec-21			Pending	43
Brazil	CHICKENJOY	(word mark)	924890681	12-Nov-21			Pending	29
Brazil	CHICKENJOY	(word mark)	924890762	12-Nov-21			Pending	43
Brazil	JOLLIBEE	(word mark)	925173037	9-Dec-21			Pending	9
Brazil	JOLLIBEE	(word mark)	925173134	9-Dec-21			Pending	29
Brazil	JOLLIBEE	(word mark)	925173215	9-Dec-21			Pending	43
Brunei Darussalam	BEE HEAD DEVICE		42,856	26-Apr-12	42,856	26-Apr-12	Register ed	29, 43
Brunei Darussalam	CHAMP	(word mark)	43909	14-Mar-13	43909	14-Mar-13	Register ed	29
Brunei Darussalam	CHICKENJOY		42855	26-Apr-12	42,855	26-Apr-12	Register ed	29, 43
Brunei Darussalam	EVERYDAY DELICIOUS	(word mark)	43908	14-Mar-13	43908	14-Mar-13	Register ed	35
Brunei Darussalam	HOME OF THE FAMOUS CHICKENJOY	(word mark)	TM/49226	2-Oct-17	49226	2-Oct-17	Register ed	29, 43
Brunei Darussalam	JOLLIBEE	(word mark)	TM42857	26-Apr-12	42857	26-Apr-12	Register ed	29, 43
Brunei Darussalam	JOLLIBEE (Stacked)		36,341	24-Jun-04	36,341	24-Jun-04	Register ed	43
Brunei Darussalam	JOLLIBEE MASCOT DESIGN		43,918	14-Mar-13	43918	14-Mar-13	Register ed	29, 42
Brunei Darussalam	YUM	(word mark)	43937	14-Mar-13	43937	14-Mar-13	Register ed	29
Brunei Darussalam	BEE HEAD DEVICE		50957	21-Sep-19	50957	21-Sep-19	Register ed	16, 21, 25, 28, 35
Brunei Darussalam	JOLLIBEE	(word mark)	50958	21-Sep-19	50958	21-Sep-19	Register ed	16, 21, 25, 28, 35
Brunei Darussalam	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20			Pending	29 & 43
Brunei Darussalam	CRISPYLICIOUS	CRISPYLICIOUS	1584465	16-Dec-20			Pending	29 & 43
Brunei Darussalam	BEE HEAD DESIGN		1589298	16-Dec-20			Pending	30, 32 & 39
Cambodia	BEE HEAD DEVICE		87866	6-Sep-19	78019	06-Oct-20	Register ed	16, 21, 25, 28, 35
Cambodia	BEE HEAD DEVICE		KH/46002/12	11-May-12	KH/43235/12	26-Dec-12	Register ed	43
Cambodia	BEE HEAD DEVICE		KH/46001/12	11-May-12	KH/43234/12	26-Dec-12	Register ed	29
Cambodia	CHAMP	(word mark)	50600	12-	47542	4-Sep-	Register	29

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				Mar-13		13	ed	
Cambodia	CHICKENJOY	(word mark)	KH/46004/12	11-May-12	KH/44011/13	29-Mar-13	Register ed	43
Cambodia	CHICKENJOY	(word mark)	KH/46003/12	11-May-12	KH/44094/13	1-Apr-13	Register ed	29
Cambodia	EVERYDAY DELICIOUS	(word mark)	50601	12-Mar-13	47543	4-Sep-13	Register ed	35
Cambodia	JOLLIBEE	JOLLIBEE	KH/45999/12	11-May-12	KH/43232/12	26-Dec-12	Register ed	29
Cambodia	JOLLIBEE	JOLLIBEE	KH/46000/12	11-May-12	KH/43233/12	26-Dec-12	Register ed	43
Cambodia	JOLLIBEE MASCOT DESIGN		50597	12-Mar-13	47540	4-Sep-13	Register ed	29
Cambodia	JOLLIBEE MASCOT DESIGN		50598	12-Mar-13	47541	4-Sep-13	Register ed	43
Cambodia	YUM	YUM	KH/50599/13	12-Mar-13	KH/50876/14	7-Apr-14	Register ed	29
Cambodia	JOLLIBEE	(word mark)	87865	6-Sep-19	85034	08-Sept-21	Register ed	16, 21, 25, 28, 35
Cambodia	YUM	YUM	KH/50599/13	12-Mar-13	KH/50876/14	07-Apr-14	Register ed	29
Canada	BEE HEAD DEVICE		1324318	16-Nov-06	TMA761468	11-Mar-10	Register ed	43
Canada	BEE HEAD DEVICE		1563176	8-Feb-12	TMA961881	2-Feb-17	Register ed	29
Canada	JOLLIBEE	JOLLIBEE	1324317	16-Nov-06	TMA761476	11-Mar-10	Register ed	29, 30, 32, 42, 43
Canada	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DESIGN		783671	26-May-95	TMA727149	28-Oct-08	Register ed	29, 42
Canada	JOLLIBEE HALO HALO SUNDAE	(word mark)	1786752	13-Jun-16	TMA1026168	17-Jun-19	Register ed	29, 30
Canada	JOLLIBEE MASCOT DESIGN		1617851	20-Mar-13	TMA965563	13-Mar-17	Register ed	29, 43
Canada	JOLLY	JOLLY	1756916	27-Nov-15	TMA1030680	24-Jun-19	Register ed	30
Canada	JOLLY BURGER	(word mark)	1757228	1-Dec-15	TMA1030716	24-Jun-19	Register ed	30
Canada	JOLLY CHICKEN	(word mark)	1757227	1-Dec-15	TMA1030702	24-Jun-19	Register ed	29
Canada	JOLLY CRISPY CHICKEN	(word mark)	1786751	13-Jun-16	TMA1022138	21-May-19	Register ed	29
Canada	JOLLY CRISPY FRIES	(word mark)	1761602	30-Dec-15	TMA1030679	24-Jun-19	Register ed	29
Canada	JOLLY HOTDOG	(word mark)	1756914	27-Nov-15	TMA1030681	24-Jun-19	Register ed	29
Canada	JOLLY KRUNCHY TWIRL	(word mark)	1761599	30-Dec-15	TMA1064227	25-Nov-19	Register ed	29, 30

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Canada	JOLLY SPAGHETTI	(word mark)	1757226	1-Dec-15	TMA1006088	3-Oct-19	Register ed	30
Canada	JOLLY VANILLA TWIRL	(word mark)	1761601	30-Dec-15	TMA1064226	25-Nov-19	Register ed	29, 30
Canada	YUM	YUM	1617850	20-Mar-13	TMA962253	8-Feb-17	Register ed	29
Canada	Bee Head Device		1983157	30-Aug-19			Pending	16, 21, 25, 28, 35
Canada	JOLLIBEE (word mark)	(word mark)	1983158	30-Aug-19			Pending	16, 21, 25, 28, 35
Canada	CRISPYLICIOUS	CRISPYLICIOUS	1584465 / Canada no. 2096312	16-Dec-20			Pending	29 & 43
Canada	JUICYLICIOUS	JUICYLICIOUS	1585327 / Canada No. 2097908	16-Dec-20			Pending	29 & 43
Canada	SPICYLICIOUS	SPICYLICIOUS	1585329 / Canada No. 2097907	16-Dec-20			Pending	29 & 43
Canada	YUMBURGER	YUMBURGER	1586529 / Canada No. 2099653	16-Dec-20			Pending	29 & 30
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149268	6-Feb-06	5149268	7-June-19	Register ed	1
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149237	6-Feb-06	5149237	7-June-19	Register ed	2
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149236	6-Feb-06	5149236	7-Aug-13	Register ed	3
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149235	6-Feb-06	5149235	7-June-19	Register ed	4
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149234	6-Feb-06	5149234	11-Nov-19	Register ed	5
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149233	6-Feb-06	5149233	21-Mar-2019	Register ed	6
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTERS		5149232	6-Feb-06	5149232	14-Jan-19	Register ed	7

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China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149231	6-Feb-06	5149231	21-Nov-19	Register ed	8
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149230	6-Feb-06	5149230	21-Mar-19	Register ed	9
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149229	6-Feb-06	5149229	21-Mar-19	Register ed	10
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149228	6-Feb-06	5149228	7-Jun-13	Register ed	11
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149247	6-Feb-06	5149247	14-Jan-19	Register ed	12
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149246	6-Feb-06	5149246	21-Mar-19	Register ed	13
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149245	6-Feb-06	5149245	7-Aug-20	Register ed	14
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149244	6-Feb-06	5149244	7-June-19	Register ed	15
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149243	6-Feb-06	5149243	28-Jul-19	Register ed	16
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149242	6-Feb-06	5149242	21-Jun-19	Register ed	17
China (Mainland)	JOLLIBEE BEE HEAD DEVICE		4740573	24-Jun-05	4740573	28-May-20	Register ed	18
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149240	6-Feb-06	5149240	21-Jun-19	Register ed	19
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER		5149239	6-Feb-06	5149239	7-Aug-20	Register ed	20

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
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China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149238	6-Feb- 06	5149238	21-Dec- 21	Register ed	21
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149257	6-Feb- 06	5149257	2-Jun- 19	Register ed	22
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149256	6-Feb- 06	5149256	7-Jun- 19	Register ed	23
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149255	6-Feb- 06	5149255	14-Jan- 20	Register ed	24
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149252	6-Feb- 06	5149252	7-July- 19	Register ed	26
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149251	6-Feb- 06	5149251	7-Jan-20	Register ed	27
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149250	6-Feb- 06	5149250	7-Aug- 20	Register ed	28
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149249	6-Feb- 06	5149249	21-Mar- 19	Register ed	29
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149248	6-Feb- 06	5149248	28-Jun- 19	Register ed	30
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149267	6-Feb- 06	5149267	21-Mar- 19	Register ed	31
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149266	6-Feb- 06	5149266	21-Mar- 19	Register ed	32
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149265	6-Feb- 06	5149265	21-Mar- 19	Register ed	33

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China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149264	6-Feb-06	5149264	21-Mar-19	Register ed	34
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		4740577	24-Jun-05	4740577	7-Aug-20	Register ed	35
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149260	6-Feb-06	5149260	28-Aug-19	Register ed	36
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149259	6-Feb-06	5149259	28-Aug-19	Register ed	37
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149258	6-Feb-06	5149258	21-Aug-19	Register ed	38
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149277	6-Feb-06	5149277	28-May-19	Register ed	39
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149276	6-Feb-06	5149276	28-Aug-19	Register ed	40
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149275	6-Feb-06	5149275	21-June-19	Register ed	41
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149274	6-Feb-06	5149274	21-June-19	Register ed	42
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149270	6-Feb-06	5149270	28-Aug-19	Register ed	44
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		5149269	6-Feb-06	5149269	28-Aug-19	Register ed	45
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		5149241	6-Feb-06	5149241	14-Apr-14	Register ed	18
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740572	24-Jun-05	4740572	7-May-19	Register ed	20

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China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740571	24-Jun-05	4740571	7-May-19	Register ed	21
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740576	24-Jun-05	4740576	7-Feb-19	Register ed	26
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740590	24-Jun-05	4740590	7-Feb-19	Register ed	28
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740575	24-Jun-05	4740575	7-Mar-18	Register ed	31
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740574	24-Jun-05	4740574	7-Mar-18	Register ed	33
China (Mainland)	JOLLIBEE AND BEE HEAD DEVICE		4740578	24-Jun-05	4740578	21-Feb-19	Register ed	40
China (Mainland)	JOLLIBEE		4740579	24-Jun-05	4740579	7-May-19	Register ed	16
China (Mainland)	JOLLIBEE		5149253	6-Feb-06	5149253	21-Apr-11	Register ed	25
China (Mainland)	JOLLIBEE		5149261	6-Feb-06	5149261	28-May-09	Register ed	35
China (Mainland)	JOLLIBEE		5149271	6-Feb-06	5149271	28-Aug-19	Register ed	43
China (Mainland)	BEE HEAD DEVICE		5149254	6-Feb-06	5149254	28-Jan-20	Register ed	25
China (Mainland)	BEE HEAD DEVICE		5149262	6-Feb-06	5149262	28-May-19	Register ed	35
China (Mainland)	BEE HEAD DEVICE		4740580	24-Jun-05	4740580	21-Feb-19	Register ed	41
China (Mainland)	BEE HEAD DEVICE		5149272	6-Feb-06	5149272	14-Mar-14	Register ed	43
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		5149263	6-Feb-06	5149263	7-Aug-13	Register ed	35
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		5149273	6-Feb-06	5149273	28-Aug-19	Register ed	43
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		6173251	19-Jul-07	6173251	28-Feb-20	Register ed	1
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		6173250	19-Jul-07	6173250	28-Feb-20	Register ed	2
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		6173249	19-Jul-07	6173249	14-Feb-20	Register ed	3
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS		6173248	19-Jul-07	6173248	21-Feb-20	Register ed	4

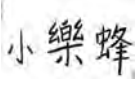
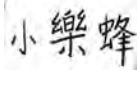
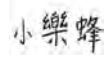
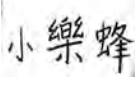
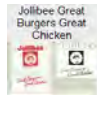
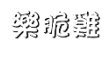
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
	S							
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173247	19-Jul- 07	6173247	28-Feb- 20	Register ed	5
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173246	19-Jul- 07	6173246	7-Jan-20	Register ed	6
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173245	19-Jul- 07	6173245	14-May- 20	Register ed	7
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173244	19-Jul- 07	6173244	21-Feb- 20	Register ed	8
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173243	19-Jul- 07	6173243	28-Feb- 20	Register ed	9
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173242	19-Jul- 07	6173242	28-Dec- 19	Register ed	10
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173261	19-Jul- 07	6173261	28-Feb- 20	Register ed	11
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173260	19-Jul- 07	6173260	7-Jan-20	Register ed	12
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173259	19-Jul- 07	6173259	14-Feb- 20	Register ed	13
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173258	19-Jul- 07	6173258	21-Jan- 20	Register ed	14
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173257	19-Jul- 07	6173257	14-Jan- 20	Register ed	15
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173256	19-Jul- 07	6173256	14-Feb- 20	Register ed	16
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173255	19-Jul- 07	6173255	14-Feb- 20	Register ed	17
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173254	19-Jul- 07	6173254	28-Mar- 20	Register ed	18
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173253	19-Jul- 07	6173253	21-Feb- 20	Register ed	19
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173252	19-Jul- 07	6173252	28-Jan- 20	Register ed	20
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173271	19-Jul- 07	6173271	7-Feb- 20	Register ed	21
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173270	19-Jul- 07	6173270	28-Mar- 20	Register ed	22
China (Mainland)	JOLLIBEE IN CHINESE	巧乐比	6173269	19-Jul- 07	6173269	28-Mar- 20	Register ed	23

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)	CHARACTER S							
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173268	19-Jul- 07	6173268	28-Mar- 20	Register ed	24
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173267	19-Jul- 07	6173267	28-Mar- 20	Register ed	25
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173266	19-Jul- 07	6173266	28-Mar- 20	Register ed	26
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173265	19-Jul- 07	6173265	28-Mar- 20	Register ed	27
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173264	19-Jul- 07	6173264	28-Mar- 20	Register ed	28
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173263	19-Jul- 07	6173263	7-Sept- 19	Register ed	29
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173262	19-Jul- 07	6173262	14-Jan- 20	Register ed	30
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173331	19-Jul- 07	6173331	7-Sept- 19	Register ed	31
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173330	19-Jul- 07	6173330	14-Jan- 20	Register ed	32
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173328	19-Jul- 07	6173328	7-Sept- 19	Register ed	34
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173327	19-Jul- 07	6173327	7-Jun- 20	Register ed	35
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173326	19-Jul- 07	6173326	21-Mar- 20	Register ed	36
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173325	19-Jul- 07	6173325	21-Mar- 20	Register ed	37
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173324	19-Jul- 07	6173324	21-Mar- 20	Register ed	38
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173323	19-Jul- 07	6173323	7-Jun- 20	Register ed	39
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173322	19-Jul- 07	6173322	21-Mar- 20	Register ed	40
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173332	19-Jul- 07	6173332	7-Jun- 20	Register ed	41
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S	巧乐比	6173346	19-Jul- 07	6173346	7-Jun- 20	Register ed	42

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS	巧乐比	6173345	19-Jul-07	6173345	28-Mar-20	Registered	43
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS	巧乐比	6173344	19-Jul-07	6173344	28-Mar-20	Registered	44
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS	巧乐比	6173343	19-Jul-07	6173343	28-Mar-20	Registered	45
China (Mainland)	JOLLIBEE MASCOT DESIGN		12365588	2-Apr-13	12365588	14-Sep-14	Registered	43
China (Mainland)	JOLLIBEE MASCOT DESIGN		12365391	2-Apr-13	12365391	14-Sep-14	Registered	29
China (Mainland)	EVERYDAY DELICIOUS	(word mark)	12365553	2-Apr-13	12365553	14-Sep-14	Registered	35
China (Mainland)	CHAMP	(word mark)	12365494	2-Apr-13	12365494	14-Sep-14	Registered	30
China (Mainland)	JOLLIBEE	Jollibee	12365378	2-Apr-13	12365378	14-Sep-14	Registered	29
China (Mainland)	BEE HEAD DEVICE		12365367	2-Apr-13	12365367	14-Sep-14	Registered	29
China (Mainland)	BEE HEAD DEVICE AND JOLLIBEE IN CHINESE CHARACTERS		12889863	2-Apr-13	12889863	7-Jan-15	Registered	18
China (Mainland)	CHICKENJOY	CHICKENJOY	10696320	29-Mar-12	10696320	28-May-13	Registered	29
China (Mainland)	CHICKENJOY	CHICKENJOY	10696336	29-Mar-12	10696336	28-May-13	Registered	43
China (Mainland)	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DESIGN		971757	3-May-95	971757	28-Mar-17	Registered	42
China (Mainland)	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DESIGN		1117643	3-May-95	1117643	7-Oct-17	Registered	29
China (Mainland)	JOLLIBEE MASCOT DESIGN		955790	3-May-95	955790	28-Feb-2017	Registered	42
China (Mainland)	JOLLIBEE MASCOT DESIGN		951389	1-Jun-95	951389	21-Feb-2017	Registered	29
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS & DESIGN		1019097	2-Nov-95	1019097	28-May-2017	Registered	29
China (Mainland)	JOLLIBEE IN CHINESE CHARACTERS & DESIGN		980654	30-Aug-95	980654	14-April-17	Registered	32

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S & DESIGN		1019874	30-Aug-95	1019874	05-May-17	Registered	42
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		1356544	28-Jul-98	1356544	21-Jan-20	Registered	30
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		1359132	28-Jul-98	1359132	28-Jan-20	Registered	29
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		1369995	28-Jul-98	1369995	28-Feb-20	Registered	42
China (Mainland)	CHICKENJO Y AND CHICKENJO Y IN CHINESE CHARACTER S		33326595	5-Sept-18	33326595	5-Sep-18	Registered	43
China (Mainland)	CHICKENJO Y IN CHINESE CHARACTER S		33340378	5-Sept-18	33340378	5-Sep-18	Registered	43
China (Mainland)	CHICKENJO Y AND CHICKENJO Y IN CHINESE CHARACTER S		33345388	5-Sept-18	33345388	5-Sep-18	Registered	29
China (Mainland)	CHICKENJO Y IN CHINESE CHARACTER S		33338097	5-Sept-18	33338097	5-Sep-18	Registered	29
China (Mainland)	BEE HEAD DEVICE		34653301	13-Nov-18	34653301	13-Nov-18	Registered	3
China (Mainland)	JOLLIBEE		34643037	13-Nov-18	34643037	13-Nov-18	Registered	3
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		34650418	13-Nov-18	34650418	13-Nov-18	Registered	3
China (Mainland)	BEE HEAD DEVICE		34638376	13-Nov-18	34638376	13-Nov-18	Registered	35
China (Mainland)	JOLLIBEE		34634663	13-Nov-18	34634663	13-Nov-18	Registered	35
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		34644930	13-Nov-18	34644930	13-Nov-18	Registered	35
China (Mainland)	JOLLIBEE		41539772	11-Oct-19	41539772	7-Sept-20	Registered	16, 21, 25, 28, 35
China (Mainland)	JOLLIBEE	(word mark)	41440421	30-Sep-19	41440421	21-Jul-20	Registered	39
China (Mainland)	JOLLIBEE	(word mark)	41500976	9-Oct-19	41500976	21-Jul-20	Registered	43
China (Mainland)	BEE HEAD DEVICE		41539770	11-Oct-19	41539770	14-Aug-20	Registered	16, 21, 25, 28, 35

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
China (Mainland)	BEE HEAD DEVICE		41440942	30-Sep-19	41440942	21-Jul-20	Register ed	39
China (Mainland)	BEE HEAD DEVICE		41497346	10-Sep-19	41497346	7-Aug-20	Register ed	43
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		41523478	10-Oct-19	41523478	28-Jun-20	Register ed	16
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		41523846	10-Oct-19	41523846	14-Jun-20	Register ed	24
China (Mainland)	JOLLIBEE IN CHINESE CHARACTER S		41524260	10-Oct-19	41524260	14-Jun-20	Register ed	43
China (Mainland)	JOLLIBEE MASCOT DESIGN		41506279	9-Oct-19	41506279	21-Jul-20	Register ed	43
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		48523848	30-Jul-20	48523848	20-Jul-21	Register ed	14, 16 18, 21 24, 25 28, 29 30, 32 35, 39 43
China (Mainland)	JOLLIBEE BEE	JOLLIBEE	51586901	25-Nov-20			Pending	25 & 28
China (Mainland)	BEE HEAD DEVICE		52130470	14-Dec-20			Pending	21
China (Mainland)	BEE HEAD DEVICE		55824069	6-May-21	55824069	28-Nov-21	Register ed	30,32
China (Mainland)	BEE HEAD DEVICE		55806876	6-May-21	55806876	28-Nov-21	Register ed	9
China (Mainland)	JOLLIBEE BEE HEAD DEVICE AND CHINESE CHARACTER S		55813353	6-May-21	55813353	28-Nov-21	Register ed	9
China (Mainland)	JOLLIBEE	JOLLIBEE	55810858	6-May-21	55810858	21-Nov-21	Register ed	30,32
China (Mainland)	JOLLIBEE	JOLLIBEE	55794648	6-May-21	55794648	21-Nov-21	Register ed	9
Czech Republic	JOLLIBEE & DEVICE		104009	19-Sep-95	196474	3-Jan-97	Register ed	29, 30, 32, 42
Egypt	JOLLIBEE & DEVICE		95740	18-May-95	95740	14-Feb-01	Register ed	42
Egypt	JOLLIBEE & DEVICE		95741	18-May-95	95741	17-Jan-01	Register ed	29
Egypt	JOLLIBEE MASCOT DEVICE		95742	18-May-95	95742	17-Jan-01	Register ed	42
European	JOLLYBEE	(word mark)	010610632	24-Feb-	010610632	24-May-	Register	25

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Union				12		12	ed	
Hong Kong	JOLLIBEE NAME (IN CHINESE CHARACTERS "SIU LOK FUNG")				09486 of 1996	1-Mar-95	Registered	29
Hong Kong	JOLLIBEE NAME (IN CHINESE CHARACTERS "SIU LOK FUNG")				09487 of 1996	1-Mar-95	Registered	30
Hong Kong	JOLLIBEE NAME (IN CHINESE CHARACTERS "SIU LOK FUNG")				09488 of 1996	1-Mar-95	Registered	32
Hong Kong	JOLLIBEE NAME (IN CHINESE CHARACTERS "SIU LOK FUNG")				09489 of 1996		Registered	42
Hong Kong	JOLLIBEE		300352025	11-Jan-05	300352025	11-Jan-05	Registered	43
Hong Kong	JOLLY HOTDOG	(word mark)	303914596	27-Sept-16	303914596	27-Sept-16	Registered	29
Hong Kong	YUM!		303918844	30-Sept-16	303918844	30-Sept-16	Registered	29&30
Hong Kong	JOLLY SPAGHETTI	(word mark)	303914587	27-Sept-16	303914587	27-Sept-16	Registered	30
Hong Kong	JOLLIBEE MASCOT DESIGN		302569465	5-April-13	302569465	5-April-13	Registered	29, 43
Hong Kong	BEE HEAD DEVICE		302569456	5-April-13	302569456	5-April-13	Registered	29&43
Hong Kong	EVERYDAY DELICIOUS	(word mark)	302569492	4-April-13	302569492	4-April-13	Registered	35
Hong Kong	JOLLIBEE WORD	Jollibee	302569447	5-April-13	302569447	5-April-13	Registered	29&43
Hong Kong	JOLLIBEE CHAMP	(word mark)	303030579	12-Jun-14	303030579	12-Jun-14	Registered	30
Hong Kong	JOLLIBEE MASCOT DESIGN		199700668	4-May-95	199700668	4-May-95	Registered	29
Hong Kong	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DESIGN		199901984	04-Apr-95	199901984	4-Apr-95	Registered	42
Hong Kong	JOLLIBEE MASCOT DESIGN		199904465	12-May-95	199904465	12-May-95	Registered	42
Hong Kong	HOME OF THE FAMOUS CHICKENJOY	(word mark)	304295557	9-Oct-17	304295557	9-Oct-17	Registered	29, 43
Hong Kong	YUMBURGER	YUMBURGER	304362101	08-Dec-17	304362101	08-Dec-17	Registered	29, 30, 43
Hong Kong	CHICKENJOY	CHICKENJOY	302217816	11-Apr-12	302217816	11-April-12	Registered	29, 43
Hong Kong	CHICKENJOY IN CHINESE CHARACTERS		304662685	7-Sep-18	304662685	7-Sep-18	Registered	29, 43

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Hong Kong	CHICKENJOY & CHICKENJOY IN CHINESE CHARACTERS		304662694	7-Sep-18	304662694	7-Sep-18	Register ed	29, 43
Hong Kong	JOLLIBEE IN CHINESE CHARACTERS	快樂蜂	304662702	7-Sep-18	304662702	7-Sep-18	Register ed	29, 43
Hong Kong	JOLLIBEE IN CHINESE CHARACTERS	快乐蜂	304662711	7-Sep-18	304662711	7-Sep-18	Register ed	29, 43
Hong Kong	JOLLIBEE	(word mark)	305078331	9-Oct-19	305078331	9-Oct-2019	Register ed	16, 21, 25, 28, 35, 39
Hong Kong	BEE HEAD DEVICE		305078340	9-Oct -19	305078340	9-Oct-2019	Register ed	16, 21, 25, 28, 35, 39
Hong Kong	BEE HEAD DEVICE		305616847	7-May-21	305616847	7-May-21	Register ed	9,30,32
Hong Kong	JOLLIBEE	JOLLIBEE	305616838	7-May-21	305616838	7-May-21	Register ed	9,30,32
India	BEE HEAD DEVICE		2860866	10-Dec-14	2860866	12-Oct-14	Register ed	29, 43
India	CHAMP	(word mark)	3238600	19-Apr-16	3238600	19-Apr-16	Register ed	30
India	CHAMP	(word mark)	2855781	3-Dec-14			Pending	29
India	CRISPYLICIOUS	(word mark)	3339898	18-Aug-16	3339898	18-Aug-16	Register ed	29
India	JOLLIBEE & DEVICE		1356313	10-May-05	1356313	10-May-05	Register ed	42
India	JOLLIBEE & DEVICE		1367743	29-Jun-05	1367743	29-Jun-05	Register ed	29, 30
India	JOLLIBEE MASCOT DESIGN		2855779	3-Dec-14			Pending	29, 43
India	JOLLIBEE	(word mark)	2860855	10-Dec-14	2860855	10-Dec-14	Register ed	29, 43
India	JOLLY SPAGHETTI	(word mark)	3252108	5-May-16	3252108	5-May-16	Register ed	30
India	JUICYLICIOUS	(word mark)	3339899	18-Aug-16	3339899	18-Aug-16	Register ed	29
India	YUM	YUM	3238599	19-Apr-16			Pending	30
India	YUM	YUM	2855780	3-Dec-14			Pending	29
India	CHICKENJOY	(word mark)	4165351	12-Mar-14			Pending	43
India	JOLLIBEE HOME OF THE FAMOUS CHICKENJOY	(word mark)	4224517	3-Jul-19			Pending	29, 43
Indonesia	BEE HEAD DEVICE		D002015001 765	16-Jan-15	IDM000566 741	9-Mar-17	Register ed	25

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Indonesia	BEE HEAD DEVICE		J00-2012-022539	11-May-12	IDM000445781	20-Jan-15	Register ed	43
Indonesia	BEE HEAD DEVICE		D00-2012-022535	11-May-12	IDM000441097	5-Dec-14	Register ed	29
Indonesia	CHAMP	(word mark)	D00.2013.015229	3-Apr-13			Pending	29
Indonesia	CHICKENJOY	(word mark)	J00-2012-022547	11-May-12	IDM000445786	20-Jan-15	Register ed	43
Indonesia	CHICKENJOY	(word mark)	D00-2012-022543	11-May-12	IDM000441084	5-Sep-14	Register ed	29
Indonesia	EVERYDAY DELICIOUS	(word mark)	J00.2013.015227	3-Apr-13	IDM000485452	27-Jul-15	Register ed	35
Indonesia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	D00-2017-051064	10-Oct-17	IDM000702767	10-Oct-17	Register ed	29
Indonesia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	J00-2017-051067	10-Oct-17	IDM000701634	10-Oct-17	Register ed	43
Indonesia	JOLLIBEE		D00-2012-0022546	11-May-12	IDM000441083	5-Dec-14	Register ed	29
Indonesia	JOLLIBEE		J00-2012-022551	11-May-12	IDM000445784	20-Jan-15	Register ed	43
Indonesia	JOLLIBEE & DEVICE		R14885/2013	30-Sep-13	IDM0000004618	30-Sep-13	Register ed	43
Indonesia	JOLLIBEE		D002015001767	16-Jan-15	ID000648400	10-Jul-19	Register ed	25
Indonesia	JOLLIBEE BEEFBURGER GREAT BURGERS GREAT CHICKEN & DEVICE		R5853/2015	9-Apr-15	IDM000431821	24-Apr-05	Register ed	42
Indonesia	JOLLIBEE BEEFBURGER GREAT BURGERS GREAT CHICKEN & DEVICE		R7455/2015	6-May-15	IDM000431820	24-Apr-05	Register ed	29
Indonesia	JOLLIBEE MASCOT DESIGN		D002015001763	16-Jan-15	IDM000567534	9-Mar-17	Register ed	25
Indonesia	JOLLIBEE MASCOT DESIGN		J00.2013.015228	3-Apr-13	IDM000485987	27-Jul-15	Register ed	43
Indonesia	JOLLIBEE MASCOT DESIGN		D00.2013.015232	3-Apr-13	IDM000491932	20-Aug-15	Register ed	29
Indonesia	YUM		D00.2013.015230	3-Apr-13	IDM000642704	17-May-19	Register ed	29
Indonesia	BEE HEAD DEVICE		DID2019057571	30-Sep-19	IDM000845608	30-Sep-19	Register ed	16
Indonesia	BEE HEAD DEVICE		DID2019057572	30-Sep-19	IDM000845609	30-Sep-19	Register ed	21
Indonesia	BEE HEAD DEVICE		DID2019057576	30-Sep-19	IDM000845613	30-Sep-19	Register ed	25
Indonesia	BEE HEAD		DID2019057	30-Sep-	IDM000845	30-Sep-	Register	28

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	DEVICE		580	19	324	19	ed	
Indonesia	BEE HEAD DEVICE		JID2019057584	30-Sep-19	IDM000845327	30-Sep-19	Register ed	35
Indonesia	JOLLIBEE	(word mark)	DID2019057497	30-Sep-19			Pending	16
Indonesia	JOLLIBEE	(word mark)	DID2019057522	30-Sep-19	IDM000845637	30-Sep-19	Register ed	21
Indonesia	JOLLIBEE	(word mark)	DID2019057528	30-Sep-19	IDM000845642	30-Sep-19	Register ed	25
Indonesia	JOLLIBEE	(word mark)	DID2019057536	30-Sep-19	IDM000845667	30-Sep-19	Register ed	28
Indonesia	JOLLIBEE	(word mark)	JID2019057546	30-Sep-19			Pending	35
Indonesia	YUM	(word mark)	D00.2013.015230	3-Apr-13	IDM000642704	17-May-19	Register ed	29
Indonesia	BEE HEAD DEVICE		DID2021051986	5-Aug-21			Pending	29, 43
Indonesia	JOLLIBEE MASCOT DESIGN		DID2021051994	5-Aug-21			Pending	29, 43
Indonesia	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20			Pending	30
Indonesia	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20	1585327	24-Feb-22	Register ed	29 & 43
Indonesia	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20	1585329	24-Feb-22	Register ed	29 & 43
Indonesia	YUMBURGER	YUMBURGER	1586529	16-Dec-20	1586529	24-Feb-22	Register ed	29 & 30
Indonesia	CRISPYLICIOUS	CRISPYLICIOUS	1584465	16-Dec-20	1584465	24-Feb-22	Register ed	29 & 43
Ireland	JOLLIBEE	JOLLIBEE	2020/00675	30 - Apr-20			Pending	25
Ireland	JOLLIBEE	JOLLIBEE	2020/02384	30 - Apr-20	265681	30 -Apr-20	Register ed	16, 21, 28, 29, 30, 32, 35, 39, 43
Ireland	BEE HEAD DESIGN		2020/00676	30 - Apr-20	265170	30 -Apr-20	Register ed	16, 21, 28, 29, 30, 32, 35, 39, 43
Ireland	CHICKENJOY	CHICKENJOY	2020/00670	30 - Apr-20	263999	30 -Apr-20	Register ed	29, 43
Israel	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		100922	20-Sep-95	100922	20-Sep-02	Register ed	29
Israel	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		100923	20-Sep-95	100923	20-Sep-02	Register ed	42
Italy	BEE HEAD DEVICE		MI2012C004989	15-May-12	1521187	10-Dec-12	Register ed	29, 43
Italy	CHAMP	(word mark)	MI2013C002500	13-Mar-13	1571901	20-Jan-14	Register ed	29
Italy	CHICKENJOY	(word mark)	MI2012C004988	15-May-12	1521186	10-Dec-12	Register ed	29, 43
Italy	EVERYDAY DELICIOUS	(word mark)	MI2013C002501	13-Mar-13	1561497	2-Oct-13	Register ed	35
Italy	HOME OF THE	(word mark)	3020150000	27-	3020150000	22-Jun-	Register	29,

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	FAMOUS CHICKENJOY		77885	Nov-15	77885	17	ed	43
Italy	JOLLIBEE		MI2012C004 987	15-May-12	1521185	10-Dec-12	Register ed	29, 43
Italy	JOLLIBEE MASCOT DESIGN		MI2013C002 502	13-Mar-13	1561496	2-Oct-13	Register ed	29, 43
Italy	YUM		MI2013C002 503	13-Mar-13	1571900	20-Jan-14	Register ed	29
Italy	BEE HEAD DEVICE		3020190000 69308	26-Sep-19	3020190000 69308	15-Jul -20	Register ed	16, 21, 25, 28, 35
Italy	JOLLIBEE	(word mark)	3020190000 69296	26-Sep-19	3020190000 69296	15-Jul -20	Register ed	16, 21, 25, 28, 35
Italy	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20	1580426	16-Dec-20	Register ed	30
Japan	BEE HEAD DEVICE		2014-104750	11-Dec-14	5814835	18-Dec-15	Register ed	29, 30, 32, 43
Japan	CHAMP	(word mark)	2014-104753	11-Dec-14	5842079	15-Apr-16	Register ed	30
Japan	CHICKENJOY		2014-104754	11-Dec-14	5755936	3-Apr-15	Register ed	29, 43
Japan	EVERYDAY DELICIOUS	(word mark)	2014-104755	11-Dec-14	5753946	27-Mar-15	Register ed	35
Japan	HOME OF THE FAMOUS CHICKENJOY	(word mark)	2017-128409	26-Sep-17	6023713	2-Mar-2018	Register ed	29, 43
Japan	JOLLIBEE & DEVICE				3249420	31-Jan-97	Register ed	29
Japan	JOLLIBEE & DEVICE				3251544	31-Jan-97	Register ed	30
Japan	JOLLIBEE & DEVICE				3282959	18-Apr-97	Register ed	32
Japan	JOLLIBEE & DEVICE				4013499	20-Jun-97	Register ed	42
Japan	JOLLIBEE CHAMP	(word mark)	2015-056995	16-Jun-15	5803627	30-Oct-15	Register ed	30
Japan	JOLLIBEE MASCOT DESIGN		2014-104751	11-Dec-14	5814836	18-Dec-15	Register ed	29, 30, 32, 43
Japan	JOLLIBEE	(word mark)	2014-104749	11-Dec-14	5854408	27-May-16	Register ed	29, 30, 32, 43
Japan	YUM		2014-104752	11-Dec-14	5755935	3-Apr-15	Register ed	30
Japan	JOLLIBEE & DEVICE				3249420	31-Jan-97	Register ed	29
Japan	JOLLIBEE & DEVICE				3251544	31-Jan-97	Register ed	30

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Japan	JOLLIBEE & DEVICE				3282959	18-Apr-97	Register ed	32
Japan	JOLLIBEE & DEVICE				4013499	20-Jun-97	Register ed	42
Japan	JOLLY-B BOX	JOLLY-B BOX	2019-117346	03-Sep-19	6301178	07-Oct-20	Register ed	39
Japan	JOLLIBEE BOX	JOLLIBEE BOX	2019-117347	03-Sep-19	6301179	07-Oct-20	Register ed	39
Japan	CRISPYLICIOUS	CRISPYLICIOUS	1584465	16-Dec-20			Pending	29 & 43
Japan	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20			Pending	29 & 43
Japan	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20			Pending	29 & 43
Japan	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20			Pending	30
Japan	YUMBURGER	YUMBURGER	1586529	16-Dec-20			Pending	29 & 30
Japan	BEE HEAD DEVICE		1589298	17-May-21			Pending	16, 21, 25, 28, 35
Japan	JOLLIBEE	(word mark)	1587822	17-May-21			Pending	16, 21, 25, 28, 35
Japan	BEE HEAD DEVICE		1602795	06-May-21			Pending	9
Japan	JOLLIBEE	(word mark)	1602968	06-May-21			Pending	9
Jordan	BEE HEAD DEVICE		121001	22-Nov-11	121001	6-Dec-12	Register ed	43
Jordan	JOLLIBEE	JOLLIBEE	121002	22-Nov-11	121002	6-Dec-12	Register ed	43
Korea - Republic of (South)	BEE HEAD DEVICE		45-2012-0002341	7-May-12	48276	21-Feb-14	Register ed	29, 43
Korea - Republic of (South)	CHICKENJOY	CHICKENJOY	45-2012-0002342	7-May-12	46615	17-Oct-13	Register ed	29, 43
Korea - Republic of (South)	JOLLIBEE	JOLLIBEE	45-2012-0002340	7-May-12	48272	21-Feb-14	Register ed	29, 43
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0358457	21-Mar-97	Register ed	29, 30
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0372192	9-Aug-97	Register ed	32
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0372105	8-Aug-97	Register ed	29, 30
Korea - Republic of (South)	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		96-11545	23-Mar-96	377580	8-Oct-97	Register ed	29

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Korea - Republic of (South)	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		95-48721	21-Dec-95	369351	18-Jul-97	Registered	29
Korea - Republic of (South)	JOLLIBEE MASCOT DESIGN		45-2013-0001412	14-Mar-13	48629	18-Mar-14	Registered	29, 43
Korea - Republic of (South)	YUM		40-2013-0087644	31-Dec-13	40-1080537	9-Jan-15	Registered	30
Korea - Republic of (South)	CHAMP		40-2013-0087645	31-Dec-13	40-1071265	21-Nov-14	Registered	30
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0358457	21-Mar-97	Registered	29, 30
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0372192	9-Aug-97	Registered	32
Korea - Republic of (South)	JOLLIBEE & DESIGN				40-0372105	8-Aug-97	Registered	29, 30
Korea - Republic of (South)	YUM	YUM	40-2013-0087644	31-Dec-13	40-1080537	09-Jan-15	Registered	30
Korea - Republic of (South)	CHAMP	CHAMP	40-2013-0087645	31-Dec-13	40-1071265	21-Nov-14	Registered	30
Kuwait	BEE DEVICE		112418	13-Jun-10	95851	13-Jun-10	Registered	30
Kuwait	BEE DEVICE		112419	13-Jun-10	95852	13-Jun-10	Registered	43
Kuwait	BEE DEVICE		112417	13-Jun-10	95850	13-Jun-10	Registered	29
Kuwait	BEE HEAD DEVICE		129537	23-Apr-12	114233	21-Jun-13	Registered	29
Kuwait	BEE HEAD DEVICE		129538	23-Apr-12	114234	21-Jun-13	Registered	43
Kuwait	CHAMP		138830	2-Apr-13	117854	2-Apr-13	Registered	29
Kuwait	CHICKENJOY		129539	23-Apr-12	114235	21-Jun-13	Registered	29
Kuwait	CHICKENJOY		129540	23-Apr-12	114236	21-Jun-13	Registered	43
Kuwait	EVERYDAY DELICIOUS	(word mark)	138831	2-Apr-13	117855	2-Apr-13	Registered	35
Kuwait	HOME OF THE FAMOUS CHICKENJOY	(word mark)	194303	8-Oct-17	198215	8-Oct-17	Registered	43
Kuwait	HOME OF THE FAMOUS CHICKENJOY	(word mark)	194302	8-Oct-17	197558	8-Oct-17	Registered	29

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Kuwait	JOLLIBEE	JOLLIBEE	129535	23-Apr-12	114231	21-Jun-13	Register ed	29
Kuwait	JOLLIBEE	JOLLIBEE	129536	23-Apr-12	114232	21-Jun-13	Register ed	43
Kuwait	JOLLIBEE & DEVICE		32460	26-Nov-95	29945	26-Nov-95	Register ed	29
Kuwait	JOLLIBEE (IN ARABIC SCRIPT)	جوليبى	180970	8-Jun-16	193577	8-Jun-16	Register ed	43
Kuwait	JOLLIBEE (WORD) AND DEVICE		32461	26-Nov-95	29947	25-Nov-05	Register ed	30
Kuwait	JOLLIBEE (WORD) AND DEVICE		32462	26-Nov-95	29403	25-Nov-05	Register ed	32
Kuwait	JOLLIBEE DEVICE &		32463	26-Nov-95	29946	25-Nov-05	Register ed	43
Kuwait	JOLLIBEE LOGO AND DEVICE		112415	13-Jun-10	95848	13-Jun-10	Register ed	30
Kuwait	JOLLIBEE LOGO AND DEVICE		112414	13-Jun-10	95847	13-Jun-10	Register ed	29
Kuwait	JOLLIBEE MASCOT DESIGN		138827	2-Apr-13	131200	2-Apr-13	Register ed	29
Kuwait	JOLLIBEE MASCOT DESIGN		138828	2-Apr-13	131201	2-Apr-13	Register ed	43
Kuwait	YUM	YUM	138829	2-Apr-13	117853	2-Apr-13	Register ed	29
Kuwait	BEE HEAD DEVICE		2019/00798 2	24-Sep-19	1615658	24-Sep-19	Register ed	16
Kuwait	BEE HEAD DEVICE		2019/00798 1	24-Sep-19	1615651	24-Sep-19	Register ed	21
Kuwait	BEE HEAD DEVICE		2019/00798 0	24-Sep-19	1615526	24-Sep-19	Register ed	25
Kuwait	BEE HEAD DEVICE		2019/00797 9	24-Sep-19	1615560	24-Sep-19	Register ed	28
Kuwait	BEE HEAD DEVICE		2019/00797 6	24-Sep-19	1615679	24-Sep-19	Register ed	35
Kuwait	JOLLIBEE	(w  :)	2019/00798 7	24-Sep-19	1615635	24-Sep-19	Register ed	16
Kuwait	JOLLIBEE	(word mark)	2019/00798 6	24-Sep-19	1615606	24-Sep-19	Register ed	21
Kuwait	JOLLIBEE	(word mark)	2019/00798 5	24-Sep-19	1615550	24-Sep-19	Register ed	25
Kuwait	JOLLIBEE	(word mark)	2019/00798 4	24-Sep-19	1615550	24-Sep-19	Register ed	28
Kuwait	JOLLIBEE	(word mark)	2019/00798 3	24-Sep-19	1615550	24-Sep-19	Register ed	35
Kuwait	BEE HEAD DEVICE		2020/008391	14-Dec-20	KW162440 1	14-Dec-20	Register ed	30

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Kuwait	BEE HEAD DEVICE		2020/008393	14-Dec-20	KW1624376	14-Dec-20	Register ed	32
Kuwait	BEE HEAD DEVICE		2020/008392	14-Dec-20	KW1624342	14-Dec-20	Register ed	39
Kuwait	CRISPYLICIOUS	(word mark)	2020/008390	14-Dec-20	KW1624281	14-Dec-20	Register ed	29
Kuwait	CRISPYLICIOUS	(word mark)	2020/008394	14-Dec-20	KW1624774	14-Dec-20	Register ed	43
Kuwait	JOLLIBEE	(word mark)	2020/008387	14-Dec-20	KW1624393	14-Dec-20	Register ed	30
Kuwait	JOLLIBEE	(word mark)	2020/008388	14-Dec-20	KW1624287	14-Dec-20	Register ed	32
Kuwait	JOLLIBEE	(word mark)	2020/008389	14-Dec-20	KW1624251	14-Dec-20	Register ed	39
Kuwait	JOLLY SPAGHETTI	(word mark)	2020/008399	14-Dec-20	KW1624392	14-Dec-20	Register ed	30
Kuwait	JUICYLICIOUS	(word mark)	2020/008395	14-Dec-20	KW1624276	14-Dec-20	Register ed	29
Kuwait	JUICYLICIOUS	(word mark)	2020/008396	14-Dec-20	KW1624763	14-Dec-20	Register ed	43
Kuwait	SPICYLICIOUS	(word mark)	2020/008397	14-Dec-20	KW1624300	14-Dec-20	Register ed	29
Kuwait	SPICYLICIOUS	(word mark)	2020/008398	14-Dec-20	KW1624771	14-Dec-20	Register ed	43
Kuwait	YUMBURGER	(word mark)	2020/008400	14-Dec-20	KW1624289	14-Dec-20	Register ed	29
Kuwait	BEE HEAD DEVICE		2021/005551	9-May-21	1629186	9-May-21	Register ed	9
Kuwait	JOLLIBEE		2021/005548	9-May-21	1629183	9-May-21	Register ed	9
Lebanon	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		66960	20-Sep-95	130273	13-Aug-10	Register ed	29, 42
Macau	CHICKENJOY		N/065040(061)	23-Apr-12	N/065040(061)	27-Feb-20	Register ed	43
Macau	CHICKENJOY		N/065039(136)	23-Apr-12	N/065039(136)	27-Feb-20	Register ed	29
Macau	JOLLIBEE MASCOT DESIGN		N/075126(775)	29-Apr-13	N/075126(775)	14-Jan-14	Register ed	29
Macau	JOLLIBEE MASCOT DESIGN		N/075132(123)	29-Apr-13	N/075132(123)	14-Jan-14	Register ed	43
Macau	CHAMP		N/075128(170)	29-Apr-13	N/075128(170)	14-Jan-14	Register ed	29
Macau	CHAMP		N/075130(457)	29-Apr-13	N/075130(457)	14-Jan-14	Register ed	30
Macau	EVERYDAY DELICIOUS	(word mark)	N/075131(398)	29-Apr-13	N/075131(398)	14-Jan-14	Register ed	35
Macau	JOLLIBEE		N/065042(371)	29-Apr-13	N/065042(371)	27-Feb-20	Register ed	29
Macau	JOLLIBEE		N/065044(840)	29-Apr-13	N/065044(840)	27-Feb-20	Register ed	43

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Macau	BEE HEAD DEVICE		N/065043 (604)	23-Apr-12	N/065043 (604)	27-Feb-20	Register ed	29
Macau	BEE HEAD DEVICE		N/065045 (376)	23-Apr-12	N/065045 (376)	27-Feb-20	Register ed	43
Macau	JOLLIBEE IN CHINESE CHARACTER S	快乐蜂	N/065046 (329)	23-Apr-12	N/065046 (329)	27-Feb-20	Register ed	43
Macau	JOLLIBEE IN CHINESE CHARACTER S	快乐蜂	N/065041 (628)	23-Apr-12	N/065041 (628)	27-Feb-20	Register ed	29
Macau	HOME OF THE FAMOUS CHICKENJO Y	HOME OF THE FAMOUS CHICKENJOY	N/109778 (800)	11-Mar-16	N/109778 (800)	13-Oct-16	Register ed	43
Macau	HOME OF THE FAMOUS CHICKENJO Y	HOME OF THE FAMOUS CHICKENJOY	N/109777 (796)	11-Mar-16	N/109777 (796)	13-Oct-16	Register ed	29
Macau	JOLLY SPAGHETTI	JOLLY SPAGHETTI	N/117479 (381)	15-Nov-16	N/117479 (381)	26-Apr-17	Register ed	30
Macau	JOLLY HOTDOG	JOLLY HOTDOG	N/117480 (148)	15-Nov-16	N/117480 (148)	26-Apr-17	Register ed	29
Macau	CHICKENJO Y & CHICKENJO Y IN CHINESE CHARACTER S		N/144628	3-Oct-18	N/144628	23-Mar-19	Register ed	29
Macau	CHICKENJO Y & CHICKENJO Y IN CHINESE CHARACTER S		N/144629	3-Oct-18	N/144629	23-Mar-19	Register ed	43
Macau	JOLLIBEE IN CHINESE CHARACTER S	快樂蜂	N/144632	3-Oct-18	N/144632	23-Mar-19	Register ed	29
Macau	JOLLIBEE IN CHINESE CHARACTER S	快樂蜂	N/144633	3-Oct-18	N/144633	23-Mar-19	Register ed	43
Macau	JOLLIBEE IN CHINESE CHARACTER S	快乐蜂	N/144630	3-Oct-18	N/144630	23-Mar-19	Register ed	29
Macau	JOLLIBEE IN CHINESE CHARACTER S	快乐蜂	N/144631	3-Oct-18	N/144631	23-Mar-19	Register ed	43
Macau	JOLLIBEE	JOLLIBEE	N/160909	17-Oct-19	N/160909	27-Mar-20	Register ed	16
Macau	JOLLIBEE	JOLLIBEE	N/160910	17-Oct-19	N/160910	27-Mar-20	Register ed	21
Macau	JOLLIBEE	JOLLIBEE	N/160911	17-Oct-19	N/160911	27-Mar-20	Register ed	25
Macau	JOLLIBEE	JOLLIBEE	N/160912	17-Oct-19	N/160912	27-Mar-20	Register ed	28
Macau	JOLLIBEE	JOLLIBEE	N/160913	17-Oct-19	N/160913	27-Mar-20	Register ed	35
Macau	JOLLIBEE	JOLLIBEE	N/160914	17-Oct-19	N/160914	27-Mar-20	Register ed	39
Macau	BEE HEAD DEVICE		N/160915	17-Oct-19	N/160915	27-Mar-20	Register ed	16

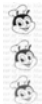
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Macau	BEE HEAD DEVICE		N/160916	17-Oct-19	N/160916	27-Mar-20	Register ed	21
Macau	BEE HEAD DEVICE		N/160917	17-Oct-19	N/160917	27-Mar-20	Register ed	25
Macau	BEE HEAD DEVICE		N/160918	17-Oct-19	N/160918	27-Mar-20	Register ed	28
Macau	BEE HEAD DEVICE		N/160919	17-Oct-19	N/160919	27-Mar-20	Register ed	35
Macau	BEE HEAD DEVICE		N/160920	17-Oct-19	N/160920	27-Mar-20	Register ed	39
Macau	BEE HEAD DEVICE		N/1822782	6-May-21	N/1822782	24-Sept.21	Register ed	9
Macau	BEE HEAD DEVICE		N/1822783	6-May-21	N/1822783	24-Sept.21	Register ed	30
Macau	BEE HEAD DEVICE		N/1822784	6-May-21	N/1822784	24-Sept.21	Register ed	32
Macau	JOLLIBEE	JOLLIBEE	N/182279	6-May-21	N/182279	24-Sept.21	Register ed	9
Macau	JOLLIBEE	JOLLIBEE	N/182280	6-May-21	N/182280	24-Sept.21	Register ed	30
Macau	JOLLIBEE	JOLLIBEE	N/182281	6-May-21	N/182281	24-Sept.21	Register ed	32
Macau	YUMBURGE R	YUMBURGER	N/183449	1-Jun-21	N/183449	10-Nov-21	Register ed	29
Macau	YUMBURGE R	YUMBURGER	N/183450	1-Jun-21	N/183449	26-Oct-21	Register ed	30
Madrid (WIPO Registrati on) [Registered : France, Germany, Poland, Russia, Turjkey; Pending: Egypt, Kenya]	JOLLIBEE	JOLLIBEE	1587822	16-Dec-20	1587822	16-Dec-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Madrid (WIPO Registrati on) [Registered : France, Germany, Poland, Russia, Turjkey; Pending: Egypt, Kenya]	BEE HEAD DESIGN		1589298	16-Dec-20	1589298	16-Dec-21	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Madrid (WIPO Registrati on) [Registered : France, Germany, Ireland, Poland, Russia,; Pending: Egypt]	JOLLIBEE MASCOT DESIGN		1587649	16-Dec-20	1587649	16-Dec-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Madrid	CHICKENJOY	CHICKENJOY	1584026	16-Dec-	1584026	16-Dec-	Register	29 & 43

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(WIPO Registrati on) [Registered : France, Germany, Poland, Russia,, Pending: Egypt, Kenya, Turkey]				20		20	ed	
Madrid (WIPO Registrati on) [Registered : France, Germany, Poland, Russia, Turkey,, Pending: Egypt, Ireland, Kenya. Cambodia, Korea]	HOME OF THE FAMOUS CHICKENJOY	HOME OF THE FAMOUS CHICKENJOY	1580444	16-Dec-20	1580444	16-Dec-20	Register ed	29 & 43
Madrid (WIPO Registrati on) [Registered : Australia, UK, Spain, Indonesia, France, Germany, Poland, Russia,, Turkey Pending: Egypt, Ireland, Kenya, Brunei, Canada, Spain, Ireland, Italy, Japan, Cambodia, Korea, Malaysia, Singapore, Thailand, US, Vietnam]	CRISPYLICIOUS	CRISPYLICIOUS	1584465	16-Dec-20	1584465	16-Dec-20	Register ed	29 & 43
Madrid (WIPO Registrati on) [Registered : Australia, UK, Spain, Indonesia, France, Germany, Poland, Russia,, Turkey Pending: Egypt, Ireland, Kenya,	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20	1585327	16-Dec-20	Register ed	29 & 43

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Brunei, Canada, Spain, Ireland, Italy, Japan, Cambodia, Korea, Malaysia, Singapore, Thailand, US, Vietnam]								
Madrid (WIPO Registrati on) [Registered : France, Germany, Poland, Russia,; Australia, UK, Indonesia, Turkey ; Pending: Egypt, Ireland, Kenya, Brunei, Canada, Spain, Ireland, Italy, Japan, Cambodia, Korea, Malaysia, Singapore, Thailand, US, Vietnam]	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20	1585329	16-Dec-20	Register ed	29 & 43
Madrid (WIPO Registrati on) [Registered : Australia,, Spain, Italy, Germany, Poland, Russia, UK, Singapore, Vietnam,; Pending: Egypt, Ireland, Kenya, France, Turkey, Brunei, Indonesia, Japan, Cambodia, Korea, Malaysia, Thailand, Turkey]	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20	1580426	16-Dec-20	Register ed	30
Madrid (WIPO Registrati on) [Registered : France, Russia,	YUMBURGER	YUMBURGER	1586529	16-Dec-20	1586529	16-Dec-20	Register ed	29 & 30

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Spain, Indonesia, Australia; Pending: Egypt, Ireland, Kenya, Turkey, Germany, Poland, Brunei, Canada, Italy, Japan, Cambodia, Korea, Malaysia, Thailand, Vietnam,]								
Madrid (WIPO Registrati on) [Registered : Australia, France, Germany, Poland, Russia,; Turkey ; Pending: Egypt, Ireland, Kenya, Brunei, Canada, Italy, Indonesia, Japan, Cambodia, Korea, Malaysia, Spain, Thailand, US, Vietnam]	JOLLIBEE	JOLLIBEE	1602968	06-May-21	1602968	06-May-21	Register ed	9
Madrid (WIPO Registrati on) [Registered : Australia, France, Germany, Poland, Russia,; Spain; Turkey ; Pending: Egypt, Ireland, Kenya, Brunei, Canada, Italy, Indonesia, Japan, Cambodia, Korea, Malaysia, Thailand, US, Vietnam]	BEE HEAD DESIGN		1602795	06-May-21	1602795	06-May-21	Register ed	9

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Malaysia	BEE HEAD DEVICE		2014069069	17-Dec-14	2014069069	17-Dec-14	Register ed	25
Malaysia	BEE HEAD DEVICE		2012052510	23-Apr-12	2012052510	23-Apr-12	Register ed	43
Malaysia	BEE HEAD DEVICE		2012052508	23-Apr-12	2012052508	23-Apr-12	Register ed	29
Malaysia	CHAMP	(word mark)	2013052208	13-Mar-13	2013052208	13-Mar-13	Register ed	29
Malaysia	CHICKENJOY		2012052511	23-Apr-12	2012052511	23-Apr-12	Register ed	29
Malaysia	CHICKENJOY		2012052512	23-Apr-12	2012052512	23-Apr-12	Register ed	43
Malaysia	EVERYDAY DELICIOUS	(word mark)	2013052209	13-Mar-13	2013052209	13-Mar-13	Register ed	35
Malaysia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	2015070163	27-Nov-15	2015070163	27-Nov-15	Register ed	29
Malaysia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	2015070165	27-Nov-15	2015070165	27-Nov-15	Register ed	43
Malaysia	JOLLIBEE		2012052507	23-Apr-12	2012052507	23-Apr-12	Register ed	29
Malaysia	JOLLIBEE		2359	3-Mar-00	2359	3-Mar-00	Register ed	43
Malaysia	JOLLIBEE & DEVICE		95003171	8-Apr-95	95003171	8-Apr-95	Register ed	29
Malaysia	JOLLIBEE		2014069065	17-Dec-14	2014069065	17-Dec-14	Register ed	25
Malaysia	JOLLIBEE MASCOT (SERIES OF 3)		2000-02358	3-Mar-00	2000-02358	3-Mar-00	Register ed	43
Malaysia	JOLLIBEE MASCOT DESIGN		2014069071	17-Dec-14	2014069071	17-Dec-14	Register ed	25
Malaysia	JOLLIBEE MASCOT DESIGN		2013052205	13-Mar-13	2013052205	13-Mar-13	Register ed	43
Malaysia	JOLLIBEE MASCOT DESIGN		2013052204	13-Mar-13	2013052204	13-Mar-13	Register ed	29
Malaysia	BEE HEAD DEVICE		TM20190305 20	19-Aug-19	TM2019030 520	19-Aug-19	Register ed	16
Malaysia	BEE HEAD DEVICE		TM20190305 23	19-Aug-19	TM2019030 523	19-Aug-19	Register ed	21
Malaysia	BEE HEAD DEVICE		TM20190305 23	19-Aug-19	TM2019030 523	19-Aug-19	Register ed	25

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Malaysia	BEE HEAD DEVICE		TM2019030527	19-Aug-19	TM2019030527	19-Aug-19	Register ed	28
Malaysia	BEE HEAD DEVICE		TM2019030527	19-Aug-19	TM2019030527	19-Aug-19	Register ed	35
Malaysia	JOLLIBEE	(word mark)	TM2019030439	19-Aug-19	M2019030439	19-Aug-19	Register ed	16
Malaysia	JOLLIBEE	(word mark)	TM2019030440	19-Aug-19	TM2019030440	19-Aug-19	Register ed	21
Malaysia	JOLLIBEE	(word mark)	TM2019030499	19-Aug-19	TM2019030499	19-Aug-19	Register ed	25
Malaysia	JOLLIBEE	(word mark)	TM2019030506	19-Aug-19	TM2019030506	19-Aug-19	Register ed	28
Malaysia	JOLLIBEE	(word mark)	TM2019030511	19-Aug-19	TM2019030511	19-Aug-19	Register ed	35
Malaysia	YUM	YUM	2013052206	13-Mar-13	2013052206	20-Sep-16	Register ed	29
Malaysia	JOLLIBEE MASCOT (SERIES OF 3)		2358	3-Mar-00	2000-02358	3-Mar-00	Register ed	43
Malaysia	BEE HEAD DEVICE		2012052508	23-Apr-12	2012052508	23-Apr-12	Register ed	29
Malaysia	YUM	YUM	2013052206	13-Mar-13	2013052206	20-Sep-16	Register ed	29
Malaysia	JOLLIBEE	JOLLIBEE	TM2019034092	13-Sep-19			Pending	39
Malaysia	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20			Pending	29, 43
Malaysia	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20			Pending	29, 43
Mexico	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DESIGN		405557	6-Jan-00	764426	21-Oct-02	Register ed	42
Morocco	BEE HEAD DEVICE		194038	7-May-18	194038	7-May-18	Register ed	29, 43
Morocco	JOLLIBEE	(word mark)	194036	7-May-18	194036	7-May-18	Register ed	29, 43
Myanmar	BEE HEAD DEVICE			14-Dec-20			Pending	29, 43

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Myanmar	JOLLIBEE MASCOT DESIGN			14-Dec-20			Pending	29, 43
Myanmar	BEE HEAD DEVICE			14-Dec-20			Pending	16, 21, 25, 28, 35
Myanmar	CHAMP	(word mark)		14-Dec-20			Pending	29
Myanmar	CHICKENJOY	(word mark)		14-Dec-20			Pending	29, 43
Myanmar	EVERYDAY DELICIOUS SLOGAN	(word mark)		14-Dec-20			Pending	35
Myanmar	HOME OF THE FAMOUS CHICKENJOY	(word mark)		14-Dec-20			Pending	29, 43
Myanmar	JOLLIBEE	(word mark)		14-Dec-20			Pending	16, 21, 25, 28, 35
Myanmar	JOLLIBEE	(word mark)		14-Dec-20			Pending	29, 43
Myanmar	YUM	(word mark)		14-Dec-20			Pending	29
Myanmar	BEE HEAD DEVICE (BLACK & WHITE) - MAIN			14-Dec-20			Pending	29, 43
Myanmar	BEE DEVICE [JOLLIBEE MASCOT DESIGN (BLACK & WHITE) - MAIN]			14-Dec-20			Pending	29, 43
Myanmar	BEE HEAD DEVICE			14-Dec-20			Pending	16, 21, 25, 28, 35
Myanmar	CHAMP WORD MARK - MAIN			14-Dec-20			Pending	29
Myanmar	CHICKENJOY WORD MARK - MAIN			14-Dec-20			Pending	29, 43
Myanmar	EVERYDAY DELICIOUS SLOGAN - MAIN			14-Dec-20			Pending	35
Myanmar	HOME OF THE FAMOUS CHICKENJOY			14-Dec-20			Pending	29, 43
Myanmar	JOLLIBEE (WORD MARK)			14-Dec-20			Pending	16, 21, 25, 28, 35
Myanmar	JOLLIBEE (WORD MARK) - MAIN			14-Dec-20			Pending	29, 43
Myanmar	YUM WORD MARK - MAIN			14-Dec-20			Pending	29
New Zealand	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		254483	6-Oct-95	254483	6-Oct-95	Registered	29

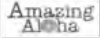
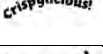
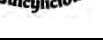
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
New Zealand	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		254484	6-Oct-95	254484	6-Oct-95	Registered	42
Oman	BEE HEAD DEVICE		73974	23-Apr-12	73974	20-May-13	Registered	29
Oman	BEE HEAD DEVICE		73975	23-Apr-12	73975	20-May-13	Registered	43
Oman	CHAMP	(word mark)	79630	13-Mar-13	79630	25-Aug-14	Registered	29
Oman	CHICKENJOY		73976	23-Apr-12	73976	20-May-13	Registered	29
Oman	CHICKENJOY		73977	23-Apr-12	73977	20-May-13	Registered	43
Oman	EVERYDAY DELICIOUS	(word mark)	79631	13-Mar-13	79631	25-Aug-14	Registered	35
Oman	HOME OF THE FAMOUS CHICKENJOY	(word mark)	113349	8-Oct-17	113349	4-Jul-18	Registered	29
Oman	HOME OF THE FAMOUS CHICKENJOY	(word mark)	113350	8-Oct-17	113350	4-Jul-18	Registered	43
Oman	JOLLIBEE (IN ARABIC SCRIPT)		103059	7-Jun-16	103059	17-Jul-17	Registered	43
Oman	JOLLIBEE		69397	20-Jul-11	69397	4-Mar-14	Registered	29
Oman	JOLLIBEE		69398	20-Jul-11	69398	4-Mar-14	Registered	30
Oman	JOLLIBEE		69399	20-Jul-11	69399	4-Mar-14	Registered	43
Oman	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		11659	29-May-95	11659	29-May-05	Registered	42
Oman	JOLLIBEE MASCOT		11658	29-May-95	11658	11-Dec--03	Registered	42
Oman	JOLLIBEE MASCOT DESIGN		79627	13-Mar-13	79627	25-Aug-14	Registered	29
Oman	JOLLIBEE MASCOT DESIGN		79628	13-Mar-13	79628	25-Aug-14	Registered	43
Oman	YUM		79629	13-Mar-13	79629	25-Aug-14	Registered	29
Oman	BEE HEAD DEVICE		130806	19-Aug-19	130806	8-Dec-19	Registered	16
Oman	BEE HEAD DEVICE		130807	19-Aug-19	130807	8-Dec-19	Registered	21
Oman	BEE HEAD DEVICE		130809	19-Aug-19	130809	8-Dec-19	Registered	25

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Oman	BEE HEAD DEVICE		130810	19-Aug-19	130810	8-Dec-19	Register ed	28
Oman	BEE HEAD DEVICE		130812	19-Aug-19	130812	8-Dec-19	Register ed	35
Oman	JOLLIBEE	(word mark)	130801	19-Aug-19	130801	8-Dec-19	Register ed	16
Oman	JOLLIBEE	(word mark)	130802	19-Aug-19	130802	29-Dec-19	Register ed	21
Oman	JOLLIBEE	(word mark)	130803	19-Aug-19	130803	8-Dec-19	Register ed	25
Oman	JOLLIBEE	(word mark)	130804	19-Aug-19	130804	8-Dec-19	Register ed	28
Oman	JOLLIBEE	(word mark)	130805	19-Aug-19	130805	8-Dec-19	Register ed	35
Oman	BEE HEAD DEVICE		140829	12-Nov-20	140829	4-Apr-21	Register ed	30
Oman	BEE HEAD DEVICE		140828	12-Nov-20	140828	4-Apr-21	Register ed	32
Oman	BEE HEAD DEVICE		140827	12-Nov-20	140827	4-Apr-21	Register ed	39
Oman	CRISPYLICIOUS	(wordmark)	141002	18-Nov-20		4-Apr-21	Register ed	29
Oman	CRISPYLICIOUS	(wordmark)	141001	18-Nov-20		4-Apr-21	Register ed	43
Oman	JOLLIBEE	(wordmark)	140832	12-Nov-20			Pending	30
Oman	JOLLIBEE	(wordmark)	140831	12-Nov-20			Pending	32
Oman	JOLLIBEE	(wordmark)	140830	12-Nov-20			Pending	39
Oman	JOLLY SPAGHETTI	(wordmark)	140996	18-Nov-20			Pending	30
Oman	JUICYLICIOUS	(wordmark)	141000	18-Nov-20			Pending	29
Oman	JUICYLICIOUS	(wordmark)	140999	18-Nov-20		4-Apr-21	Register ed	43
Oman	SPICYLICIOUS	(wordmark)	140998	18-Nov-20		4-Apr-21	Register ed	29
Oman	SPICYLICIOUS	(wordmark)	140997	18-Nov-20		4-Apr-21	Register ed	43
Oman	YUMBURGER	(wordmark)	140995	18-Nov-20		4-Apr-21	Register ed	29
Oman	JOLLIBEE	(wordmark)	145664	5-May-21			Pending	9
Oman	BEE HEAD DEVICE		145667	5-May-21			Pending	9
Pakistan	BEE HEAD DEVICE		461104	9-Jun-17	461104	07-Jan-19	Register ed	29
Pakistan	BEE HEAD DEVICE		461106	9-Jun-17	461106	07-Jan-19	Register ed	30
Pakistan	BEE HEAD DEVICE		461108	9-Jun-17	461108	22-Apr-19	Register ed	43

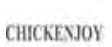
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Pakistan	JOLLIBEE	JOLLIBEE	461107	9-Jun-17	461107	07-Jan-19	Register ed	30
Pakistan	JOLLIBEE	JOLLIBEE	461109	9-Jun-17	461109	07-Jan-19	Register ed	43
Pakistan	JOLLIBEE	JOLLIBEE	461105	9-Jun-17	461105	07-Jan-19	Register ed	29
Pakistan	CHICKENJOY	(word mark)	483806	29-Jan-2018	483806	29-Jan-18	Register ed	29
Pakistan	JOLLY CRISPY FRIES	(wordmark)	483807	29-Jan-2018	483807	29-Jan-18	P Register ed	29
Philippine s	JUICYLICIOUS	JUICYLICIOUS	4-2012-000564	16-Jan-12	4-2012-000564	09-May-13	Register ed	29
Philippine s	CRISPYLICIOUS (WORD MARK)	CRISPYLICIOUS (WORD MARK)	4-2012-000563	16-Jan-12	4-2012-000563	31-May-12	Register ed	29
Philippine s	MAAGA ANG PASKO	MAAGA ANG PASKO	4-2012-001251	01-Feb-12	4-2012-001251	11-May-12	Register ed	36
Philippine s	JOLLY CRISPY FRIES	JOLLY CRISPY FRIES	4-2004-006392	20-Jul-04	4-2004-006392	09-Feb-09	Renewe d	29
Philippine s	BEE HAPPY	BEE HAPPY	4-2012-003129	12-Mar-12	4-2012-003129	24-May-12	Register ed	35
Philippine s	JOLLIBEE MAAGA ANG PASKO LOGO		4-2015-500315	22-Jan-15	4-2015-500315	31-Mar-16	Register ed	36
Philippine s	BEE HEAD		4-2012-004771	19-Apr-12	4-2012-004771	23-Aug-12	Register ed	29
Philippine s	CHICKENJOY WORD MARK-MAIN	CHICKENJOY	4-2012-004770	19-Apr-12	4-2012-004770	12-Jul-12	Register ed	43
Philippine s	POPO MASCOT DESIGN		4-2008-007564	25-Jun-08	4-2008-007564	23-Jul-09	Renewe d	16, 18, 20, 21, 24, 25, 27, 28, 41
Philippine s	TWIRLIE MASCOT DESIGN		4-2008-007561	25-Jun-08	4-2008-007561	23-Jul-09	Renewe d	16, 18, 20, 21, 24, 25, 27, 28, 41
Philippine s	YUM MASCOT DESIGN		4-2008-007565	25-Jun-08	4-2008-007565	23-Jul-09	Renewe d	16, 18, 20, 21, 24, 25, 27, 28, 41
Philippine s	HETTY MASCOT DESIGN		4-2008-007563	25-Jun-08	4-2008-007563	23-Jul-09	Renewe d	16, 18, 20, 21, 24, 25, 27, 28, 41
Philippine s	JOLLIBEE MASCOT DESIGN		4-2008-007562	25-Jun-08	4-2008-007562	23-Jul-09	Renewe d	16, 18, 20, 21, 24, 25, 27, 28, 41
Philippine s	LANGHAP SARAP	LANGHAP SARAP	4-2009-003033	23-Mar-09	4-2009-003033	12-Nov-09	Renewe d	29, 30
Philippine s	JOLLIBEE CHAMP		4-2009-006900	13-Jul-09	4-2009-006900	12-Nov-09	Renewe d	29, 35
Philippine s	Jolly Hotdog		4-2009-006903	13-Jul-09	4-2009-006903	24-Dec-09	Renewe d	29, 35
Philippine s	JOLLIBEE BREAKFAST JOYS		4-2009-006901	13-Jul-09	4-2009-006901	24-Dec-09	Renewe d	29, 35

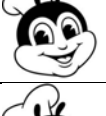
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Philippine s	JOLLIBEE	JOLLIBEE	4-2000-007421	31-Aug-00	4-2000-007421	24-Sep-05	Renewe d	16, 28
Philippine s	JOLLISAVERS	JOLLISAVER S	4-2015-503892	14-Jul-15	4-2015-503892	12-Nov-15	Register ed	29, 30, 32 & 43
Philippine s	BEE HEAD DEVICE		4-2004-006570	23-Jul-04	4-2004-006570	06-Jan-06	Renewe d	43
Philippine s	DITO ANG SARAP MAGING	DITO ANG SARAP MAGING	4-2013-001090	31-Jan-13	4-2013-001090	20-Feb-15	Register ed	35
Philippine s	DITO ANG SARAP MAGING PAMILYA	DITO ANG SARAP MAGING PAMILYA	4-2013-001089	31-Jan-13	4-2013-001089	20-Feb-15	Register ed	35
Philippine s	JOLLIBEE	JOLLIBEE	4-2000-004772	08-Jun-00	4-2000-004772	10-Mar-16	Renewe d	29, 30, 32 & 42
Philippine s	JOLLIBEE MASCOT DESIGN		4-2013-002707	11-Mar-13	4-2013-002707	20-Jun-13	Register ed	29 & 43
Philippine s	JOLLITOWN AND DEVICE		4-2008-005395	08-May-08	4-2008-005395	25-Mar-10	Renewe d	16, 18, 20, 24, 25, 27, 28 & 41
Philippine s	Jollibee Big Burger Steak Supreme	Jollibee Big Burger Steak Supreme	4-2015-506501	11-Nov-15			Pending	29
Philippine s	Jollibee Burger Steak Supreme	Jollibee Burger Steak Supreme	4-2015-506500	11-Nov-15			Pending	29
Philippine s	JOLLY JOY BOX	JOLLY JOY BOX	4-2015-507151	17-Dec-15	4-2015-507151	17-Aug-17	Register ed	16, 28 & 35
Philippine s	3-D BOX DESIGN		4-2015-507226	22-Dec-15	4-2015-507226	27-Oct-16	Register ed	16, 28 & 35
Philippine s	ULTIMATE BURGER STEAK	ULTIMATE BURGER STEAK	4-2013-006004	24-May-13			Pending	29
Philippine s	CHICKENJOY (WORD MARK)	CHICKENJOY	4-2004-006569	23-Jul-04	4-2004-006569	26-May-06	Renewe d	29
Philippine s	ULTIMATE BURGER STEAK		4-2013-006363	03-Jun-13	4-2013-006363	23-Oct-14	Register ed	29
Philippine s	JOLLIKIDS	JOLLIKIDS	4-2005-000388	13-Jan-05	4-2005-000388	08-Jun-06	Renewe d	16, 18, 25 & 26
Philippine s	Jollibee		4-2010-002055	24-Feb-10	4-2010-002055	22-Jul-20	Renewe d	29, 30 & 43
Philippine s	JOLLIBEE FAMILY VALUES AWARDS CELEBRATING EXEMPLARY FILIFINO FAMILIES		4-2013-010436	02-Sep-13	4-2013-010436	12-Jun-14	Register ed	35
Philippine s	FAMILY VALUES AWARDS	FAMILY VALUES AWARDS	4-2013-010435	02-Sep-13	4-2013-010435	19-Dec-13	Register ed	35
Philippine s	JOLLY KRUNCHY TWIRL	JOLLY KRUNCHY TWIRL	4-2005-001998	02-Mar-05	4-2005-001998	18-Sep-06	Renewe d	29 & 30
Philippine s	GRAVYLICIOUS	GRAVYLICIO US	4-2016-503206	28-Jun-16	4-2016-503206	01-Sep-16	Register ed	29

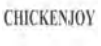
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Philippine s	POPO MASCOT HOUSE		4-2010-005369	20-May-10	4-2010-005369	14-Oct-10	Renewe d	16 & 41
Philippine s	TWIRLIE MASCOT HOUSE		4-2010-005370	20-May-10	4-2010-005370	14-Oct-10	Renewe d	16 & 41
Philippine s	YUM MASCOT HOUSE		4-2010-005371	20-May-10	4-2010-005371	14-Oct-10	Renewe d	16 & 41
Philippine s	HETTY MASCOT HOUSE		4-2010-005368	20-May-10	4-2010-005368	14-Oct-10	Renewe d	16 & 41
Philippine s	JOLLY WORD MARK - MAIN	JOLLY	4-2013-012443	16-Oct-13	4-2013-012443	15-Oct-16	Register ed	29, 30, 32
Philippine s	JOLLIBEE MASCOT HOUSE		4-2010-005367	20-May-10	4-2010-005367	21-Oct-10	Renewe d	16 & 41
Philippine s	YUM	YUM	4-2003-008177	04-Sep-03	4-2003-008177	11-Nov-10	Renewe d	29, 43
Philippine s	JOLLY SHAKES WRITTEN IN COLORS RED AND ORANGE ENCLOSED BY A RECTANGLE SHADED IN BLUE		4-2003-001019	05-Feb-03	4-2003-001019	20-Nov-06	Renewe d	29, 30
Philippine s	JOLLIBEE SUPER MEALS	JOLLIBEE SUPER MEALS	4-2005-002450	15-Mar-05	4-2005-002450	18-Dec-06	Renewe d	43
Philippine s	JOLLIBEE KIDS CLUB INSIDE A CIRCLE		4-2010-005303	20-May-10	4-2010-005303	23-Dec-10	Renewe d	16, 35
Philippine s	JOLLIBEE KIDS CLUB INSIDE A CIRCLE		4-2010-005302	20-May-10	4-2010-005302	31-Dec-10	Renewe d	16, 35
Philippine s	P99 PERFECT PAIRS	P99 PERFECT PAIRS	4-2016-504736	14-Sep-16	4-2016-504736	15-Feb-18	Register ed	29, 30, 32 & 43
Philippine s	PERFECT PAIRS	PERFECT PAIRS	4-2016-504735	14-Sep-16	4-2016-504735	22-Dec-16	Register ed	29, 30, 32 & 43
Philippine s	P99 PAIRS	P99 PAIRS	4-2016-504734	14-Sep-16	4-2016-504734	05-Apr-18	Register ed	29, 30, 32 & 43
Philippine s	JOLLY CRISPY FLAVORED FRIES	JOLLY CRISPY FLAVORED FRIES	4-2016-505391	20-Oct-16			Pending	29
Philippine s	JOLLY CRISPY FLAVORED FRIES (stylized)		4-2016-505392	20-Oct-16			Pending	29
Philippine s	CHAMP MADE WITH 100% PURE BEEF 1/3 POUND PATTY LANGHAP-SARAP		4-2016-506284	02-Dec-16	4-2016-506284	25-May-17	Register ed	29 & 43
Philippine s	FRAMILY	FRAMILY	4-2016-506373	08-Dec-16	4-2016-506373	02-Mar-17	Register ed	29, 35 & 43
Philippine s	JOLLY KIDDIE MEAL		4-2016-506501	15-Dec-16	4-2016-506501	25-May-17	Register ed	16 & 35

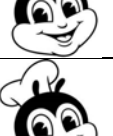
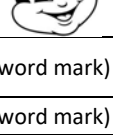
Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Philippine s	JOLLY KIDDIE MEAL		4-2016-506504	15-Dec-16	4-2016-506504	06-Jul-17	Register ed	16 & 35
Philippine s	CHAMP	CHAMP	4-2010-004236	21-Apr-10	4-2010-004236	28-Jan-21	Renewe d	29 & 35
Philippine s	BEE HEAD DEVICE		4-2005-007557	05-Aug-05	4-2005-007557	19-Feb-17	Renewe d	9, 16, 18, 20, 21, 24, 25 & 28
Philippine s	Jollibee	JOLLIBEE	4-2005-007558	05-Aug-05	4-2005-007558	19-Feb-17	Renewe d	9, 18, 20, 21, 24 & 25
Philippine s	JOLLY	JOLLY	4-2014-003233	14-Mar-14	4-2014-003233	18-Aug-16	Register ed	29
Philippine s	CONE TWIRL	CONE TWIRL	4-2010-010089	15-Sep-10	4-2010-010089	07-Apr-21	Renewe d	29
Philippine s	HOME OF THE FAMOUS CHICKENJOY	HOME OF THE FAMOUS CHICKENJOY	4-2017-501502	10-Apr-17	4-2017-501502	22-Jun-17	Register ed	29 & 43
Philippine s	TOP-YOUR-OWN JOLLY HOTDOG	TOP-YOUR-OWN JOLLY HOTDOG	4-2017-501751	27-Apr-17	4-2017-501751	07-Mar-19	Register ed	29 & 43
Philippine s	HAPPYPLUS CASHLESS PAYMENT WITH REWARDS		4-2011-009245	05-Aug-11	4-2011-009245	05-Jan-12	Renewe d	9, 16, 35 & 36
Philippine s	NEW! SPICY CHICKENJOY		4-2018-501710	19-Apr-18	4-2018-501710	19-Aug-18	Register ed	29 & 43
Philippine s	Spicylicious	Spicylicious	4-2018-006922	24-Apr-18	4-2018-006922	02-Aug-18	Register ed	29 & 43
Philippine s	AMAZING ALOHA ANG PINEAPLLE SLICE DEVICE		4-1996-108683	04-Mar-96	4-1996-108683	04-Nov-02	Renewe d	30
Philippine s	HAPPYPLUS CASHLESS PAYMENTS WITH REWARDS		4-2011-002977	15-Mar-11	4-2011-002977	20-Jun-13	Register ed	9, 16, 35 & 36
Philippine s	JOLLY TWIRL	JOLLY TWIRL	4-2019-006108	11-Apr-19	4-2019-006108	07-Jul-19	Register ed	29 & 30
Philippine s	TWIRL	TWIRL	4-2019-006109	11-Apr-19	4-2019-006109	14-Jul-19	Register ed	29 & 30
Philippine s	JOLLIBEE	JOLLIBEE	4-2019-506253	26-Sep-19	4-2019-506253	15-Feb-20	Register ed	39
Philippine s	BEE HEAD DEVICE		4-2019-506254	26-Sep-19	4-2019-506254	15-Feb-20	Register ed	39
Philippine s	JOLLIBEE SWEET-SPICY BBQ BURGER STEAK		4-2019-506884	15-Oct-19	4-2019-506884	04-Jun-21	Register ed	29
Philippine s	CRISPY HOT CHICKENJOY	CRISPY HOT CHICKENJOY	4-2019-506902	16-Oct-19	4-2019-506902	10-Jan-20	Register ed	29
Philippine s	JOLLIBEE CRISPY SPICE FRIES	JOLLIBEE CRISPY SPICE FRIES	4-2019-507328	25-Oct-19	4-2019-507328	12-Mar-21	Register ed	29
Philippine s	CHICKENJOY		4-2019-509181	20-Dec-19	4-2019-509181	14-Aug-20	Register ed	29 & 43
Philippine s	CRISPYLICIOUS		4-2019-509198	21-Dec-19	4-2019-509198	12-Mar-21	Register ed	29
Philippine s	JUICYLICIOUS		4-2019-509199	21-Dec-19	4-2019-509199	12-Mar-21	Register ed	29

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Philippine s	JOLLY SPAGHETTI	JOLLY SPAGHETTI	4-2019-509200	21-Dec-19	4-2019-509200	03-Jul-20	Register ed	30
Philippine s	JOLLY SPAGHETTI		4-2019-509208	21-Dec-19	4-2019-509208	31-Jul-20	Register ed	30
Philippine s	YUMBURGER	YUMBURGE R	4-2019-509209	21-Dec-19	4-2019-509209	03-Jul-20	Register ed	29
Philippine s	YUMBURGER		4-2019-509211	21-Dec-19	4-2019-509211	31-Jul-20	Register ed	29
Philippine s	BEFFY LANGHAP SARAP		4-2019-509210	21-Dec-19	4-2019-509210	03-Jul-20	Register ed	29 & 43
Philippine s	JOLLIBEE & BEE HEAD DESIGN		4-2019-509212	21-Dec-19	4-2019-509212	03-Jul-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Philippine s	BEE HEAD DESIGN		4-2019-509213	21-Dec-19	4-2019-509213	03-Jul-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Philippine s	JOLLIBEE MASCOT DESIGN		4-2019-509214	21-Dec-19	4-2019-509214	03-Jul-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Philippine s	JOLLIBEE MASCOT DESIGN		4-2019-509215	21-Dec-19	4-2019-509215	03-Jul-20	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Philippine s	JOLLIBEE READY TO COOK	JOLLIBEE READY TO COOK	4-2020-507606	08-Jul-20	4-2020-507606	07-Feb-21	Register ed	29, 30 & 43
Philippine s	JOLLIBEE FAMILY PAN	JOLLIBEE FAMILY PAN	4-2020-507607	08-Jul-20	4-2020-507607	14-Dec-20	Register ed	30
Philippine s	JOLLIBEE READY TO COOK LOGO		4-2020-509746	05-Aug-20	4-2020-509746	19-Feb-21	Register ed	29, 30 & 43
Philippine s	JOLLIBEE	JOLLIBEE	4-2020-514368	02-Oct-20	4-2020-514368	07-Feb-21	Register ed	29 & 30
Philippine s	CHAMP MASCOT		4-2020-517140	05-Nov-20	4-2020-517140	07-May-21	Register ed	16, 18, 20, 21, 25, 28 & 41
Philippine s	EVERYDAY DESERVES A SUNDAE	EVERYDAY DESERVES A SUNDAE	4-2020-518174	19-Nov-20	4-2020-518174	12-Mar-21	Register ed	30
Philippine s	JOLLIBEE MASCOT DESIGN		4-2020-518397	23-Nov-20	4-2020-518397	06-Aug-21	Register ed	16, 21, 25, 28, 30, 32, 35 & 39
Philippine s	BEE HEAD DESIGN		4-2020-518398	23-Nov-20	4-2020-518398	24-Sep-21	Register ed	16, 21, 25, 28, 30, 32 & 35
Philippine s	JOLLIBEE	JOLLIBEE	4-2020-518409	23-Nov-20	4-2020-518409	07-May-21	Register ed	28 & 35
Philippine s	CHICKENJOY	CHICKENJOY	4-2020-518403	23-Nov-20	4-2020-518403	11-Apr-21	Register ed	29
Philippine s	CRISPYLICIOUS	CRISPYLICIOUS	4-2020-518404	23-Nov-20	4-2020-518404	11-Apr-21	Register ed	29 & 43
Philippine s	JUICYLICIOUS	JUICYLICIOUS	4-2020-518405	23-Nov-20	4-2020-518405	11-Apr-21	Register ed	29 & 43

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Philippine s	SPICYLICIOUS	SPICYLICIOUS	4-2020-518406	23-Nov-20	4-2020-518406	15-Aug-21	Registered	29 & 43
Philippine s	JOLLIBEE	JOLLIBEE	4-2021-506192	15-Mar-21	4-2021-506192	07-May-21	Registered	9
Philippine s	BEE HEAD DESIGN		4-2021-506194	15-Mar-21	4-2021-506194	07-May-21	Registered	9
Philippine s	AFFORDELICIOUS	AFFORDELICIOUS	4-2021-508438	12-Apr-21	4-2021-508438	30-May-21	Registered	35
Philippine s	OVERTOP	OVERTOP	4-2021-510883	10-May-21	4-2021-510883	04-Jul-21	Registered	29
Philippine s	JOLLIBEE & BEE HEAD DESIGN		4-2021-511281	14-May-21	4-2021-511281	04-Jul-21	Registered	9
Philippine s	JOLLIBEE MASCOT DESIGN		4-2021-511283	14-May-21	4-2021-511283	04-Jul-21	Registered	9
Philippine s	CHICK'N WICH	CHICK'N WICH	4-2021-518498	05-Aug-21	4-2021-518498	29-Oct-21	Registered	29 & 30
Philippine s	CHICK-N-WICH	CHICK-N-WICH	4-2021-518499	05-Aug-21	4-2021-518499	29-Oct-21	Registered	29 & 30
Philippine s	CHICKEN WICH	CHICKEN WICH	4-2021-521592	10-Sep-21	4-2021-521592	29-Oct-21	Registered	29 & 30
Philippine s	BEEFY-SAUCY LINAMNAM ULAM	BEEFY-SAUCY LINAMNAM ULAM	4-2021-528664	02-Dec-21			Pending	29
Qatar	BEE HEAD DEVICE		74466	30-Apr-12	74466	23-Nov-14	Registered	29
Qatar	BEE HEAD DEVICE		74467	30-Apr-12	74467	16-Oct-14	Registered	43
Qatar	CHAMP	(word mark)	80276	14-Mar-13	80276	22-Oct-15	Registered	29
Qatar	CHICKENJOY		74469	30-Apr-12	74469	16-Oct-14	Registered	43
Qatar	CHICKENJOY		74468	30-Apr-12	74468	16-Oct-14	Registered	29
Qatar	EVERYDAY DELICIOUS	(word mark)	80277	14-Mar-13	80277	22-Oct-15	Registered	35
Qatar	HOME OF THE FAMOUS CHICKENJOY	(word mark)	117443	26-Sep-17	117443	6-Aug-18	Registered	29
Qatar	HOME OF THE FAMOUS CHICKENJOY	(word mark)	117444	26-Sep-17			Pending	43
Qatar	JOLLIBEE		74464	30-Apr-12	74464	11-Oct-15	Registered	29
Qatar	JOLLIBEE		74465	30-Apr-12	74465	23-Nov-14	Registered	43
Qatar	JOLLIBEE (IN ARABIC SCRIPT)		106585	5-Jun-16	106585	23-Jul-18	Registered	42
Qatar	JOLLIBEE CHARACTER AND DEVICE		57954	8-Jul-09	57954	20-Sep-12	Registered	29

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Qatar	JOLLIBEE CHARACTER AND DEVICE		57955	8-Jul-09	57955	20-Sep-12	Register ed	30
Qatar	JOLLIBEE CHARACTER AND DEVICE		57956	8-Jul-09	57956	20-Sep-12	Register ed	42
Qatar	JOLLIBEE LOGO & DEVICE		57951	8-Jul-09	57951	25-Sep-12	Register ed	29
Qatar	JOLLIBEE LOGO & DEVICE		57952	8-Jul-09	57952	25-Sep-12	Register ed	30
Qatar	JOLLIBEE LOGO & DEVICE		57953	8-Jul-09	57953	20-Sep-12	Register ed	42
Qatar	JOLLIBEE MASCOT DESIGN		80273	14-Mar-13	80273	22-Oct-15	Register ed	29
Qatar	JOLLIBEE MASCOT DESIGN		80274	14-Mar-13	80274	22-Oct-15	Register ed	42
Qatar	JOLLY		84753	23-Oct-13	84753	16-Feb-17	Register ed	30
Qatar	YUM		80275	14-Mar-13	80275	22-Oct-15	Register ed	29
Qatar	BEE HEAD DEVICE		134251	9-Sep-19			Pending	16
Qatar	BEE HEAD DEVICE		134252	9-Sep-19			Pending	21
Qatar	BEE HEAD DEVICE		134253	9-Sep-19			Pending	25
Qatar	BEE HEAD DEVICE		134254	9-Sep-19			Pending	28
Qatar	BEE HEAD DEVICE		134255	9-Sep-19			Pending	35
Qatar	JOLLIBEE	(word mark)	134242	9-Sep-19			Pending	16
Qatar	JOLLIBEE	(word mark)	134244	9-Sep-19			Pending	21
Qatar	JOLLIBEE	(word mark)	134245	9-Sep-19			Pending	25
Qatar	JOLLIBEE	(word mark)	134248	9-Sep-19			Pending	28
Qatar	JOLLIBEE	(word mark)	134249	9-Sep-19			Pending	35
Qatar	BEE HEAD DEVICE		143014	15-Nov-20			Pending	30

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Qatar	BEE HEAD DEVICE		143015	15-Nov-20			Pending	32
Qatar	BEE HEAD DEVICE		143016	15-Nov-20			Pending	39
Qatar	CRISPYLICIOUS	(word mark)	143017	15-Nov-20			Pending	29
Qatar	CRISPYLICIOUS	(word mark)	143018	15-Nov-20			Pending	43
Qatar	JOLLIBEE	(word mark)	143011	15-Nov-20			Pending	30
Qatar	JOLLIBEE	(word mark)	143012	15-Nov-20			Pending	32
Qatar	JOLLIBEE	(word mark)	143013	15-Nov-20			Pending	39
Qatar	JOLLY SPAGHETTI	(word mark)	143023	15-Nov-20			Pending	30
Qatar	JUICYLICIOUS	(word mark)	143019	15-Nov-20			Pending	29
Qatar	JUICYLICIOUS	(word mark)	143020	15-Nov-20			Pending	43
Qatar	SPICYLICIOUS	(word mark)	143021	15-Nov-20			Pending	29
Qatar	SPICYLICIOUS	(word mark)	143022	15-Nov-20			Pending	43
Qatar	YUMBURGER	(word mark)	143024	15-Nov-20			Pending	29
Qatar	BEE HEAD DEVICE		147083	5-May-21			Pending	9
Qatar	JOLLIBEE		147081	5-May-21			Pending	9
Romania	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		13511	8-Mar-95	29524	8-Mar-05	Register ed	29, 42
Romania	JOLLIBEE MASCOT DEVICE		13512	8-Mar-95	29525	1-Jul-99	Register ed	42
Saudi Arabia	BEE HEAD DEVICE		182342	21-May-12	143307687	22-Aug-13	Register ed	29
Saudi Arabia	BEE HEAD DEVICE		182343	21-May-12	143307688	10-Sep-13	Register ed	43
Saudi Arabia	CHICKENJOY		182346	21-May-12	143307686	4-Apr-14	Register ed	29
Saudi Arabia	CHICKENJOY		182347	21-May-12	143307685	4-Apr-14	Register ed	43
Saudi Arabia	EVERYDAY DELICIOUS	(word mark)	194610	26-Mar-13	143406467	1-Jul-14	Register ed	35
Saudi Arabia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	120088	25-Oct-17	1439002982	11-Apr-18	Register ed	29
Saudi Arabia	HOME OF THE FAMOUS CHICKENJOY	(word mark)	120089	25-Oct-17	1439002983	11-Apr-18	Register ed	43

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Saudi Arabia	JOLLIBEE	JOLLIBEE	182344	21-May-12	143307683	25-Jul-13	Register ed	29
Saudi Arabia	JOLLIBEE	JOLLIBEE	182345	21-May-12	143307684	10-Sep-13	Register ed	43
Saudi Arabia	JOLLIBEE & BEE DEVICE		122600	1-Oct-07	142809331	21-Jan-09	Register ed	43
Saudi Arabia	JOLLIBEE (IN ARABIC SCRIPT)		1437020649	16-Jun-16	1437020649	12-Oct-16	Register ed	43
Saudi Arabia	JOLLIBEE CHAMP	(word mark)	1436008326	8-Feb-15	1436008326	22-Jun-15	Register ed	29
Saudi Arabia	JOLLIBEE CHAMP	(word mark)	1436008327	8-Feb-15	1436008327	22-Jun-15	Register ed	30
Saudi Arabia	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE				501/26	17-Oct-99	Register ed	29
Saudi Arabia	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE				501/25	17-Oct-99	Register ed	42
Saudi Arabia	JOLLIBEE MASCOT DESIGN		194606	26-Mar-13	143406471	3-Jul-14	Register ed	29
Saudi Arabia	JOLLIBEE MASCOT DESIGN		194607	26-Mar-13	143406472	3-Jul-14	Register ed	43
Saudi Arabia	JOLLIBEE MASCOT DEVICE				379/25	2-Jul-96	Register ed	42
Saudi Arabia	YUM	YUM	194608	26-Mar-13	143406468	1-Jul-14	Register ed	29
Saudi Arabia	BEE HEAD DEVICE		200897	19-Sep-19	1441002560	24-Dec-20	Register ed	16
Saudi Arabia	BEE HEAD DEVICE		200898	19-Sep-19	1441002561	24-Dec-20	Register ed	21
Saudi Arabia	BEE HEAD DEVICE		200902	19-Sep-19	1441002565	24-Dec-20	Register ed	25
Saudi Arabia	BEE HEAD DEVICE		200903	19-Sep-19	1441002566	24-Dec-20	Register ed	28
Saudi Arabia	BEE HEAD DEVICE		200904	19-Sep-19	1441002567	24-Dec-20	Register ed	35
Saudi Arabia	JOLLIBEE	(word mark)	200881	19-Sep-19		24-Dec-20	Pending	16
Saudi	JOLLIBEE	(word mark)	200887	19-Sep-	1441002551	24-Dec-	Register	21

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Arabia				19		20	ed	
Saudi Arabia	JOLLIBEE	(word mark)	200888	19-Sep-19	1441002552	24-Dec-20	Register ed	25
Saudi Arabia	JOLLIBEE	(word mark)	200890	19-Sep-19	1441002554	24-Dec-20	Register ed	28
Saudi Arabia	JOLLIBEE	(word mark)	200892	19-Sep-19	1441002556	24-Dec-20	Register ed	35
Saudi Arabia	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE				501/26	17-Oct-99	Register ed	29
Saudi Arabia	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE				501/25	17-Oct-99	Register ed	42
Saudi Arabia	JOLLIBEE MASCOT DEVICE				379/25	2-Jul-96	Register ed	42
Singapore	BEE HEAD DEVICE		T1205981F	26-Apr-12	T1205981F	26-Apr-12	Register ed	29, 43
Singapore	CHAMP	(word mark)	T1304014J	11-Mar-13	T1304014J	11-Mar-13	Register ed	30
Singapore	CHICKENJOY		T1205748A	20-Apr-12	T1205748A	20-Apr-12	Register ed	29, 43
Singapore	EVERYDAY DELICIOUS	(word mark)	T1304015I	11-Mar-13	T1304015I	11-Mar-13	Register ed	35
Singapore	HOME OF THE FAMOUS CHICKENJOY	(word mark)	4020152074 9Y	26-Nov-15	4020152074 9Y	26-Nov-15	Register ed	29, 43
Singapore	JOLLIBEE		T1205747C	20-Apr-12	T1205747C	20-Apr-12	Register ed	29, 43
Singapore	JOLLIBEE CHARACTER AND DEVICE		T0908261F	24-Jul-09	T0908261F	24-Jul-09	Register ed	29, 30, 43
Singapore	JOLLIBEE LOGO AND DEVICE		T0908260H	24-Jul-09	T0908260H	24-Jul-09	Register ed	29, 30, 43
Singapore	JOLLIBEE MASCOT DESIGN		T1304012D	11-Mar-13	T1304012D	11-Mar-13	Register ed	29, 43
Singapore	JOLLIBEE WORD & DEVICE				3473/93	11-May-93	Register ed	42
Singapore	JOLLIBEE WORD & DEVICE				3472/93	11-May-93	Register ed	30
Singapore	YUM		40201809933 T	25-May-18			Pending	30
Singapore	BEE HEAD DEVICE		40201919754 X	12-Sep-19	402019197 54X	7-Jan-21	Register ed	16, 21, 25, 28, 35
Singapore	JOLLIBEE	(word mark)	40201919752 P	12-Sep-19	4020191975	7-Jan-21	Register	16, 21,

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					2P		ed	25, 28, 35
Singapore	YUMBURGER	(word mark)	40201914752 U	8-Jul-19			Pending	30, 43
Singapore	Bee Head Device		4020191475 4X	12-Sep-19	4020191975 4X	7-Jan-21	Register ed	16, 21, 25, 28, 35
Singapore	Bee Head Device		4020211035 5P	5-May-21	4020211035 5P	12-Nov-21	Register ed	9
Singapore	JOLLIBEE		4020211035 6Y	5-May-21	4020211035 6Y	12-Nov-21	Register ed	9
Singapore	JOLLIBEE MASCOT DESIGN		4020212942 8V	3-Dec-21			Pending	25, 28
Singapore	JOLLIBEE	JOLLIBEE	1587822 / Singapore No. 4020211441 9P	17-May-21	1587822 / Singapore No. 4020211441 9P	09-Dec-21	Register ed	30, 32 & 39
Singapore	BEE HEAD DESIGN		1589298 / Singapore No. 4020211442 0V	17-May-21	1589298 / Singapore No. 4020211442 0V	09-Dec-21	Register ed	30, 32 & 39
Singapore	CRISPYLICIOUS	CRISPYLICIOUS	1584465 / Singapore no. 4020210786 0X	16-Dec-20			Pending	29 & 43
Singapore	JUICYLICIOUS	JUICYLICIOUS	1585327 / Singapore No. 4020210839 9Q	16-Dec-20	1585327 / Singapore No. 4020210839 9Q	09-Dec-21	Register ed	29 & 43
Singapore	SPICYLICIOUS	SPICYLICIOUS	1585329 / Singapore No. 4020210840 1V	16-Dec-20			Pending	29 & 43
Singapore	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426 / Singapore No. 4020210604 8P	16-Dec-20	1580426 / Singapore No. 4020210604 8P	05-Aug-21	Register ed	30
South Africa	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		9510214	8-Aug-95	95/10214	12-Jun-98	Register ed	29
South Africa	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		9510215	8-Aug-95	95/10215	12-Jun-98	Register ed	42
South Africa	BEE HEAD DEVICE		2020/30920	11-Nov-20			Pending	16
South Africa	BEE HEAD DEVICE		2020/30921	11-Nov-20			Pending	21

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South Africa	BEE HEAD DEVICE		2020/30922	11-Nov-20			Pending	25
South Africa	BEE HEAD DEVICE		2020/30923	11-Nov-20			Pending	28
South Africa	BEE HEAD DEVICE		2020/30924	11-Nov-20			Pending	29
South Africa	BEE HEAD DEVICE		2020/30925	11-Nov-20			Pending	30
South Africa	BEE HEAD DEVICE		2020/30926	11-Nov-20			Pending	32
South Africa	BEE HEAD DEVICE		2020/30927	11-Nov-20			Pending	35
South Africa	BEE HEAD DEVICE		2020/30928	11-Nov-20			Pending	39
South Africa	BEE HEAD DEVICE		2020/30929	11-Nov-20			Pending	43
South Africa	CHICKENJOY	(word mark)	2020/30942	11-Nov-20			Pending	29
South Africa	CHICKENJOY	(word mark)	2020/30943	11-Nov-20			Pending	43
South Africa	CRISPYLICIOUS	(word mark)	2020/30917	11-Nov-20			Pending	29
South Africa	CRISPYLICIOUS	(word mark)	2020/30918	11-Nov-20			Pending	43
South Africa	HOME OF THE FAMOUS CHICKENJOY	(word mark)	2020/30940	11-Nov-20			Pending	29
South Africa	HOME OF THE FAMOUS CHICKENJOY	(word mark)	2020/30941	11-Nov-20			Pending	43
South Africa	JOLLIBEE	(word mark)	2020/30872	11-Nov-20			Pending	16
South Africa	JOLLIBEE	(word mark)	2020/30873	11-Nov-20			Pending	21
South Africa	JOLLIBEE	(word mark)	2020/30874	11-Nov-20			Pending	25
South Africa	JOLLIBEE	(word mark)	2020/30875	11-Nov-20			Pending	28
South Africa	JOLLIBEE	(word mark)	2020/30876	11-Nov-20			Pending	29
South Africa	JOLLIBEE	(word mark)	2020/30877	11-Nov-20			Pending	30
South Africa	JOLLIBEE	(word mark)	2020/30878	11-Nov-20			Pending	32
South Africa	JOLLIBEE	(word mark)	2020/30879	11-Nov-20			Pending	35
South Africa	JOLLIBEE	(word mark)	2020/30880	11-Nov-20			Pending	39
South Africa	JOLLIBEE	(word mark)	2020/30881	11-Nov-20			Pending	43

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South Africa	JOLLIBEE MASCOT DESIGN		2020/30930	22-Nov-20			Pending	16
South Africa	JOLLIBEE MASCOT DESIGN		2020/30931	11-Nov-20			Pending	21
South Africa	JOLLIBEE MASCOT DESIGN		2020/30932	11-Nov-20			Pending	25
South Africa	JOLLIBEE MASCOT DESIGN		2020/30933	11-Nov-20			Pending	28
South Africa	JOLLIBEE MASCOT DESIGN		2020/30934	11-Nov-20			Pending	29
South Africa	JOLLIBEE MASCOT DESIGN		2020/30935	11-Nov-20			Pending	30
South Africa	JOLLIBEE MASCOT DESIGN		2020/30936	11-Nov-20			Pending	32
South Africa	JOLLIBEE MASCOT DESIGN		2020/30937	11-Nov-20			Pending	35
South Africa	JOLLIBEE MASCOT DESIGN		2020/30938	11-Nov-20			Pending	39
South Africa	JOLLIBEE MASCOT DESIGN		2020/30939	11-Nov-20			Pending	43
South Africa	JOLLY SPAGHETTI	(word mark)	2020/30915	11-Nov-20			Pending	30
South Africa	JUICYLICIOUS	(word mark)	2020/30890	11-Nov-20			Pending	29
South Africa	JUICYLICIOUS	(word mark)	2020/30891	11-Nov-20			Pending	43
South Africa	SPICYLICIOUS	(word mark)	2020/30908	11-Nov-20			Pending	29
South Africa	SPICYLICIOUS	(word mark)	2020/30909	11-Nov-20			Pending	43
South Africa	YUMBURGER	(word mark)	2020/30919	11-Nov-20			Pending	29
South Africa	BEE HEAD DEVICE		2021/12857	4-May-21			Pending	9
South Africa	JOLLIBEE		2021/12820	4-May-21			Pending	9
Spain	BEE HEAD DEVICE		3012444	5-Jan-12	3012444	1-Jun-12	Renewed	29, 43
Spain	CHAMP	(word mark)	M3066988	11-	3066988	12-Jun-	Registered	29

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				Mar-13		13	ed	
Spain	CHICKENJOY		M3012445	5-Jan-12	3012445	21-May-12	Renewe d	29, 43
Spain	EVERYDAY DELICIOUS	(word mark)	M3066991	11-Mar-13	3066991	12-Jun-13	Register ed	35
Spain	HOME OF THE FAMOUS CHICKENJOY	(word mark)	3684349	27-Sep-17	3684349	27-Sep-17	Register ed	29, 43
Spain	JOLLIBEE MASCOT DESIGN		M3066986	11-Mar-13	3066986	12-Jun-13	Register ed	29, 43
Spain	JOLLIBEE	JOLLIBEE	M3012443	5-Jan-12	3012443	21-May-12	Renewe d	29, 43
Spain	BEE HEAD DEVICE		4031764	19-Aug-19	4031764	24-Feb-20	Register ed	16, 21, 25, 28, 35
Spain	JOLLIBEE	(word mark)	4031756	16-Aug-19	4031756	24-Feb-20	Register ed	16, 21, 25, 28, 35
Spain	JOLLIBEE	JOLLIBEE	1587822	16-Dec-20	1587822	15-Nov-21	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Spain	BEE HEAD DESIGN		1589298	16-Dec-20	1589298	05-Oct-21	Register ed	16, 21, 25, 28, 29, 30, 32, 35, 39 & 43
Spain	CRISPYLICIOUS	CRISPYLICIOUS	1584465	16-Dec-20	1584465	19-Aug-21	Register ed	29 & 43
Spain	JUICYLICIOUS	JUICYLICIOUS	1585327	16-Dec-20	1585327	25-Jan-22	Register ed	29 & 43
Spain	SPICYLICIOUS	SPICYLICIOUS	1585329	16-Dec-20	1585329	25-Jan-22	Register ed	29 & 43
Spain	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20	1580426	01-Jul-21	Register ed	30
Spain	YUMBURGER	YUMBURGER	1586529	16-Dec-20	1586529	19-Aug-21	Register ed	29 & 30
Spain	JOLLIBEE	JOLLIBEE	1602968	06-May-21			Pending	9

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Spain	BEE HEAD DESIGN		1602795	06-May-21	1602795	10-Nov-21	Register ed	9
Taiwan	JOLLY SPAGHETTI	(word mark)			01851117	30-Jun-17	Register ed	30
Taiwan	JOLLY HOTDOG	(word mark)			01850970	15-May-17	Register ed	29
Taiwan	YUM (IN STYLIZED FORM)				1874837	15-Oct-17	Register ed	29
Taiwan	JOLLIBEE	(word mark)			01841173	16-May-17	Register ed	29
Taiwan	JOLLIBEE	(word mark)			01855925	16-May-17	Register ed	43
Taiwan	BEE HEAD DEVICE				01841174	16-May-17	Register ed	29
Taiwan	BEE HEAD DEVICE				01842299	16-May-17	Register ed	43
Taiwan	JOLLIBEE MASCOT DESIGN				01841175	16-May-17	Register ed	29
Taiwan	JOLLIBEE MASCOT DESIGN				01842300	15-May-17	Register ed	43
Taiwan	CHAMP	(word mark)			01841176	16-May-17	Register ed	29
Taiwan	CHICKENJOY				01841177	16-May-17	Register ed	29
Taiwan	CHICKENJOY				01842301	16-May-17	Register ed	43
Taiwan	YUMBURGER	(word mark)			01920710	16-Jun-18	Register ed	30
Taiwan	YUMBURGER	(word mark)			01937077	01-Sept-18	Register ed	43

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Taiwan	HOME OF THE FAMOUS CHICKENJOY	(word mark)			01909577	16-Apr-18	Register ed	29
Taiwan	HOME OF THE FAMOUS CHICKENJOY	(word mark)			01910767	16-Apr-18	Register ed	43
Taiwan	JOLLIBEE IN CHINESE CHARACTERS		107059823	13-Sep-18	107059823	16-Mar-2019	Register ed	29
Taiwan	JOLLIBEE IN CHINESE CHARACTERS		107059824	13-Sep-18	107059824	1-Apr-2019	Register ed	43
Taiwan	JOLLIBEE IN CHINESE CHARACTERS	快乐蜂	107059825	13-Sep-18	107059825	16-Mar-2019	Register ed	29
Taiwan	JOLLIBEE IN CHINESE CHARACTERS	快乐蜂	107059826	13-Sep-18	107059826	1-Apr-2019	Register ed	43
Taiwan	JOLLIBEE		108060460	12-Sep-19	108060460	16-Sept-20	Register ed	16, 21, 25, 28, 35
Taiwan	JOLLIBEE BEE HEAD DEVICE		108060462	12-Sep-19	108060462	1-Jul-20	Register ed	16, 21, 25, 28, 36
Taiwan	JOLLIBEE BEE HEAD DEVICE		108064308	1-Oct-19	108064308	1-May-20	Register ed	39
Taiwan	JOLLIBEE		108064309	1-Oct-19	108064309	1-May-20	Register ed	39
Taiwan	BEE HEAD DEVICE		110031480	5-May-21			Pending	9,30,32
Taiwan	JOLLIBEE		110031479	5-May-21			Pending	9,30,32
Sri Lanka	JOLLIBEE		211717	29-Sep-16			Pending	29
Sri Lanka	JOLLIBEE		211719	29-Sep-16			Pending	43
Sri Lanka	BEE HEAD DEVICE		211713	29-Sep-16			Pending	29
Sri Lanka	BEE HEAD DEVICE		211714	29-Sep-16			Pending	43

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Sri Lanka	JOLLIBEE MASCOT DESIGN		211716	29-Sep-16			Pending	29
Sri Lanka	JOLLIBEE MASCOT DESIGN		211718	29-Sep-16			Pending	43
Syria	JOLLIBEE MASCOT DESIGN				54981	23-Oct-95	Register ed	29, 30, 42
Syria	JOLLIBEE MASCOT DEVICE				54981	23-Oct-95	Register ed	29, 30, 42
Thailand	BEE HEAD DEVICE		970144	19-Jan-15	171108418	19-Jan-15	Register ed	43
Thailand	BEE HEAD DEVICE		970143	19-Jan-15	171101348	19-Jan-15	Register ed	29
Thailand	CHAMP	(word mark)	970148	19-Jan-15	KOR414568	19-Jan-15	Register ed	30
Thailand	CHICKENJOY	(word mark)	970150	19-Jan-15			Pending	43
Thailand	HOME OF THE FAMOUS CHICKENJOY	(word mark)	170135814	9-Oct-17			Pending	29
Thailand	HOME OF THE FAMOUS CHICKENJOY	(word mark)	170135815	9-Oct-17			Pending	43
Thailand	JOLLIBEE & THREE BEE DEVICE (JOLLIBEE MASCOT)		284093	19-Apr-95	BOR4134	19-Apr-95	Register ed	43
Thailand	JOLLIBEE	JOLLIBEE	969050	8-Jan-15	171108692	8-Jan-15	Register ed	25
Thailand	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		284091	19-Apr-95	KOR41802	19-Apr-95	Register ed	29
Thailand	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		284092	19-Apr-95	BOR4135	19-Apr-95	Register ed	43
Thailand	JOLLIBEE MASCOT DESIGN		969052	8-Jan-15	171107470	8-Jan-15	Register ed	25
Thailand	JOLLIBEE MASCOT DESIGN		970145	19-Jan-15	171102032	19-Jan-15	Register ed	29
Thailand	JOLLIBEE MASCOT DESIGN		970146	19-Jan-15	171108423	19-Jan-15	Register ed	43
Thailand	JOLLIBEE	JOLLIBEE	970142	19-Jan-15	161109652	19-Jan-15	Register ed	43

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Thailand	JOLLIBEE		970141	19-Jan-15	171101347	19-Jan-15	Register ed	29
Thailand	YUM		970147	19-Jan-15	KOR415934	19-Jan-15	Register ed	30
Thailand	BEE HEAD DEVICE		969051	8-Jan-15	171107466	8-Jan-15	Register ed	25
Thailand	BEE HEAD DEVICE		190137807	2-Oct-19			Pending	16, 21, 25, 28, 35
Thailand	JOLLIBEE	(word mark)	190137806	2-Oct-19	211119965	2-Oct-19	Register ed	16, 21, 25, 28, 35
Turkey	BEE HEAD DEVICE		2014/82416	13-Oct-14	2014/82416	13-Oct-14	Register ed	29, 43
Turkey	JOLLIBEE		2014/82414	13-Oct-14	2014/82414	13-Oct-14	Register ed	29
United Arab Emirates	BEE HEAD DEVICE		173869	20-May-12	173869	13-Jan-14	Register ed	29
United Arab Emirates	BEE HEAD DEVICE		173870	20-May-12	173870	13-Jan-14	Register ed	43
United Arab Emirates	CHAMP	(word mark)	189044	26-Mar-13	189044	9-Sep-14	Register ed	29
United Arab Emirates	CHICKENJOY		173871	20-May-12	173871	13-Jan-14	Register ed	29
United Arab Emirates	CHICKENJOY		173872	20-May-12	173872	13-Jan-14	Register ed	43
United Arab Emirates	EVERYDAY DELICIOUS	(word mark)	189045	26-Mar-13	189045	3-Sep-14	Register ed	35
United Arab Emirates	HOME OF THE FAMOUS CHICKENJOY	(word mark)	280804	10-Oct-17			Pending	43
United Arab Emirates	HOME OF THE FAMOUS CHICKENJOY	(word mark)	280803	10-Oct-17			Pending	29
United Arab Emirates	JOLLIBEE		173867	20-May-12	173867	13-Jan-14	Register ed	29
United Arab Emirates	JOLLIBEE		173868	20-May-12	173868	13-Jan-14	Register ed	43
United Arab Emirates	JOLLIBEE (IN ARABIC SCRIPT)		4686783	5-Jun-16			Pending	43
United Arab Emirates	JOLLIBEE CHARACTER & DEVICE		126847	10-Mar-09	126847	23-Aug-12	Register ed	43
United Arab Emirates	JOLLIBEE CHARACTER & DEVICE		126844	10-Mar-09	126844	23-Aug-12	Register ed	29
United Arab Emirates	JOLLIBEE CHARACTER & DEVICE		126845	10-Mar-09	126845	23-Aug-12	Register ed	30

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United Arab Emirates	JOLLIBEE CHARACTER & DEVICE		126846	10-Mar-09	126846	23-Aug-12	Register ed	32
United Arab Emirates	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		16343	27-May-96	15560	27-May-98	Register ed	42
United Arab Emirates	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE		16344	27-May-96	15559	27-May-98	Register ed	29
United Arab Emirates	JOLLIBEE LOGO & DEVICE		126840	10-Mar-09	126840	23-Aug-12	Register ed	29
United Arab Emirates	JOLLIBEE LOGO & DEVICE		126842	10-Mar-09	126842	23-Aug-12	Register ed	32
United Arab Emirates	JOLLIBEE LOGO & DEVICE		126841	10-Mar-09	126841	23-Aug-12	Register ed	30
United Arab Emirates	JOLLIBEE LOGO & DEVICE		126843	10-Mar-09	126843	23-Aug-12	Register ed	43
United Arab Emirates	JOLLIBEE MASCOT DESIGN		189041	26-Mar-13	189041	2-Sep-14	Register ed	29
United Arab Emirates	JOLLIBEE MASCOT DESIGN		189042	26-Mar-13	189042	2-Sep-14	Register ed	43
United Arab Emirates	JOLLIBEE MASCOT DEVICE		16345	27-May-96	14694	25-Apr-98	Register ed	42
United Arab Emirates	YUM	YUM	189043	26-Mar-13	189043	2-Sep-14	Register ed	29
United Arab Emirates	BEE HEAD DEVICE		317972	30-Sep-19	317972	26-Jan-20	Register ed	16
United Arab Emirates	BEE HEAD DEVICE		317973	30-Sep-19	317973	26-Jan-20	Register ed	21
United Arab Emirates	BEE HEAD DEVICE		317974	30-Sep-19	317974	26-Jan-20	Register ed	25
United Arab Emirates	BEE HEAD DEVICE		317975	30-Sep-19	317975	26-Jan-20	Register ed	28
United Arab Emirates	BEE HEAD DEVICE		317976	30-Sep-19	317976	26-Jan-20	Register ed	35
United	JOLLIBEE	(word mark)	317967	30-Sep-	317967	26-Jan-	Register	16

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Arab Emirates				19		20	ed	
United Arab Emirates	JOLLIBEE	(word mark)	317968	30-Sep-19	317968	26-Jan-20	Register ed	21
United Arab Emirates	JOLLIBEE	(word mark)	317969	30-Sep-19	317969	26-Jan-20	Register ed	25
United Arab Emirates	JOLLIBEE	(word mark)	317970	30-Sep-19	317970	26-Jan-20	Register ed	28
United Arab Emirates	JOLLIBEE	(word mark)	317971	30-Sep-19	317971	26-Jan-20	Register ed	35
United Arab Emirates	BEE HEAD DEVICE		339687	19-Nov-20	339687	29-Mar-21	Register ed	30
United Arab Emirates	BEE HEAD DEVICE		339688	19-Nov-20	339688	29-Mar-21	Register ed	32
United Arab Emirates	BEE HEAD DEVICE		339689	19-Nov-20	339689	29-Mar-21	Register ed	39
United Arab Emirates	CRISPYLICIOUS	(word mark)	339673	19-Nov-20	339673	29-Mar-21	Register ed	29
United Arab Emirates	CRISPYLICIOUS	(word mark)	339674	19-Nov-20	339674	29-Mar-21	Register ed	43
United Arab Emirates	JOLLIBEE	(word mark)	339683	19-Nov-20	339683	29-Mar-21	Register ed	30
United Arab Emirates	JOLLIBEE	(word mark)	339684	19-Nov-20	339684	29-Mar-21	Register ed	32
United Arab Emirates	JOLLIBEE	(word mark)	339685	19-Nov-20	339685	29-Mar-21	Register ed	39
United Arab Emirates	JOLLIBEE GREAT BURGERS GREAT CHICKEN & DEVICE	(word mark)	16344	27-May-96	15559	27-May-98	Register ed	29
United Arab Emirates	JOLLIBEE LOGO & DEVICE		126840	10-Mar-09	126840	23-Aug-12	Register ed	29
United Arab Emirates	JOLLY SPAGHETTI	(word mark)	339678	19-Nov-20	339678	29-Mar-21	Register ed	30
United Arab Emirates	JUICYLICIOUS	(word mark)	339675	19-Nov-20	339675	29-Mar-21	Register ed	29
United Arab Emirates	JUICYLICIOUS	(word mark)	339676	19-Nov-20	339676	29-Mar-21	Register ed	43
United Arab Emirates	SPICYLICIOUS	(word mark)	339680	19-Nov-20	339680	29-Mar-21	Register ed	29
United Arab Emirates	SPICYLICIOUS	(word mark)	339677	19-Nov-20	339677	29-Mar-21	Register ed	43
United Arab Emirates	YUM	(word mark)	189043	26-Mar-13	189043	2-Sep-14	Register ed	29

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United Arab Emirates	YUMBURGER	(word mark)	339679	19-Nov-20	339679	29-Mar-21	Register ed	29
United Arab Emirates	BEE HEAD DEVICE		351259	18-May-21			Pending	9
United Arab Emirates	JOLLIBEE		351258	18-May-21			Pending	9
United Arab Emirates	JOLLIBEE (in Arabic script)	جوليبى	254761	5-Jun-16			Pending	43
United Kingdom	BEE HEAD DEVICE		3086509	17-Dec-14	3086509	20-Mar-15	Register ed	29, 43
United Kingdom	CHAMP	(word mark)	3086550	17-Dec-14	3086550	20-Mar-15	Register ed	30
United Kingdom	CHICKENJOY	CHICKENJOY	3086685	18-Dec-14	3086685	27-Mar-15	Register ed	29, 43
United Kingdom	EVERYDAY DELICIOUS	(word mark)	3086549	17-Dec-14	3086549	27-Mar-15	Register ed	35
United Kingdom	HOME OF THE FAMOUS CHICKENJOY	(word mark)	3138210	27-Nov-15	UK00003138210	26-Feb-16	Register ed	29, 43
United Kingdom	JOLLIBEE (STYLISTED) & DEVICE		2572105	14-Feb-11	2572105	13-May-2011	Renewe d	43
United Kingdom	JOLLIBEE MASCOT DESIGN		3086533	17-Dec-14	3086533	20-Mar-15	Register ed	29, 43
United Kingdom	JOLLIBEE	JOLLIBEE	3086498	17-Dec-14	3086498	20-Mar-15	Register ed	29, 43
United Kingdom	YUM	YUM	3086691	18-Dec-14	3086691	27-Mar-15	Register ed	30
United Kingdom	BEE HEAD DEVICE		3502498	19-Jun-20	3502498	9-Oct-20	Register ed	21, 29, 30, 32, 39, 43
United Kingdom	JOLLIBEE	(word mark)	3502496	19-Jun-20	3502496	9-Oct-20	Register ed	21, 29, 30, 32, 39, 43
United Kingdom	BEE HEAD DESIGN		1589298	17-May-21	1589298	11-Nov-21	Register ed	30, 32 & 39
United Kingdom	CRISPYLICIOUS	CRISPYLICIOUS	WO0000001584465	16-Dec-20	WO0000001584465	10-Aug-21	Register ed	29 & 43
United Kingdom	JUICYLICIOUS	JUICYLICIOUS	WO0000001585327	16-Dec-20	WO0000001585327	17-Aug-21	Register ed	29 & 43
United Kingdom	SPICYLICIOUS	SPICYLICIOUS	WO0000001585329	16-Dec-20	WO0000001585329	17-Aug-21	Register ed	29 & 43
United Kingdom	JOLLY SPAGHETTI	JOLLY SPAGHETTI	1580426	16-Dec-20	1580426	04-Nov-21	Register ed	30
United Kingdom	YUMBURGER	YUMBURGER	1586529	16-Dec-20	1586529	16-Dec-20	Register ed	29 & 30
United Kingdom	BEE HEAD DESIGN		1602795	06-May-21	1602795	02-Dec-21	Register ed	9
United Kingdom	JOLLIBEE	(word mark)	3357125	29-Nov-18	3357125	12-Mar-21	Register ed	9, 16, 25, 28, 35

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United Kingdom	Jollybee	Jollybee	UK00910610632	02 February 2012	UK00910610632	24 May 2012	Register ed	25
United States of America	AMAZING ALOHA	(word mark)	78/773483	14-Dec-05	3399726	18-Mar-08	Register ed	30
United States of America	BEE HAPPY	(word mark)	76/355920	7-Jan-02	2,830,503	6-Apr-04	Register ed	43
United States of America	BEE HEAD DEVICE		85/513900	11-Jan-12	4426087	29-Oct-13	Register ed	29, 43
United States of America	CHICKENJOY		85/524814	25-Jan-12	4874637	22-Dec-15	Register ed	43
United States of America	CHICKENJOY		78/773490	14-Dec-05	3949145	19-Apr-11	Register ed	29
United States of America	HOME OF THE FAMOUS CHICKENJOY	(word mark)	86836564	2-Dec-15	5697656	12-Mar-19	Register ed	29, 43
United States of America	JOLLIBEE		78/683906	2-Aug-05	3196017	9-Jan-07	Register ed	43
United States of America	JOLLIBEE & DEVICE		78/546427	12-Jan-05	3152057	3-Oct-06	Register ed	43
United States of America	JOLLIBEE BURGER STEAK	(word mark)	78/773477	14-Dec-05	3562559	13-Jan-09	Register ed	29
United States of America	JOLLIBEE MASCOT DESIGN		85/872818	11-Mar-13	5146897	21-Feb-17	Register ed	29, 43
United States of America	JOLLIBEE		85524886	25-Jan-12	4426109	29-Oct-13	Register ed	29
United States of America	JOLLY CRISPY FRIES	(word mark)	87030021	9-May-16	5891569	22-Oct-19	Register ed	29
United States of America	JOLLY HOTDOG	(word mark)	87028187	6-May-16	5239427	11-Jul-17	Register ed	29, 30
United States of America	JOLLY KRUNCHY TWIRL	(word mark)	87028194	6-May-16	5253889	1-Aug-17	Register ed	29, 30
United States of America	JOLLY SPAGHETTI	(word mark)	78/773476	14-Dec-05	3374063	22-Jan-08	Register ed	30
United States of America	PALABOK FIESTA	(word mark)	78/773470	14-Dec-05	3393101	4-Mar-08	Register ed	29
United States of America	YUM		78-773,415	14-Dec-05	3,363,459	1-Jan-08	Register ed	30
United States of America	YUMBURGER	(word mark)	78/773383	14-Dec-05	3349864	4-Dec-07	Register ed	30
United States of America	BEE HEAD DEVICE		88632538	26-Sep-19			Pending	16, 21, 25, 28, 35
United States of America	JOLLIBEE	(word mark)	88632527	26-Sep-19			Pending	16, 21, 25, 28, 35
United States of	JOY SERVED DAILY	(word mark)	90406641	23-Dec-20			Pending	43

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
America								
United States of America	JOLLIBEE CHICKENWIC H		90866840	5-Aug-21			Pending	30
United States of America	JOLLIBEE	JOLLIBEE	1587822	17-May-21			Pending	30, 32 & 39
United States of America	BEE HEAD DESIGN		1589298	17-May-21			Pending	30, 32 & 39
United States of America	CRISPYLICIOUS	CRISPYLICIOUS	1584465 / U.S. no. 79308026	16-Dec-20	6,571,541	30-Nov-21	Register ed	29 & 43
United States of America	JUICYLICIOUS	JUICYLICIOUS	1585327 / U.S. No. 79308380	16-Dec-20			Pending	29 & 43
United States of America	SPICYLICIOUS	SPICYLICIOUS	1585329 / U.S. No. 79308381	16-Dec-20			Pending	29 & 43
United States of America	JOLLIBEE	JOLLIBEE	1602968 / U.S. No. 79315918	06-May-21			Pending	9
United States of America	BEE HEAD DESIGN		1602795 / U.S. No. 79315843	06-May-21			Pending	9
United States of America	JOLLIBEE	JOLLIBEE	1587822	17-May-21			Pending	30, 32 & 39
United States of America	BEE HEAD DESIGN		1589298	17-May-21			Pending	30, 32 & 39
Vietnam	YUM	YUM	4-2013-04471	12-Mar-13			Pending	29
Vietnam	JOLLIBEE EVERYDAY DELICIOUS	(word mark)	4-2014-15419	07-Jul-14	254335	12-Nov-15	Register ed	29, 30
Vietnam	BEE DEVICE		4-2013-04474	12-Mar-13	225456	3-Jun-14	Register ed	29, 43
Vietnam	BEE HEAD DEVICE		4-2012-08039	24-Apr-12	210299	13-Aug-13	Register ed	29, 43
Vietnam	CHAMP	(word mark)	4-2013-04470	12-Mar-13	225455	3-Jun-14	Register ed	30
Vietnam	CHICKENJOY		4-2012-08038	24-Apr-12	210298	13-Aug-13	Register ed	29, 43
Vietnam	HOME OF THE FAMOUS CHICKENJOY	(word mark)	4-2017-31269	27-Sep-17	396138	18-Aug-21	Register ed	29, 43
Vietnam	JOLLIBEE		4-2005-02046	25-Feb-05	89304	20-Sep-07	Register ed	43
Vietnam	JOLLIBEE	JOLLIBEE	4-2012-08037	24-Apr-12	210739	21-Aug-13	Register ed	29, 43
Vietnam	JOLLIBEE MASCOT		4-2008-25172	25-Nov-08	153633	28-Oct-10	Register ed	29, 43

Country	Title of Trademark	Representati on of Trademark	Application Number	Applicat ion Date	Registration Number	Registrati on Date	Status	Class/es
Vietnam	JOLLIBEE MASCOT DEVICE		4-1995-22974	18-May-95	19997	10-Feb-96	Registered	29
Vietnam	JOLLIBEE STACKED LOGO		4-2008-25170	25-Nov-08	153631	28-Oct-10	Registered	29, 43
Vietnam	PEEKING BEE		4-2008-25171	25-Nov-08	153632	28-Oct-10	Registered	29, 43
Vietnam	(CHICKENJOY in Vietnamese)	GÀ GIÒN VUI VẺ	4-2018-30910	10-Sept-18	373534	17-Dec-20	Registered	29, 43
Vietnam	BEE HEAD DEVICE		4-2019-31693	19-Aug-19	397193	07-Sept-21	Registered	16, 21, 25, 28, 35
Vietnam	JOLLIBEE	(word mark)	4-2019-31692	19-Aug-19			Pending	16, 21, 25, 28, 35
Vietnam	CON ONG VUI VẺ	(word mark)	4201918796	28-May-19	393663	22-July-21	Registered	29, 43
Vietnam	JOLLY BEE	(word mark)	4201918797	28-May-19			Pending	29, 43
Vietnam	BEE HEAD DEVICE		4202014676	4-May-20			Pending	39
Vietnam	JOLLIBEE	(word mark)	4202014677	4-May-20			Pending	39

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Annex “C-5”

Discussion on Properties, **Legal Proceedings and** **Financial Information**

PROPERTIES

The Group's head office is located at the 10th floor, Jollibee Plaza Building, 10 F. Ortigas Jr. Avenue, Ortigas Center, Pasig City. Each floor occupied by the Group has different lease terms and the average lease term is seven years. It also leases additional office spaces in certain buildings, including the Jollibee Center.

As of December 31, 2021, the Group leased the land or the building for Group-owned stores, the term of which typically ranges between 3 to 20 years. The rates and terms of the lease vary for each Group-owned store. Franchisees may own the land on which a store is located or enter into independent leasing arrangements. The Group enters into independent leasing arrangements for brands where the Group is a franchisee. The Group intends to lease additional lots and/or buildings from third parties for the expansion of its network.

Under the Group's lease agreements for its stores, the Group is obligated to pay all costs and expenses with respect to the property leased by the Group from a third party including all taxes and assessments, repairs and maintenance as well as insurance. As of December 31, 2021, there were 1,078 properties leased for Group-owned stores.

All of the properties owned by the Company are free of liens and encumbrances.

In terms of store floor area, the largest company-owned Jollibee stores are the following:

STORE LOCATION	SITE OWNER	TYPE OF LEASE
Davao Maa DT	Julian Rodriguez, Jr.	Land
Tuguegarao Tanza Junction	Romeo Babaran	Land
Calamba	Grandworth Resources Corporation	Land
La Carlota	Celso Uy	Land
Carmona Highway	Grandworth Resources Corporation	Land
Puerto Princesa Junction	Palawan Jolly Foods Corporation	Land
Palo Leyte	V Lava and Company Incorporated	Land
Alang-Alang DT	Linda V. Ramos married to Rodolfo C. Ramos Alma V. Delgado married to Perter Igmedio Delgado Beatriz V. Saso married to Manuel Saso Leticia V. Abejuela married to Benjamin E. Abejuela Herminda V. Yu married to Alejo Yu Amelia V. Larraga Fernando S. de Veyra Eduardo S. de Veyra married to Virginia M. de Veyra Socorro V. Seneca married to Arnulfo Seneca	Land
Paciano / Mayapa	STF Realty and Development Corp.	Land
Morong Reloc	Gloria T. Melendres	Land
Atimonan	Paul Barley P. Chito/ Kein Harvey P. Chito	Land
Tanay Highway	Geronimo M. Custodio / Darwin B. Garcia	Land
Bayombong	Joseph Gregan G. Cutaran, Randolph Aquino G. Cutaran, Rosauro Armstrong G. Cutaran, Darhleen Gemmalie G. Cutaran-Monteclaro (L1); Wilma V. Niscal (L2)	Land
North Harbour	Chong 119 Philippines Corporation	Land
Binalonan	Lolita Co; Quirino Tan Co; John Tan Co; Tolentino Co	Land
Ipil	Irvin Pino Laureta	Land
Davao Talomo Highway DT	Emelito Yparraguirre	Land
Canlubang	Sugar Junction Inc./Leandro Y. Locsin, Jr.	Land
Dolores Junction	Jolly Palate Foods Corp	Land
Bauang	SPS Eufranio C Eriguel and Sandra Y. Eriguel	Land

3. LEGAL PROCEEDINGS

For purposes of this discussion, a legal proceeding is deemed “material” if the claim for damages involved, exclusive of interest and costs, exceeds 10% of the Company’s current assets. As of December 31, 2021, there are no material pending legal proceedings to which the Company is a party. The Company has not been the subject of any bankruptcy petition, insolvency, receivership, or similar proceedings.

4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

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

5. MARKET PRICE FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

(A) Market Price of and Dividends on Registrant's Common Equity, and Related Stockholder Matters

(1) Market Information

The Company's Common and Preferred Shares are traded at the Philippine Stock Exchange.

The table below set forth the market prices of the Common Shares and Preferred Shares in 2020 and 2021.

Common Shares

	2022		2021		2020	
	High	Low	High	Low	High	Low
1 st Quarter	252.00	205.00	199.50	172.90	217.00	91.10
2 nd Quarter	-	-	216.00	167.20	150.00	102.00
3 rd Quarter	-	-	216.80	182.00	147.50	126.20
4 th Quarter	-	-	259.80	198.40	210.60	137.70

Source: The Philippine Stock Exchange

The price information of common shares as of the close of latest practicable trading date May 23, 2022 of Company's common shares is Php210.00.

Preferred Shares (Series A)

	2022		2021		2020	
	High	Low	High	Low	High	Low
1 st Quarter	1,010.00	985.00	-	-	-	-
2 nd Quarter	-	-	-	-	-	-
3 rd Quarter	-	-	-	-	-	-
4 th Quarter	-	-	1,090.00	998.00	-	-

Source: The Philippine Stock Exchange

Preferred Shares (Series B)

	2022		2021		2020	
	High	Low	High	Low	High	Low
1 st Quarter	1,015.00	1,000.00	-	-	-	-
2 nd Quarter	-	-	-	-	-	-
3 rd Quarter	-	-	-	-	-	-
4 th Quarter	-	-	1,048.00	1,000.00	-	-

Source: The Philippine Stock Exchange

The price information of preferred shares Series A and Series B as of the close of the latest practicable trading date, May 23, 2022, are Php985.00 and Php965.00, respectively.

(2) Holders

Common Shares

There are 2,974 registered holders of common shares as of March 31, 2022.

The following table sets forth the Top 20 shareholders of the Company's Common Shares as of March 31, 2022.

	Stockholder Name	No. of Direct and Indirect Shares*	% of Ownership
1	Hyper Dynamic Corporation	484,866,539	43.67%
2	PCD Nominee Corporation (Non-Filipino)	263,455,087	23.73%
3	PCD Nominee Corporation (Filipino)	183,774,951	16.55%
4	Honeysea Corporation	50,908,863	4.58%
5	Honeyworth Corporation	19,415,886	1.75%
6	Winall Holding Corporation	14,615,517	1.32%
7	Gemma Tanbuntiong	11,091,668	1.00%
8	Tony Tan Caktiong	9,761,231	0.88%
9	William Tan Untiong	8,696,389	0.78%
10	Ernesto Tanmantiong	8,642,160	0.78%
11	Venice Corporation	8,429,645	0.76%
12	A-Star Holding Corporation	7,198,088	0.65%
13	Azucena T. King	6,491,199	0.58%
14	Centregold Corporation	6,254,927	0.56%
15	Kingsworth Corporation	5,808,198	0.52%
16	Anastacia S. Masancay	1,293,200	0.12%
17	Ysmael V. Baysa	1,091,667	0.10%
18	Paul Rosenberg	1,084,010	0.10%
19	Jose Ma. A. Minana Jr.	637,454	0.06%
20	Dennis M. Flores	518,000	0.05%

*The "Indirect Shares" refer to scripless shares held through PCD Nominee Corporation.

**Some JFC directors have indirect shares through the following holding companies:

Honeysea Corporation (Mr. Tony Tan Caktiong)
Kingsworth Corporation (Mr. Ernesto Tanmantiong)
Centregold Corporation (Mr. William Tan Untiong)
Honeyworth Corporation (Mr. Antonio Chua Poe Eng)
Venice Corporation (Mr. Ang Cho Sit)

Preferred Shares (Series A)

There are 3 registered holders of preferred shares Series A as of March 31, 2022.

	Stockholder Name	No. Shares	% of Ownership
1	PCD Nominee Corporation (Filipino)	2,967,970	98.93%
2	PCD Nominee Corporation (Non-Filipino)	30,030	1.00%
3	G.D. Tan & Co., Inc.	2,000	0.07%

Preferred Shares (Series B)

There are 4 registered holders of preferred shares Series B as of March 31, 2022.

	Stockholder Name	No. Shares	% of Ownership
1	PCD Nominee Corporation (Filipino)	8,893,700	98.82%
2	PCD Nominee Corporation (Non-Filipino)	58,705	0.65%
3	Knights of Columbus Fraternal Association of the Philippines Inc.	47,095	0.52%
4	Angelo De Guzman Macabuhay	500	0.01%

(3) Dividends

Common Shares

The Company declares dividends on common shares on a semi-annual basis and upon approval by the Board of Directors. The JFC Group has a cash dividend policy of declaring one-third of the JFC Group's net income for the year as cash dividends. It uses best estimate of its net income as basis for declaring cash dividends.

The actual cash dividends per common share declared as a percentage of the Earnings Per Share is 31.5%, 12.4% and 38.6% in 2021, 2020 and 2019, respectively.

Below are the cash dividend declarations of the Company on Common Shares for the years 2021, 2020 and 2019:

Cash Dividend	Declaration Date	Ex-Date	Record Date	Payment Date
Php0.78	April 8, 2021	April 21, 2021	April 26, 2021	May 12, 2021
Php0.89	November 8, 2021	November 18, 2021	November 23, 2021	December 14, 2021
Php0.68	November 9, 2020	November 19, 2020	November 24, 2020	December 14, 2020
Php0.62	April 7, 2020	April 22, 2020	April 27, 2020	May 22, 2020
Php1.35	November 11, 2019	November 21, 2019	November 26, 2019	December 10, 2019
Php1.23	April 8, 2019	April 23, 2019	April 26, 2019	May 9, 2019

Preferred Shares

As and if cash dividends are declared by the Board of Directors on the Company's preferred shares, cash dividends shall be as follows:

Series A Preferred Shares dividends are at the fixed rate of 3.2821% per annum; and

Series B Preferred Shares dividends are at the fixed rate of 4.2405% per annum

Subject to the certain limitations, cash dividends on the Series A Preferred Shares and the Series B Preferred Shares will be payable quarterly in arrears on January 14, April 14, July 14, and October 14 of each year

Below are the cash dividend declarations of the Company on preferred shares for the year 2021:

	Cash Dividend	Declaration Date	Ex-Date	Record Date	Payment Date
Series A	Php8.20525	December 7, 2021	December 20, 2021	December 23, 2021	January 14, 2022
Series B	Php10.60125	December 7, 2021	December 20, 2021	December 23, 2021	January 14, 2022

(4) Recent Sales of Unregistered Securities

The notes offered or sold by JWPL, a subsidiary of the Company, have not been registered with the Philippine Securities and Exchange Commission under the Securities Regulation Code of the Philippines (the SRC) because the offer involved an entity outside of the Philippines and the shares were offered outside of the Philippines.

Issuance of Securities – Singapore (January 23, 2020)

The Senior Perpetual Securities amounting to USD600.0 million (P30,435.1 million) was issued by JWPL on January 23, 2020 and was listed in the Singapore Exchange Securities Trading Limited on January 24, 2020. The Securities offered an initial distribution rate of 3.9%, noncallable in five (5) years and payable semi-annually.

The proceeds from issuance of Securities were partially used to refinance the short-term debt from the acquisition of The Coffee Bean & Tea Leaf® (CBTL). The Securities are guaranteed by the Company. The Joint Global Coordinators for this deal were Citigroup and J.P. Morgan, while the Joint Lead Managers and Joint Bookrunners were Citigroup Global Markets Singapore Pte. Ltd., Credit Suisse (Singapore) Limited, J.P. Morgan (S.E.A.) Limited and Mizuho Securities (Singapore) Pte. Ltd.. In addition, the Joint Domestic Managers were BPI Capital Corporation, China Bank Capital Corporation and PNB Capital and Investment Corporation.

Issuance of Securities – Singapore (June 25, 2020)

JWPL issued a USD300.0 million (P14,994.0million) 5.5-year and USD300.0 million (P14,994.0million) 10-year Reg S dual tranche US dollar denominated guaranteed Notes with a coupon rate of 4.125% and 4.750%, respectively, and payable semi- annually. This was listed in the Singapore Exchange Securities Trading Limited on June 25, 2020.

The proceeds from the issuance was to be used for general corporate purposes, intended as a precautionary measure from the unforeseen eventualities that may be caused by the COVID-19 pandemic, as well as fund initiatives of the JFC Group. The Joint Global Coordinators, Joint Lead Managers and Joint Bookrunners were Citigroup Global Markets Singapore Pte. Ltd., Goldman Sachs (Singapore) Pte., J.P. Morgan (S.E.A.) Limited and Morgan Stanley Asia (Singapore) Pte. while the Joint Lead Managers and Joint Bookrunners were BPI Capital Corporation, Credit Suisse (Singapore) Limited and UBS AG Singapore Branch.

Issuance of Securities – Singapore (October 4, 2021)

On October 4, 2021, JWPL made an announcement in the Singapore Exchange Securities Trading Limited (“SGX-ST”) on the tender offer to the holders of the Senior Perpetual Securities to purchase for cash up to USD250.0 Million of JWPL’s USD600.0 Million outstanding Senior Perpetual Securities listed on the Official List of SGX-ST. The tender offer to buyback is funded partly from the proceeds of the Company’s initial tranche of up to 12,000,000 Preferred Shares under the above-described shelf registration. The Tender Offer commenced on October 4, 2021, and expired on 4:00 p.m. November 3, 2021, London time. Early Settlement was completed on October 21, 2021, with completion of final settlement on November 8, 2021.

Senior Management Stock Options and Incentive Plan

On January 10, 2017 and December 17, 2002, the SEC approved the exemption requested by the Company on the registration requirements of 31,500,000 and 101,500,000 options, respectively, underlying the Company’s common shares to be issued pursuant to the JFC Group’s Senior Management Stock Option and Incentive Plan (the Plan). The Plan covers selected key members of management of the JFC Group and designated affiliated entities.

The Plan is divided into two programs, namely, the Management Stock Option Program (MSOP) and the Executive Long-term Incentive Program (ELTIP). The MSOP provides a yearly stock option grant program based on company and individual performance while the ELTIP provides stock ownership as an incentive to reinforce entrepreneurial and long-term ownership behavior of executive participants.

MSOP. The MSOP is a yearly stock option grant program open to members of the senior management committee of the JFC Group and members of the management committee, key talents and designated consultants of some of the business units.

Each MSOP cycle refers to the period commencing on the MSOP grant date and ending on the last day of the MSOP exercise period. Vesting is conditional on the employment or engagement of the participants in the JFC Group within the vesting period. The options will vest at the rate of one-third of the total options granted on each anniversary of the MSOP grant date until the third anniversary.

The exercise price of the stock options is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of grant for the 1st up to the 7th MSOP cycle. Starting with the 8th MSOP cycle, the exercise price of the option is determined by the JFC Group with reference to the market closing price at date of grant.

The options will vest at the rate of one-third of the total options granted from the start of the grant date on each anniversary date which will start after a year from the grant date. For instance, under the 1st MSOP cycle, the Compensation Committee of the Company granted 2,385,000 options to eligible participants on July 1, 2004. One-third of the options granted, or 795,000 options, vested and may be exercised starting July 1, 2005. The exercise period for the 1st MSOP cycle was until June 30, 2012. From July 1, 2005 to September 25, 2020, the Compensation Committee granted series of MSOP grants under the 2nd to 17th MSOP cycle to eligible participants. Under the most recent grant on August 5, 2021, the 18th MSOP cycle, the Compensation Committee granted 4,219,250 options. These options vest similar to the 1st MSOP cycle.

The options under MSOP expire eight years after grant date. The 1st, 2nd, 3rd, 4th, 5th, 6th, 7th, 8th, 9th and 10th MSOP cycles expired on 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020 and 2021, respectively.

The Company does not pay cash as a form of settlement.

The movements in the number of stock options outstanding under MSOP and related weighted average exercise prices (WAEP) in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning of year	56,922,204	₱118.03	52,715,144	₱116.43	50,492,844	₱111.92
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Total options granted at end of year	61,141,454	₱122.96	56,922,204	₱118.03	52,715,144	₱116.43
Outstanding at beginning of year	19,415,930	₱191.22	17,905,148	₱200.38	17,613,253	₱193.07
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Options exercised during the year	(2,031,961)	154.66	(1,223,364)	112.70	(1,696,402)	139.16
Options forfeited during the year	(618,234)	188.72	(1,472,914)	215.80	(234,003)	270.75
Outstanding at end of year	20,984,985	₱194.51	19,415,930	₱191.22	17,905,148	₱200.38
Exercisable at end of year	13,220,262	₱206.69	12,624,653	₱201.00	12,077,981	₱188.14

The weighted average share price of the Company's common shares is ₱200.38, ₱147.16 and ₱264.79 in 2021, 2020 and 2019, respectively. The weighted average remaining contractual life for the stock options outstanding is 4.73 years, 4.70 years and 4.62 years as at December 31, 2021, 2020 and 2019, respectively.

The weighted average fair value of stock options granted in 2021, 2020 and 2019 is ₱48.71, ₱33.84 and ₱48.07, respectively. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because the option plan allows exercise before the expiry date.

The inputs in the valuation of the options granted on the dates of grant for each MSOP cycle

are shown below:

MSOP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5-7 years	₱24.00	₱20.00
2nd	2005	1.72%	36.91%	6.20%	5-7 years	29.00	27.50
3rd	2006	1.72%	36.91%	6.20%	5-7 years	35.00	32.32
4th	2007	1.70%	28.06%	6.41%	3-4 years	52.50	50.77
5th	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
6th	2009	2.00%	30.37%	5.28%	3-4 years	48.00	45.45
7th	2010	2.00%	29.72%	5.25%	3-4 years	70.00	57.77
8th	2011	2.00%	34.53%	4.18%	3-4 years	89.90	89.90
9th	2012	2.00%	28.72%	3.50%	3-4 years	107.90	107.90
10th	2013	2.00%	29.38%	2.68%	3-4 years	145.00	145.00
11th	2014	2.00%	24.87%	2.64%	3-4 years	179.80	179.80
12th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00
13th	2016	2.00%	17.76%	2.63%	3-4 years	236.00	236.00
14th	2017	2.00%	16.70%	3.92%	3-4 years	206.20	206.20
15th	2018	2.00%	28.98%	4.95%	3-4 years	245.00	245.00
16th	2019	2.00%	27.65%	4.18%	3-4 years	219.00	219.00
17th	2020	2.00%	35.17%	2.40%	3-4 years	138.00	138.00
18th	2021	1.70%	36.19%	2.29%	3-4 years	189.60	189.60

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

ELTIP. The ELTIP entitlement is given to members of senior management and designated consultants of the JFC Group.

Each ELTIP cycle refers to the period commencing on the ELTIP entitlement date and ending on the last day of the ELTIP exercise period. Actual grant and vesting are conditional upon achievement of the JFC Group's medium to long-term goals and individual targets in a given period, and the employment or engagement of the participants in the JFC Group within the vesting period. If the goals are achieved the options will be granted. For the 3rd ELTIP cycle, a percentage of the options to be granted are based on the percentage of growth in annual earnings per share such that 100%, 50% or 25% of the options granted when percentage of growth in annual earnings per share are 12% and above, 10% to less than 12% or 8% to less than 10%, respectively. For the 4th ELTIP cycle, the percentage of the options to be granted and the targeted percentage of growth in annual earnings per share have been further revised such that 150%, 100% or 50% of the options granted when percentage of growth in annual earnings per share are 15% and above, 12% to less than 15% or 10% to less than 12%, respectively.

The exercise price of the stock options under ELTIP is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of entitlement for the first and second ELTIP cycles. Starting with the 3rd ELTIP cycle, the exercise price of the option is determined by the Company with reference to the closing market price as at the date of entitlement.

The options will vest at the rate of one-third of the total options granted on each anniversary date which will start after the goals are achieved. For instance, on July 1, 2004, the Compensation Committee gave an entitlement of 22,750,000 options under the 1st ELTIP cycle to eligible participants. One-third of the options granted, or 7,583,333 options, vested and were exercised starting July 1, 2007 until June 30, 2012. On July 1, 2008, October 19, 2012, August 25, 2015 and January 3, 2018, entitlement to 20,399,999, 24,350,000, 11,470,000 and 9,290,000 options were given to eligible participants under the 2nd, 3rd, 4th and 5th ELTIP cycles, respectively. The 1st, 2nd and 3rd ELTIP cycles expired on June 30, 2012, April 30, 2017 and April 30, 2020, respectively. The stock options granted under the

4th ELTIP cycle will expire in 2023. The 5th ELTIP cycle was not granted to ELTIP participants as the JFC Group did not achieve the minimum hurdle rate of 10% of annual growth of the EPS due to the impact of the COVID-19 pandemic to JFC Group's business performance in 2020.

The JFC Group does not pay cash as a form of settlement.

The movements in the number of stock options outstanding for the 3rd to 4th ELTIP cycles and related WAEP in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning and end of year	78,969,999	₱74.58	78,969,999	₱74.58	78,969,999	₱74.58
Outstanding at beginning of year	4,073,368	₱180.00	15,368,368	₱123.22	18,630,000	₱120.55
Options exercised during the year	(53,334)	180.00	(10,885,000)	105.00	(3,238,299)	107.47
Options forfeited during the year	(340,000)	180.00	(410,000)	110.56	(23,333)	180.00
Outstanding at end of year	3,680,034	₱180.00	4,073,368	₱180.00	15,368,368	₱123.22
Exercisable at end of year	3,680,034	₱180.00	4,073,368	₱180.00	13,895,035	₱117.20

The weighted average remaining contractual life for the stock options outstanding is 1.33 years, 2.33 years and 1.06 years as at December 31, 2021, 2020 and 2019, respectively.

The fair value of stock options granted is ₱26.13 in 2015. There were no additional stock option grants under ELTIP in 2021, 2020 and 2019. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the maturity date.

The inputs to the model used for the options granted on the dates of grant for each ELTIP cycle are shown below:

ELTIP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1 st	2004	1.72%	36.91%	6.20%	5 years	₱24.00	₱20.00
2 nd	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
3 rd	2012	2.00%	28.74%	3.60%	3-4 years	105.00	105.00
4 th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The cost of the stock options expense charged to operations for both MSOP and ELTIP in the "General and administrative expenses" account amounted to ₱155.5 million, ₱188.3 million and ₱262.9 million in 2021, 2020 and 2019, respectively (see Notes 19, 22 and 27). Correspondingly, a credit was made to additional paid-in-capital (see Note 19).

External Audit Fees

The audit and audit-related fees cover professional services related to the performance of the audit or review of the Company's annual financial statements by the external auditor. The Audit Committee reviews and approves the audit and non-audit services rendered by the Company's external auditors to ensure that the Company does not engage the external auditors for certain non-audit services expressly prohibited by regulations of the Securities and Exchange

Commission to be performed by an external auditor for its audit clients. The proposal of external auditors for professional services was submitted to, and reviewed by, the Audit Committee which, in turn, is endorsed to the Board of Directors for approval.

For the 2021 audit, the aggregate fee for professional services rendered by the external auditors is approximately Php92 Million. For the 2020 audit, the aggregate fee for professional services rendered by the external auditors for the JFC Group was approximately Php133 Million.

Tax Fees: In 2021 and 2020, fees for professional services rendered by the external auditors for tax accounting, compliance, advise and other tax services amounted to PHP25.9 million and PHP18.7 million, respectively.

Other Fees: In 2021, the JFC Group incurred fess for the ***Issuance of Securities – Philippines*** on the preferred shares issuance totaling Php10.5 Million. In 2020, the other fees for the issuance of senior perpetual securities and senior debt securities amounted to approximately Php30 Million.

Annex “D”

Summary of Resolutions of the Board of Directors and Executive Committee since the Last Annual Stockholders’ Meeting

Date	Resolutions
2021	
June 25, 2021 <i>(Organizational Meeting of the Board of Directors)</i>	- Certification of Election of Directors - Election of Officers - Board Committees - Designation of Lead Independent Director - Other Matters: Retention of Assistant Corporate Secretary
July 7, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Approval of Minutes of Previous Meeting - Land Conveyance Project
July 23, 2021 <i>(Approvals by the Executive Committee)</i>	- JFC US Equity Infusion
July 29, 2021 <i>(Approvals by the Executive Committee)</i>	- West Malaysia Joint Venture
August 10, 2021 <i>(Regular Meeting of the Board of Directors)</i>	Approvals of: - Second Quarter Financial Results - Titan Dining LP Matters - Registration of Shares for Stock Option Plan - Highlands Coffee Funding Requirement - Signatories for Purchasing - Commissary Investment in Danao, Cebu
August 16, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Approval of Closing Requirements for Transaction with CentralHub Industrial Centers, Inc.
August 25, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Updating of Designated Signatories for Bank Accounts
September 1, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Approval of Global Purchasing Approval Limits
September 3, 2021 <i>(Approvals by the Executive Committee)</i>	- JBPX Foods, Inc. additional capital infusion
September 9, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Business Updates
September 30, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Approval of Authorized signatories for Guarantee of ZFC Loan
October 1, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Approval of Authorized approvers for final terms and conditions of tender offer
October 5, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Approval of JFC Guaranty of Honeybee Foods Corporation's (HFC) Lease for JB Grand Central
October 12, 2021 <i>(Approvals by the Executive Committee)</i>	- Updating of the Designation of Authorized Representatives for Deeds of Sale and Related Agreements for Sale of Vehicles

Date	Resolutions
October 18, 2021 <i>(Approvals by the Executive Committee)</i>	- Use of ‘Jollibee’ by Fresh N’ Famous Foods Inc.
October 20, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Resolution for Global Purchasing Signatories
November 3, 2021 <i>(Approvals by the Executive Committee)</i>	- Approval of Sale of Company properties
November 8, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Third Quarter Financial Report - Cash Dividend Declaration
November 8, 2021 <i>(Approvals by the Executive Committee)</i>	- Settlement with LF (Philippines), Inc.
December 1, 2021 <i>(Approvals by the Executive Committee)</i>	- Lease Guaranty for Honeybee Foods Corporation
December 7, 2021 <i>(Regular Meeting of the Board of Directors)</i>	- Cash Dividend Declaration - Appropriation of Retained Earnings
December 14, 2021 <i>(Approvals by the Executive Committee)</i>	- Equity infusion to Zenith Foods Corporation
December 27, 2021 <i>(Special Meeting of the Board of Directors)</i>	- Donation to Jollibee Group Foundation
2022	
January 17, 2022 <i>(Regular Meeting of the Board of Directors)</i>	- Current Financial Updates
January 21, 2022 <i>(Special Meeting of the Board of Directors)</i>	- Authorized signatories for HR-related litigation
February 9, 2022 <i>(Regular Meeting of the Board of Directors)</i>	- 2021 Fourth Quarter Financial Report
February 14, 2022 <i>(Approvals by the Executive Committee)</i>	- Signatories for sale of vehicles - Signatories for all Human Resources employee benefits for the Jollibee group of companies in the Philippines
March 9, 2022 <i>(Special Meeting of the Board of Directors)</i>	- Authorized signatories for Intercompany Sublease
March 14, 2022 <i>(Special Meeting of the Board of Directors)</i>	- Cash dividend declaration for preferred shares
March 22, 2022 <i>(Regular Meeting of the Board of Directors)</i>	- 2021 Audited Financial Statements and Annual Report and Signatories to Statement of Management Responsibility - Ratification of 26 January 2005 approval on the cancellation of the Subscriptions to the Unissued Shares as at 31 December 2004 - JFC Guarantee of Highlands Coffee and CBTL Singapore Loan

Date	Resolutions
April 19, 2022 <i>(Regular Meeting of the Board of Directors)</i>	Retirement of Mr. Ysmael V. Baysa as Chief Financial Officer and Compliance Officer and List of Corporate Officers of the Company for 2022 - Declaration of Cash Dividends - Record Date for Purposes of Annual Stockholders' Meeting (ASM) and Conducting the 2022 ASM via Remote Communication
April 13, 2022 <i>(Approvals by the Executive Committee)</i>	- Authorized representatives for Bureau of Internal Revenue (BIR) transactions - Updated signatories for National Key Accounts group (NKAG) - Assignment of Vehicles
May 11, 2022 <i>(Regular Meeting of the Board of Directors)</i>	- 2022 First Quarter Financial Results - JFC Guarantee of additional bank loan of CBTL US and banking facilities of CBTL SG

Annex “E”

Financial Statements

Annex “E-1”

Audited Consolidated Financial
Statements for the year ended
December 31, 2021

**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The management of **JOLLIBEE FOODS CORPORATION AND SUBSIDIARIES** (the JFC Group) is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended December 31, 2021, 2020 and 2019, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

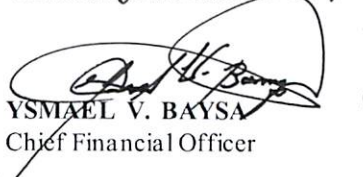
The Board of Directors reviews and approves the consolidated financial statements including the schedules attached therein, and submits the same to the stockholders.

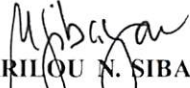
SyCip Gorres Velayo & Co., the independent auditor appointed by the stockholders for the years ended December 31, 2021, 2020 and 2019, has audited the consolidated financial statements of the JFC Group in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Signed under oath by the following:


TONY TAN CAKTIONG
Chairman of the Board


ERNESTO TANMANTIONG
President and Chief Executive Officer


YSMAEL V. BAYSA
Chief Financial Officer


MARILOU N. SIBAYAN
VP-Global Comptrollership and Tax

REPUBLIC OF THE PHILIPPINES)
CITY OF PASIG)S.S

Before me, a notary public in and for the city named above, personally appeared the following:

Name	Proof of Identification
Tony Tan Caktiong	Passport No. P3722018B, issued on November 4, 2019 and expiring on November 3, 2029
Ernesto Tanmantiong	Passport No. P8719063A, issued on September 12, 2018 and expiring on September 11, 2028
Ysmael V. Baysa	Passport No. P6503801B, issued on March 17, 2021 and expiring on March 16, 2031
Marilou N. Sibayan	SSS Number: 03-9964176-9

Who are personally known to me and to me known to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took on oath before me as to such instrument.

Witness my hand and seal this MAR 22 2022.

Doc. No. 179
Page No. 57
Book No. 3
Series of 2022


ANA ISABEL F. CASTELO
Notary Public-Pasig City
Notarial Commission No. 157 Expiring on December 2021
14/F Jollibee Plaza 10 F. Ortigas Jr. Avenue,
Ortigas Center Pasig City
PTR No. 6451026 1-16-20 / Pasig City
IDP No. 109197 1-10-20 / Pasig City
MCLE Compliance No. VI-0010381 / 3-5-19
Roll of Attorney's No. 70174

Lerma Valdezco

From: Clarisa Guerra
Sent: Friday, March 25, 2022 7:51 AM
To: Lerma Valdezco
Subject: FW: Your BIR AFS eSubmission uploads were received

From: eafs@bir.gov.ph <eafs@bir.gov.ph>
Sent: Friday, March 25, 2022 7:34 AM
To: Rodalyn Ferrer <roda.ferrer@jws.com.ph>
Cc: Clarisa Guerra <issa.hornilla@jws.com.ph>
Subject: Your BIR AFS eSubmission uploads were received

This is an EXTERNAL email, exercise caution.

Hi JOLLIBEE FOODS CORPORATION,

Valid file

- EAFS000388771AFSTY122021.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-6BD8GA9C096DB9JL5NR2XRZ2W0AAGDCBA5**
Submission Date/Time: **Mar 25, 2022 07:33 AM**
Company TIN: **000-388-771**

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- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

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AFS eSUBMISSION

File Upload



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Transaction Code:

AFS-0-6BD8GA9C096DB9JL5NR2XRZ2W0AAGDCBA5

Submission Date/Time:

Mar 25, 2022 07:33 AM

Lerma Valdezco

From: Clarisa Guerra
Sent: Monday, March 28, 2022 6:07 PM
To: Lerma Valdezco
Subject: Fwd: Your BIR AFS eSubmission uploads were received

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From: eafs@bir.gov.ph <eafs@bir.gov.ph>
Sent: Monday, March 28, 2022 5:40:01 PM
To: Rodalyn Ferrer <roda.ferrer@jws.com.ph>
Cc: Clarisa Guerra <issa.hornilla@jws.com.ph>
Subject: Your BIR AFS eSubmission uploads were received

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Hi JOLLIBEE FOODS CORPORATION,

Valid file

- EAFS000388771AFSTY122021.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-B9D7JLF90VTPV4TMMTR2SP24078DBAH5A**
Submission Date/Time: **Mar 28, 2022 05:40 PM**
Company TIN: **000-388-771**

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- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

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Submission Date/Time:

Mar 28, 2022 05:40 PM



SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex, Roxas Boulevard, Pasay City, 1307 Metro Manila Philippines

Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph



The following document has been received:

Receiving: Jojit Licudine

Receipt Date and Time: March 28, 2022 06:15:47 PM

Company Information

SEC Registration No.: 0000077487

Company Name: JOLLIBEE FOODS CORPORATION DOING BUSINESS UNDER THE NAME AND STYLE OF JOLLIBEE

Industry Classification: K74000

Company Type: Stock Corporation

Document Information

Document ID: OST1032820228270987

Document Type: Financial Statement

Document Code: FS

Period Covered: December 31, 2021

Submission Type: Consolidated

Remarks: None

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

						7	7	4	8	7

COMPANY NAME

J	O	L	L	I	B	E	E		F	O	O	D	S		C	O	R	P	O	R	A	T	I	O	N		D	O	I
N	G		B	U	S	I	N	E	S	S		U	N	D	E	R		T	H	E		N	A	M	E		A	N	D
	S	T	Y	L	E		O	F		J	O	L	L	I	B	E	E		A	N	D		S	U	B	S	I	D	I
A	R	I	E	S																									

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

1	0	/	F		J	o	l	l	i	b	e	e		P	l	a	z	a		B	u	i	l	d	i	n	g	,	
1	0		F	.		O	r	t	i	g	a	s		J	r	.		A	v	e	n	u	e	,		O	r	t	i
g	a	s		C	e	n	t	e	r	,		P	a	s	i	g		C	i	t	y								

Form Type

A	A	F	S

Department requiring the report

S	E	C	

Secondary License Type, If Applicable

N	/	A	

COMPANY INFORMATION

Company's Email Address

www.jollibee.com.ph

Company's Telephone Number

(02) 8634 – 1111

Mobile Number

+63928-5037915

No. of Stockholders

2,988

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

Mr. Ysmael V. Baysa

Email Address

yvb@jollibee.com.ph

Telephone Number/s

(02) 8688-7104

Mobile Number

—

CONTACT PERSON'S ADDRESS

10/F Jollibee Plaza Building, 10 F. Ortigas Jr. Avenue, Ortigas Center, 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 of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
and Subsidiaries
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue, Ortigas Center
Pasig City

Opinion

We have audited the consolidated financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Parent Company) and its subsidiaries (the JFC Group), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2021, and notes to the consolidated financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

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

Key Audit Matters

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



We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Recoverability of Goodwill and Trademark with Indefinite Life

Under Philippine Accounting Standard (PAS) 36, *Impairment of Assets*, the JFC Group is required to annually test the amount of goodwill and trademark with indefinite life for impairment. This annual impairment test was significant to our audit because the balance of goodwill and trademark with indefinite life amounting to ₱14,889.0 million and ₱35,048.0 million as at December 31, 2021, respectively, are material to the consolidated financial statements.

In addition, management's assessment process is complex and highly judgmental and is based on assumptions, specifically discount rate, which is applied to the cash flows, net sales forecasts, long-term revenue growth rate, and EBITDA which are affected by expected future market or economic conditions, particularly those in the Philippines, the People's Republic of China, Vietnam and the United States of America.

The JFC Group's disclosures about goodwill and trademarks with indefinite life are included in Note 14, which specifically explains that small changes in the key assumptions used could give rise to an impairment of the goodwill balance in the future.

Audit Response

We involved our internal specialist in evaluating the methodologies and the assumptions used in determining the recoverable amounts of the cash-generating units (CGUs) for goodwill and the trademarks with indefinite life. These assumptions include the discount rate, net sales forecasts, long-term revenue growth rate and EBITDA. We compared the key assumptions used, such as forecasted long-term revenue growth rate, forecasted net sales and EBITDA against the historical data of the CGUs and inquired from management and operations personnel about the plans to support the forecast.

Furthermore, we tested the parameters used in the determination of discount rate against market data. We also reviewed the JFC Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive, specifically those that have the most significant effect on the determination of the recoverable amount of goodwill and trademarks with indefinite life.



Recognition of Deferred Income Tax Assets

The Parent Company and certain subsidiaries (foreign and local) have recognized deferred tax assets amounting to ₱17,086.6 million as at December 31, 2021. Of that amount, around 26% relates to net operating loss carryover and excess minimum corporate income tax over regular corporate income tax. Management evaluated the recognition of these deferred tax assets based on the forecasted taxable income taking into account the period in which the deductible temporary differences can be claimed in the Philippines, the People's Republic of China and the United States of America. The recognition of deferred tax assets is significant to our audit because the assessment process is complex and judgmental, and is based on assumptions that are affected by expected future market or economic conditions and the expected future performance as well as management's plans and strategies of the relevant taxable entities.

The disclosures in relation to deferred income taxes are included in Note 24 to the consolidated financial statements.

Audit Response

We updated our understanding of the Parent Company and its subsidiaries' deferred income tax calculation process and, together with our internal specialist, the applicable tax rules and regulations. We evaluated management's assessment on the availability of future taxable income with reference to financial forecasts and tax strategies. We evaluated management's forecast by comparing the forecasts of future taxable income against approved budgets, historical performance of the relevant entities like past revenue growth rates and with relevant external market information such as inflation, taking into consideration the impact associated with coronavirus pandemic. We also assessed the timing of the reversal of future taxable and deductible temporary differences.

Other Information

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

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

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



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

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

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

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

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

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

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

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



- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the JFC Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Mariecris N. Barbaso.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Thousand Pesos)

	December 31	
	2021	2020
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 6, 31 and 32)	₱24,692,675	₱21,361,486
Short-term investments (Notes 6, 31 and 32)	79,700	441,000
Financial assets at fair value through profit or loss (Notes 10, 31 and 32)	14,412,902	35,658,565
Receivables and contract assets (Notes 7, 31 and 32)	7,245,986	7,049,934
Inventories (Note 8)	9,355,329	8,295,828
Other current assets (Note 9)	9,595,475	7,233,744
Total Current Assets	65,382,067	80,040,557
Noncurrent Assets		
Financial assets at fair value through profit or loss (Notes 10, 31 and 32)	40,232	33,792
Interests in and advances to joint ventures, co-venturers and associates (Note 11)	15,426,603	7,329,618
Property, plant and equipment (Note 12)	30,608,819	28,684,131
Right-of-use assets (Note 29)	38,168,366	34,224,143
Investment properties (Note 13)	–	572,722
Trademarks, goodwill and other intangible assets (Note 14)	50,610,888	50,224,078
Operating lease receivables (Notes 29, 31 and 32)	55,532	87,160
Finance lease receivables (Notes 29 and 31)	56,674	70,800
Deferred tax assets - net (Note 24)	6,874,855	6,114,384
Other noncurrent assets (Notes 15, 31 and 32)	3,614,191	3,428,745
Total Noncurrent Assets	145,456,160	130,769,573
	₱210,838,227	₱210,810,130
LIABILITIES AND EQUITY		
Current Liabilities		
Trade payables and other current liabilities and contract liabilities (Notes 16, 31 and 32)	₱32,952,755	₱31,366,014
Income tax payable	148,617	196,658
Short-term debt (Note 18)	510,000	15,875,457
Current portion of:		
Lease liabilities (Notes 29, 31 and 32)	7,284,154	6,479,140
Long-term debt (Notes 18, 31 and 32)	4,950,565	4,720,096
Provisions (Note 17)	–	291,110
Total Current Liabilities	45,846,091	58,928,475
Noncurrent Liabilities		
Senior debt securities (Notes 18 and 31)	30,426,149	28,628,999
Noncurrent portion of:		
Lease liabilities (Notes 29, 31 and 32)	35,899,523	32,604,585
Long-term debt (Notes 18, 31 and 32)	17,409,612	14,538,117
Interest in an associate (Note 11)	179,088	127,894
Pension liability (Note 25)	2,416,465	2,917,500
Derivative liability (Notes 18, 31 and 32)	12,795	141,480
Provisions (Note 17)	1,035,636	1,035,636
Deferred tax liabilities - net (Note 24)	3,428,713	3,855,579
Total Noncurrent Liabilities	90,807,981	83,849,790
Total Liabilities (Carried Forward)	136,654,072	142,778,265

(Forward)



	December 31	
	2021	2020
Total Liabilities (<i>Brought Forward</i>)	₱136,654,072	₱142,778,265
Equity Attributable to Equity Holders of the Parent Company (Note 31)		
Capital stock:		
Preferred (Note 19)	12,000,000	–
Common - net of subscription receivable (Note 19)	1,107,164	1,105,079
Additional paid-in capital (Note 19)	10,331,342	9,913,890
Other reserve (Note 11)	1,877,400	1,877,400
Cumulative translation adjustments of foreign subsidiaries and interests in joint ventures and associates (Note 11)	1,082,109	(477,554)
Remeasurement loss on net defined benefit plan - net of tax (Note 25)	(1,140,807)	(1,401,113)
Comprehensive loss on derivative liability (Note 18)	(12,795)	(141,480)
Excess of cost over the carrying value of non-controlling interests acquired (Notes 11 and 19)	(2,026,340)	(2,026,340)
Retained earnings (Note 19):		
Appropriated for future expansion	18,700,000	20,000,000
Unappropriated	13,863,987	9,869,889
	55,782,060	38,719,771
Less cost of common stock held in treasury (Note 19)	180,511	180,511
	55,601,549	38,539,260
Senior perpetual securities (Notes 10 and 19)	20,264,804	30,588,000
Non-controlling interests (Note 11)	(1,682,198)	(1,095,395)
Total Equity	74,184,155	68,031,865
	₱210,838,227	₱210,810,130

See accompanying Notes to Consolidated Financial Statements.



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Thousand Pesos, Except Per Share Data)

	Years Ended December 31		
	2021	2020	2019
REVENUES			
Gross sales	₱146,496,331	₱124,577,293	₱170,291,063
Sales discount	(3,909,895)	(3,332,250)	(3,381,699)
Net sales	142,586,436	121,245,043	166,909,364
Royalty, set-up fees and others (Note 20)	8,710,309	6,467,134	9,715,716
	151,296,745	127,712,177	176,625,080
PFRS 15 impact on system-wide advertising fees	2,278,845	1,600,825	3,001,108
	153,575,590	129,313,002	179,626,188
DIRECT COSTS (Note 21)	127,496,679	115,726,337	150,257,881
GROSS PROFIT	26,078,911	13,586,665	29,368,307
EXPENSES			
General and administrative expenses - net (Note 22)	16,473,091	23,754,221	18,906,734
Advertising and promotions	3,331,207	2,643,907	3,982,583
	19,804,298	26,398,128	22,889,317
INTEREST INCOME (EXPENSE) (Note 23)			
Interest income	164,967	226,616	400,657
Interest expense	(4,145,749)	(3,787,652)	(3,187,298)
	(3,980,782)	(3,561,036)	(2,786,641)
EQUITY IN NET EARNINGS (LOSSES) OF JOINT VENTURES AND ASSOCIATES - Net (Note 11)	(43,423)	(1,081,308)	23,384
OTHER INCOME - Net (Note 23)	3,893,018	4,161,177	6,850,218
INCOME (LOSS) BEFORE INCOME TAX	6,143,426	(13,292,630)	10,565,951
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 24)			
Current	2,029,364	1,546,619	3,255,664
Deferred	(1,387,929)	(2,205,626)	(200,494)
	641,435	(659,007)	3,055,170
NET INCOME (LOSS)	5,501,991	(12,633,623)	7,510,781
OTHER COMPREHENSIVE INCOME (LOSS)			
Other comprehensive income (loss) to be reclassified to profit or loss in subsequent periods:			
Translation adjustments of foreign subsidiaries	1,490,782	(1,331,909)	428,818
Translation adjustments of foreign joint ventures and associates (Note 11)	(110,257)	69,126	(131,893)
Comprehensive income (loss) on derivative liability (Note 18)	128,685	(83,239)	(141,093)
	1,509,210	(1,346,022)	155,832
Other comprehensive income (loss) not to be reclassified to profit or loss in subsequent periods:			
Remeasurement gain (loss) on pension - net of tax (Note 25)	260,306	(435,722)	(657,396)
	1,769,516	(1,781,744)	(501,564)
TOTAL COMPREHENSIVE INCOME (LOSS)	₱7,271,507	(₱14,415,367)	₱7,009,217
Net Income (Loss) Attributable to:			
Equity holders of the Parent Company (Note 28)	₱5,981,690	(₱11,510,727)	₱7,302,726
Non-controlling interests	(479,699)	(1,122,896)	208,055
	₱5,501,991	(₱12,633,623)	₱7,510,781
Total Comprehensive Income (Loss) Attributable to:			
Equity holders of the Parent Company	₱7,930,344	(₱13,339,322)	₱6,748,918
Non-controlling interests	(658,837)	(1,076,045)	260,299
	₱7,271,507	(₱14,415,367)	₱7,009,217
Earnings (Loss) Per Share for Net Income (Loss) Attributable to Equity Holders of the Parent Company (Note 28)			
Basic	₱5.302	(₱10.445)	₱6.684
Diluted	5.293	(10.433)	6.608

See accompanying Notes to Consolidated Financial Statements.



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 and 2020

(Amounts in Thousand Pesos)

Equity Attributable to Equity Holders of the Parent Company (Note 31)															
	Capital Stock - Net of Subscription Receivable			Cumulative Translation Adjustments of Foreign Subsidiaries and Interests in Other Joint Ventures Reserve and Associates		Remeasurement Gain (Loss) on Net Defined Benefit Plan - Net of tax	Comprehensive Income (Loss) on Derivative Liability	Excess of Cost Over the Carrying Value of Non-controlling Interests Acquired	Retained Earnings (Note 19)		Cost of Common Stock Held in Treasury	Senior Perpetual Securities	Non-controlling Interests	Total Equity	
	Preferred Stock (Note 19)	Subscription Receivable (Note 19)	Additional Paid-in Capital (Note 19)	(Note 11)	(Note 11)	(Note 25)	(Note 18)	(Notes 11 and 19)	Appropriated for Future Expansion	Unappropriated	(Note 19)	(Note 19)	(Note 11)	(Note 11)	
Balance at January 1, 2021	P=	P1,105,079	P9,913,890	P1,877,400	(P477,554)	(P1,401,113)	(P141,480)	(P2,026,340)	P20,000,000	P9,869,889	(P180,511)	P38,539,260	P30,588,000	(P1,095,395)	P68,031,865
Net loss	-	-	-	-	-	-	-	-	-	5,981,690	-	5,981,690	-	(479,699)	5,501,991
Other comprehensive income (loss)	-	-	-	-	1,559,663	260,306	128,685	-	-	-	-	1,948,654	-	(179,138)	1,769,516
Total comprehensive income (loss)	-	-	-	-	1,559,663	260,306	128,685	-	-	5,981,690	-	7,930,344	-	(658,837)	7,271,507
Movements in other equity accounts:															
Issuances of and subscriptions to capital stock (Note 19)	-	2,085	321,749	-	-	-	-	-	-	-	-	323,834	-	-	323,834
Issuances of preferred stock (Note 19)	12,000,000	-	(80,324)	-	-	-	-	-	-	-	-	11,919,676	-	-	11,919,676
Cost of stock options granted - net of tax (Note 26)	-	-	176,027	-	-	-	-	-	-	-	-	176,027	-	-	176,027
Cash dividends (Note 19)	-	-	-	-	-	-	-	-	-	(1,965,106)	-	(1,965,106)	-	(28,581)	(1,993,687)
Reversal of appropriated retained earnings during the year (Note 19)	-	-	-	-	-	-	-	-	(20,000,000)	20,000,000	-	-	-	-	-
Appropriation during the year (Note 19)	-	-	-	-	-	-	-	-	18,700,000	(18,700,000)	-	-	-	-	-
Redemption of senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	(167,423)	-	(167,423)	(10,323,196)	-	(10,490,619)
Distribution on senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	(1,155,063)	-	(1,155,063)	-	-	(1,155,063)
Additional investment during the year (Note 11)	-	-	-	-	-	-	-	-	-	-	-	-	-	100,615	100,615
	12,000,000	2,085	417,452	-	-	-	-	-	(1,300,000)	(1,987,592)	-	9,131,945	(10,323,196)	72,034	(1,119,217)
Balances at December 31, 2021	P12,000,000	P1,107,164	P10,331,342	P1,877,400	P1,082,109	(P1,140,807)	(P12,795)	(P2,026,340)	P18,700,000	P13,863,987	(P180,511)	P55,601,549	P20,264,804	(P1,682,198)	P74,184,155
Balance at January 1, 2020	P=	P1,092,971	P8,797,360	P1,877,400	P832,080	(P965,391)	(P58,241)	(P1,804,766)	P20,000,000	P23,879,437	(P180,511)	P53,470,339	P=	(P100,597)	P53,369,742
Net loss	-	-	-	-	-	-	-	-	-	(11,510,727)	-	(11,510,727)	-	(1,122,896)	(12,633,623)
Other comprehensive income (loss)	-	-	-	-	(1,309,634)	(435,722)	(83,239)	-	-	-	-	(1,828,595)	-	46,851	(1,781,744)
Total comprehensive income (loss)	-	-	-	-	(1,309,634)	(435,722)	(83,239)	-	-	(11,510,727)	-	(13,339,322)	-	(1,076,045)	(14,415,367)
Movements in other equity accounts:															
Issuances of and subscriptions to capital stock	-	12,108	1,268,689	-	-	-	-	-	-	-	-	1,280,797	-	-	1,280,797
Cost of stock options granted - net of tax (Note 26)	-	-	(152,159)	-	-	-	-	-	-	-	-	(152,159)	-	-	(152,159)
Cash dividends (Note 19)	-	-	-	-	-	-	-	-	-	(1,431,090)	-	(1,431,090)	-	-	(1,431,090)
Issuance of senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	-	-	-	30,588,000	-	30,588,000
Acquisition of noncontrolling interest (Note 11)	-	-	-	-	-	-	-	(221,574)	-	-	-	(221,574)	-	72,122	(149,452)
Distribution on senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	(1,067,731)	-	(1,067,731)	-	-	(1,067,731)
Additional investment during the year (Note 11)	-	-	-	-	-	-	-	-	-	-	-	-	-	9,125	9,125
	-	12,108	1,116,530	-	-	-	-	(221,574)	-	(2,498,821)	-	(1,591,757)	30,588,000	81,247	29,077,490
Balances at December 31, 2020	P=	P1,105,079	P9,913,890	P1,877,400	(P477,554)	(P1,401,113)	(P141,480)	(P2,026,340)	P20,000,000	P9,869,889	(P180,511)	P38,539,260	P30,588,000	(P1,095,395)	P68,031,865



Equity Attributable to Equity Holders of the Parent Company (Note 31)

	Capital Stock - Net of Subscription Receivable (Note 19)	Additional Paid-in Capital (Note 19)	Cumulative Translation Adjustments of Foreign Subsidiaries and Interests in Joint Ventures and Associates (Note 11)	Other Reserve (Note 11)	Remeasurement Gain (Loss) on Net Defined Benefit Plan - Net of tax (Note 25)	Unrealized Gain on Change in Fair Value of Available- for-Sale Financial Assets (Note 10)	Comprehensive Income (Loss) on Derivative Liability (Note 18)	Excess of Cost Over the Carrying Value of Non-controlling Interests Acquired (Notes 11 and 19)	Retained Earnings (Note 19)		Cost of Common Stock Held in Treasury (Note 19)	Total	Non-controlling Interests (Note 11)	Total Equity
									Appropriated for Future Expansion	Unappropriated				
Balance at January 1, 2019	P1,088,036	P8,638,438	P-	P587,399	(P307,995)	P82,852	(P1,804,766)	P20,000,000	P19,391,656	(P180,511)	P47,495,109	P-	P1,500,988	P48,996,097
Net income	-	-	-	-	-	-	-	-	7,302,726	-	7,302,726	-	208,055	7,510,781
Other comprehensive income (loss)	-	-	-	244,681	(657,396)	(141,093)	-	-	-	-	(553,808)	-	52,244	(501,564)
Total comprehensive income (loss)	-	-	-	244,681	(657,396)	(141,093)	-	-	7,302,726	-	6,748,918	-	260,299	7,009,217
Movements in other equity accounts:														
Issuances of and subscriptions to capital stock	4,935	580,526	-	-	-	-	-	-	-	-	585,461	-	-	585,461
Cost of stock options granted - net of tax (Note 26)	-	(421,604)	-	-	-	-	-	-	-	-	(421,604)	-	-	(421,604)
Cash dividends (Note 19)	-	-	-	-	-	-	-	-	(2,814,945)	-	(2,814,945)	-	-	(2,814,945)
Cash dividend received by non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	(14,912)	(14,912)
Arising from incorporation of a subsidiary (Note 11)	-	-	1,877,400	-	-	-	-	-	-	-	1,877,400	-	(1,877,400)	-
Additional investment during the year (Note 11)	-	-	-	-	-	-	-	-	-	-	-	-	30,428	30,428
	4,935	158,922	1,877,400	-	-	-	-	-	(2,814,945)	-	(773,688)	-	(1,861,884)	(2,635,572)
Balances at December 31, 2019	P1,092,971	P8,797,360	P1,877,400	P832,080	(P965,391)	(P58,241)	(P1,804,766)	P20,000,000	P23,879,437	(P180,511)	P53,470,339	P-	(P100,597)	P53,369,742

See accompanying Notes to Consolidated Financial Statements.



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Amounts in Thousand Pesos)

	Years Ended December 31		
	2021	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES			
Income (loss) before income tax	₱6,143,426	(₱13,292,630)	₱10,565,951
Adjustments for:			
Depreciation and amortization (Notes 12, 14, 15, 21, 22 and 29)	13,482,265	14,568,740	13,495,399
Interest expense (Note 23)	4,145,749	3,787,652	3,187,298
Reversals of provision for impairment on:			
Property, plant and equipment (Notes 12 and 22)	(390,031)	(76,173)	(29,179)
Right-of-use Assets (Notes 29 and 22)	(285,635)	–	–
Receivables (Notes 7 and 22)	(54,215)	–	(91,402)
Inventories (Notes 8 and 22)	(9,475)	(82,354)	(26,465)
Rent concessions (Note 29)	(478,727)	(1,411,781)	–
Impairment losses on:			
Receivables (Notes 7 and 22)	210,870	281,866	25,342
Property, plant and equipment (Notes 12 and 22)	44,392	1,185,512	399,212
Inventories (Notes 8 and 22)	23,721	332,505	16,670
Operating lease receivables (Notes 22 and 29)	8,046	–	–
Right-of-use assets (Notes 22 and 29)	–	661,365	–
Provision for (reversal of) business transformation provision (Notes 17 and 23)	(291,110)	501,637	–
Pre-termination of leases (Note 23)	(268,615)	(886,339)	(400,367)
Net unrealized foreign exchange loss (gain)	(220,253)	77,696	265,042
Unrealized loss (gain) from financial assets at fair value through profit or loss (Notes 10 and 23)	(196,986)	(1,317,728)	1,640
Interest income (Note 23)	(164,967)	(226,616)	(400,657)
Stock options expense (Notes 22 and 26)	155,539	188,290	262,875
Movement in pension liability (Note 25)	(67,311)	95,575	(9,595)
Loss (gain) on retirements and disposals of:			
Property, plant and equipment, investment properties and other intangibles (Notes 12, 13, 14 and 22)	54,560	1,489,155	(278,318)
Other noncurrent assets (Notes 15 and 22)	–	(227,279)	–
Amortization of debt issue cost (Note 18)	44,116	29,377	19,551
Equity in net losses (earnings) of joint ventures and associates (Note 11)	43,423	1,081,308	(23,384)
Gain from acquisition of a business and re-measurement of the previously held interest (Notes 11 and 23)	–	–	(4,255,324)
Income before working capital changes	21,928,782	6,759,778	22,724,289
Decreases (increases) in:			
Receivables	(337,437)	(1,447,487)	(639,261)
Inventories	(1,073,746)	1,420,105	18,425
Other current assets	(1,346,115)	(151,717)	(1,886,442)
Increase (decrease) in trade payables and other current liabilities	2,623,762	(5,531,063)	2,604,248
Net cash generated from operations	21,795,246	1,049,616	22,821,259
Income taxes paid	(2,077,404)	(1,741,875)	(3,127,223)
Interest received	131,095	186,982	369,400
Net cash provided by (used in) operating activities	19,848,937	(505,277)	20,063,436
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from:			
Redemption of financial assets at fair value through profit or loss (Note 10)	23,022,553	3,066,548	–
Disposals of property, plant and equipment (Note 12)	280,706	321,954	1,802,465
Disposals of investment properties (Note 13)	322,000	–	–
Acquisitions of:			
Interest in joint ventures and associates (Note 11)	(7,970,720)	(1,543,214)	(2,174,784)
Property, plant and equipment (Note 12)	(7,863,842)	(5,879,525)	(10,041,912)
Intangible assets (Note 14)	(11,113)	(42,478)	–
Minority interests (Note 11)	–	(149,455)	–
Decreases (increases) in:			
Short term-investments	361,300	1,689,000	(1,246,800)
Other noncurrent assets	(97,181)	274,099	689,993
Financial assets at fair value through profit or loss (Note 10)	(86,478)	(37,857,050)	–
Dividends received from a non-controlling interest (Note 11)	7,656	53,047	95,661
Cash from acquisition of business - net of cash received (paid for) (Note 11)	–	64,316	(16,941,556)
Advances to a joint venture (Note 11)	–	–	(1,236,720)
Net cash provided by (used in) investing activities	7,964,881	(40,002,758)	(29,053,653)

(Forward)



	Years Ended December 31		
	2021	2020	2019
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from:			
Issuances of:			
Preferred stock (Note 19)	₱11,919,676	₱—	₱—
Common stock (Note 19)	323,834	1,280,798	585,461
Senior perpetual securities (Note 19)	—	30,588,000	—
Senior debt securities (Note 18)	—	29,499,047	—
Short-term debt (Note 18)	—	14,327,250	22,180,320
Long-term debt (Note 18)	8,223,822	375,703	1,485,526
Payments of:			
Short-term debt (Note 18)	(15,695,535)	(20,272,000)	—
Senior perpetual securities (Note 19)	(10,490,620)	—	—
Lease liabilities (Note 29)	(8,137,825)	(7,803,114)	(8,419,749)
Long-term debt (Note 18)	(5,489,503)	(3,405,787)	(4,900,541)
Cash dividends (Note 19)	(1,839,613)	(1,429,994)	(2,807,766)
Distributions for senior perpetual securities	(1,245,229)	(577,688)	—
Interest paid	(2,179,340)	(1,471,818)	(1,434,897)
Contributions from non-controlling interests	100,615	9,125	30,428
Net cash provided by (used in) financing activities (Note 33)	(24,509,718)	41,119,522	6,718,782
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	3,304,100	611,487	(2,271,435)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	27,089	(142,022)	(122,459)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	21,361,486	20,892,021	23,285,915
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 6)	₱24,692,675	₱21,361,486	₱20,892,021

See accompanying Notes to Consolidated Financial Statements.



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. General Information

Corporate Information

Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Parent Company or Ultimate Parent Company) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on January 11, 1978. The Parent Company and its subsidiaries (collectively referred to as “the JFC Group”) and affiliates are involved primarily in the development, operations and franchising of quick service restaurants (QSRs) under the trade names “Jollibee”, “Greenwich”, “Chowking”, “Yong He King”, “Red Ribbon”, “Hong Zhuang Yuan”, “Mang Inasal”, “Burger King”, “Highlands Coffee”, “Pho24”, “Hard Rock Cafe”, “Dunkin’ Donuts”, “Smashburger”, “Tortazo”, “Tim Ho Wan”, “The Coffee Bean & Tea Leaf”, “Panda Express” and “Yoshinoya”. The Parent Company is also primarily organized to invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests in the foregoing, pursuant to its business objectives. The other activities of the JFC Group include manufacturing and property leasing in support of the QSR systems and other business activities (see Notes 2 and 5).

On June 1, 2021, the BOD of the Parent Company approved the amendment to the Second Article of the Articles of Incorporation (AOI) to clarify and ensure, for avoidance of doubt of the Parent Company, in pursuit of its primary business purpose, can invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests therein. The amendment of the AOI of the Parent Company was approved by the Parent Company’s shareholders during the Parent Company’s annual stockholders’ meeting on June 25, 2021, and by the Philippine SEC on August 11, 2021.

The common and preferred shares of the Parent Company are listed and traded in the Philippine Stock Exchange (PSE) beginning July 14, 1993 and October 14, 2021, respectively.

The registered office address of the Parent Company is 10/F Jollibee Plaza Building, 10 F. Ortigas Jr. Ave., Ortigas Center, Pasig City.

Coronavirus (Covid-19) Pandemic

2020

In June 2020, JFC Group implemented significant changes to its global business structure (business transformation initiative). This business transformation initiative enabled the JFC Group to address and adapt to the impact of Covid-19. The changes include the rationalization of the number of restaurants within certain geography or area, the rationalization of resources deployed in the restaurants, implementation of safety and social distancing protocol in the dining area, investment in digital commerce and technology, the increase in the capacity for delivery-to-home and office, take out and drive thru, the installation of mobile applications to facilitate food ordering and payment, the establishment of “cloud kitchen” or unmarked delivery outlets with no dine-in facility located in discreet, low rent sites and the rationalization of production and distribution facilities. The changes include the transformation of support and management groups in the field and in the offices.



In relation to this business transformation initiative, the JFC Group incurred costs of rationalization of resources included under personnel costs, loss on disposals and retirements of property, plant and equipment, impairment loss on property, plant and equipment and right-of-use assets and other costs incidental to stores and production and distribution facilities amounting to ₱6,708.9 million in 2020. The remaining balance of the recognized provisions for business transformation initiative included under “Current liabilities” section in the consolidated statements of financial position amounted to ₱291.1 million as at December 31, 2020 (see Note 17).

In 2021, the JFC Group reversed the remaining balance of the provisions for business transformation initiative amounting to ₱291.1 million (see Notes 17 and 23).

2021

The impact of the pandemic on the JFC Group’s business around the world in 2021 was mixed. Sales in the United States continued to be healthy with sales per store already reaching well above pre-pandemic levels. In the People’s Republic of China, sales growth slowed in some regions in the third and fourth quarters due to the reimposition of government restrictions while sales in the northern region continued to grow above pre-pandemic levels. JFC Group’s businesses in Vietnam, Brunei and Singapore grew above pre-pandemic levels in some quarters, but the sales growth reversed due to resurgence of Covid-19 in these countries. The Philippines, though still faced significant challenges due to restrictions related to the pandemic, showed sequential improvement in the sales performance of its various brands.

The global pandemic brought about several changes in customer’s habits both locally and internationally, such as an increased awareness for safety and a strong usage of digital commerce and technology. The JFC Group adapted by further strengthening in-store safety protocols, as well as accelerating delivery and takeout channels – developing messenger bots, better websites and apps, and increasing its presence in food aggregators so that customers can order easily through these channels without leaving their homes.

The JFC Group continued to expand its brands across different markets, local and international, opening 398 stores in 2021. It was also investing in new store models. The Cloud Kitchens or food production and delivery hubs with no dine-in, in Singapore, Middle East and the US have been performing well. In the Philippines, JFC Group’s Greenwich brand opened its first Delivery and Take Out Only Store. Through these models, the JFC Group is able to expand more quickly and cost-efficiently, especially in central but lower-rent areas—serving the increasing demand while maintaining the same safety and quality standards of its various brands’ food products.

The JFC Group’s profit and cash flows recovered strongly compared with 2020 reflecting the successful execution of its business transformation initiative in 2020.

The JFC Group has assessed the following impact of Covid-19 on its assets and liabilities in 2021 and 2020:

- Collectability of accounts with customers continues to be closely monitored. An increase in the provision for impairment of trade receivables has been identified because of extended credit terms provided to the franchisees.
- Recognition of impairment losses on inventories, property, plant and equipment and right-of-use assets and derecognition of right-of-use assets and lease liabilities relating to pre-termination of closed and nonperforming stores.



- The forecast used for impairment testing of goodwill and trademarks with indefinite life include the JFC Group's estimates of the potential future impact from Covid-19 pandemic. Cash flow projections have been adjusted to reflect a range of possible outcomes, weighted by their expected occurrence.
- The uncertainty in determining key assumptions (including forecast of revenues and expenses) in the assessment of future taxable income of the JFC Group, upon which the recognition of deferred tax assets is assessed, was considered.

The JFC Group continues to monitor the risks and the ongoing impact of Covid-19 on its business.

Approval and Authorization for Issuance of Unaudited Consolidated Financial Statements

The consolidated financial statements as at December 31, 2021 and 2020 and for each of the three years ended December 31, 2021 were reviewed and approved by the Audit Committee on March 18, 2022, and approved and authorized for issuance by the Board of Directors (BOD) on March 22, 2022.

2. Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Basis of Consolidation

Basis of Preparation

The consolidated financial statements of the JFC Group have been prepared on a historical cost basis, except for financial assets at fair value through profit or loss (FVTPL) and derivative financial instruments which are measured at fair value. The consolidated financial statements are presented in Philippine peso, which is the Parent Company's functional and presentation currency. All values are rounded to the nearest thousand pesos, except par values, per share amounts, number of shares and when otherwise indicated.

Statement of Compliance

The accompanying consolidated financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS).

New Standards, Interpretations and Amendments adopted by the JFC Group

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new accounting pronouncements starting January 1, 2021. The JFC Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments apply for the first time in 2021, but do not have an impact on the consolidated financial statements of the JFC Group.

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

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

- The rent concession is a direct consequence of COVID-19;
- The change in lease payments results in a revised lease consideration that is substantially the same as, or less than, the lease consideration immediately preceding the change;



- Any reduction in lease payments affects only payments originally due on or before June 30, 2022; and
- There is no substantive change to other terms and conditions of the lease.

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

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

The JFC Group adopted the amendment beginning January 1, 2021. The JFC Group applied the practical expedient to all the rent concessions that meet the criteria above. The waiver of lease payments was recognized in profit or loss in the year when the event or condition that triggers those changes in lease payments occur.

In 2021, the JFC Group received rent concessions from lessors amounting to ₱478.7 million accounted for as negative variable lease payments charged against rent expense.

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

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

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

The JFC 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

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

Future Changes in Accounting Policies

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



Effective beginning on or after January 1, 2022

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

The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential ‘day 2’ gains or losses arising from liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

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

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

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

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

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

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

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

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



- *Annual Improvements to PFRSs 2018-2020 Cycle*

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

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

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

- Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for Derecognition of Financial Liabilities*

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

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

- Amendments to PAS 41, *Agriculture, Taxation in Fair Value Measurements*

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

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

Effective beginning on or after January 1, 2023

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

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



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

An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

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

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

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

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

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

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

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

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

Effective beginning on or after January 1, 2024

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

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

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



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

Effective beginning on or after January 1, 2025

▪ PFRS 17, *Insurance Contracts*

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

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

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

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

PFRS 17 is effective for reporting years beginning on or after January 1, 2025, with comparative figures required. Early application is permitted. Adoption of this standard is not expected to have any impact to the JFC Group.

Deferred Effectivity

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

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

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



Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as at and for the years ended December 31, 2021 and 2020.

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

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

There is a general presumption that a majority of voting rights results in control. To support this presumption when the JFC Group has less than a majority of the voting or similar rights of an investee, the JFC Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

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

The JFC Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the JFC Group obtains control over the subsidiary and ceases when the JFC Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the JFC Group gains control until the date the JFC Group 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 Company 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 financial statements of subsidiaries to bring their accounting policies in line with the JFC Group's accounting policies. All intra and inter-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the JFC Group are eliminated in full at consolidation.

The reporting dates of the Parent Company and the associates or joint ventures are identical and the latter's accounting policies conform to those used by the Parent Company for like transactions and events in similar circumstances.

If the JFC Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- Derecognizes the carrying amount of any non-controlling interests;
- Derecognizes the cumulative translation 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; and,
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the JFC Group had directly disposed of the related assets or liabilities.



Non-controlling interests represent the interests in the subsidiaries not held by the Parent Company, and are presented separately in the consolidated statement of comprehensive income and consolidated statement of financial position, separately from equity attributable to equity holders of the Parent Company.

A change in ownership interest in a subsidiary that does not result in a loss of control is accounted for as an equity transaction. The carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in the JFC Group's relative interests in the subsidiary. The JFC Group recognizes directly in equity any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received, and attribute it to the equity holders of the Parent Company. In particular cases where the JFC Group acquires non-controlling interest in a subsidiary at a consideration in excess of its carrying amount, the excess is charged to the "Excess of cost over the carrying value of non-controlling interests acquired" account under equity. These changes in the ownership interest in a subsidiary do not result in the recognition of a gain or loss in profit or loss. These include acquisitions of non-controlling interests of Greenwich, Yong He King, Adgraphix, Mang Inasal, Happy Bee Foods Processing Pte. Ltd. and Smashburger.

The consolidated financial statements include the accounts of the Parent Company and the following wholly-owned and majority-owned subsidiaries as at December 31, 2021 and 2020:

	Country of Incorporation	Principal Activities	2021		2020	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Fresh N' Famous Foods Inc. (Fresh N' Famous) - Chowking Food Corporation USA	Philippines United States of America (USA)	Food service Holding company	100	—	100	—
Zenith Foods Corporation (Zenith)	Philippines	Food service	100	—	100	—
Freemont Foods Corporation (Freemont)	Philippines	Food service	100	—	100	—
RRB Holdings, Inc. (RRBH):	Philippines	Holding company	100	—	100	—
Red Ribbon Bakeshop, Inc. (RRBI)	Philippines	Food service	—	100	—	100
Red Ribbon Bakeshop, Inc. USA (RRBI USA)	USA	Food service	—	100	—	100
Mang Inasal Philippines Inc. (Mang Inasal)	Philippines	Food service	100	—	100	—
Grandworth Resources Corporation (Grandworth):	Philippines	Leasing	100	—	100	—
Adgraphix, Inc. (Adgraphix)	Philippines	Digital printing	—	100	—	100
IConnect Multi Media Network, Inc. (IConnect)	Philippines	Dormant	—	60	—	60
JC Properties & Ventures Co.	Philippines	Dormant	—	50	—	50
Honeybee Foods Corporation (HFC):	USA	Food service	100	—	100	—
Tokyo Teriyaki Corporation (TTC)	USA	Food service	—	100	—	100
Honeybee Foods (Canada) Corporation (HFCC)	Canada	Food service	—	100	—	100
Jollibee Worldwide Pte. Ltd. (JWPL):	Singapore	Holding company	100	—	100	—
Regional Operating Headquarters of JWPL (JWS)	Philippines	Financial accounting, human resources and logistics services	—	100	—	100
Golden Plate Pte., Ltd. (GPPL):	Singapore	Holding company	—	100	—	100
- Golden Beeworks Pte. Ltd.	Singapore	Food service	—	60	—	60
- Golden Piatto Pte. Ltd.	Singapore	Holding company	—	75	—	75
• Cibo Felice S.R.L.	Italy	Food service	—	100	—	100
- Bee World Spain, Sociedad Limitada	Spain	Food service	—	100	—	100
- Hong Yun Hong (Shanghai) Food and Beverages Management Company Ltd.	PRC	Food service	—	60	—	60
Golden Cup Pte.Ltd.	Singapore	Holding company	—	60	—	60
- Beijing Golden Coffee Cup Food & Beverage Management Co., Ltd.	PRC	Food service	—	100	—	100
Beijing New Hongzhuangyuan Food and Beverage Management Co., Ltd. (Hong Zhuang Yuan)	PRC	Food service	—	100	—	100
Southsea Binaries Ltd. (Southsea)	British Virgin Island (BVI)	Holding company	—	100	—	100
Beijing Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100



	Country of Incorporation	Principal Activities	2021		2020	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Shenzhen Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Hangzhou Yongtong Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Hangzhou Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Wuhan Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Tianjin Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Happy Bee Foods Processing Pte. Ltd. (HBFPP)	Singapore	Holding company	–	100	–	100
- Happy Bee Foods Processing (Anhui) Co. Ltd.	PRC	Food service	–	100	–	100
JSF Investments Pte. Ltd. (JSF):	Singapore	Holding company	–	100	–	100
- SF Vung Tau Joint Stock Company	Vietnam	Holding company	–	60	–	60
• Highland Coffee Service Joint-stock Company	Vietnam	Food service	–	100	–	100
• Quantum Corporation	Vietnam	Food service	–	100	–	100
• Pho Viet Joint Stock Company	Vietnam	Food service	–	100	–	100
• Pho 24 Service Trade Manufacture Corporation	Vietnam	Food service	–	100	–	100
- Blue Sky Holdings Limited	Hong Kong	Holding company	–	60	–	60
• Sino Ocean Limited	Hong Kong	Food service	–	100	–	100
• Blue Sky Holdings (Macau) Limited	Macau	Food service	–	100	–	100
Jollibee (China) Food & Beverage Management Co.Ltd.	PRC	company Management	–	100	–	100
Jollibee International (BVI) Ltd. (JIBL):	BVI	Holding company	–	100	–	100
- Jollibee Vietnam Corporation Ltd.	Vietnam	Food service	–	100	–	100
• Goldstar Food Trade and Service Company Limited (GSC)	Vietnam	Food service	–	100	–	100
- PT Chowking Indonesia	Indonesia	Dormant	–	100	–	100
- PT Jollibee Indonesia	Indonesia	Dormant	–	100	–	100
- Jollibee (Hong Kong) Limited	Hong Kong	Dormant	–	85	–	85
- Belmont Enterprises Ventures Limited (Belmont)	BVI	Holding company	–	100	–	100
• Yong He Holdings Co., Ltd.	BVI	Holding company	–	100	–	100
• Centenary Ventures Ltd.	BVI	Holding company	–	100	–	100
Bee Good! Inc. (BGI)	USA	Holding company	–	100	–	100
- SJBFL LLC (SJBFL)	USA	Food service	–	100	–	100
Bee World UK Limited (UK)	UK	Food service	–	100	–	100
Bee World Australia Pty Ltd ^(a)	Australia	Food service	–	100	–	–
Super Magnificent Coffee Company Pte. Ltd. (SMCC-SG)	Singapore	Holding company	–	80	–	80
- Super Magnificent Coffee Company Ireland Limited (SMCC-IE)	Ireland	Holding company	–	100	–	100
- Super Magnificent Coffee Company Hungary Kft. (SMCC-HU)	Hungary	Holding company	–	100	–	100
• Java Ventures, LLC (JVL)	USA	Holding company	–	100	–	100
• International Coffee & Tea, LLC (ICTL)	USA	Food service	–	100	–	100
• 6000 Jefferson BH, LLC	USA	Holding company	–	100	–	100
• CBTL Ventures, LLC	USA	Food service	–	100	–	100
• CBTL Franchising, LLC	USA	Franchising company	–	100	–	100
- The Coffee Bean & Tea Leaf (Singapore) Pte., Ltd. (CBTL-SG)	Singapore	Food service	–	100	–	100
• The Coffee Bean & Tea Leaf (Malaysia) Sdn. Bhd.	Malaysia	Food service	–	100	–	100
• The Coffee Bean & Tea Leaf (Hongkong) Limited	Hong Kong	Dormant	–	100	–	100
- Magnificent Coffee Trading Pte. Ltd	Singapore	Food Service	–	100	–	–
Chanceux, Inc.	Philippines	Holding company	100	–	100	–
BKTitans Inc. (BKTitans)	Philippines	Holding company	–	54	–	54
- PFN Holdings Corporation	Philippines	Holding company	–	99	–	99
• PERF Restaurants, Inc.	Philippines	Food service	–	100	–	100
• PERF Trinoma	Philippines	Food service	–	100	–	100
• PERF MOA	Philippines	Food service	–	100	–	100
Jollibee Foods Corporation (USA)	USA	Holding company	100	–	100	–
Donut Magic Phils., Inc. (Donut Magic) ^(a)	Philippines	Dormant	100	–	100	–
Ice Cream Copenhagen Phils., Inc. (ICCP) ^(a)	Philippines	Dormant	100	–	100	–
Mary's Foods Corporation (Mary's) ^(a)	Philippines	Dormant	100	–	100	–
QSR Builders, Inc.	Philippines	Dormant	100	–	100	–

(a) On June 18, 2004, the stockholders of the JFC Group approved the Plan of Merger of the three (3) dormant companies. The application is pending approval from the SEC as at December 31, 2021.



3. Summary of Significant Accounting Policies

Current versus Noncurrent Classification

The JFC Group presents assets and liabilities in the consolidated statement of financial position based on current/noncurrent classification.

An asset is classified as current when it is:

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

A liability is classified as current when:

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

The JFC Group classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

Fair Value Measurement

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 by the JFC 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 fair value for financial instruments traded in active markets at the reporting date is based on their quoted price or binding dealer price quotations, without any deduction for transaction costs. Where the JFC Group has financial assets and financial liabilities with offsetting positions in market risks or counterparty credit risk, it has elected to use the measurement exception to measure the fair value of its net risk exposure by applying the bid or ask price to the net open position as appropriate. For all other financial instruments not traded in an active market, the fair value is determined by using valuation techniques deemed to be appropriate in the circumstances. Valuation techniques include the market approach (i.e., using prices and other relevant information generated by market transactions involving identical or comparable assets, liabilities or a group of assets and liabilities),



the income approach (i.e., discounted cash flow analysis and option pricing models making as much use of available and supportable market data as possible) and the cost approach (i.e., based on the amount required to replace the service capacity of an asset).

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

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

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

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

The JFC Group's management determines the policies and procedures for both recurring fair value measurement and non-recurring measurement. At each reporting date, the management analyzes the movements in the values of assets and liabilities which are required to be remeasured or reassessed as per the JFC Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the JFC Group has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Cash and Cash Equivalents

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

Short-term Investments

Short-term investments are deposits with original maturities of more than three months to one year from acquisition date.

Financial Instruments

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

Date of Recognition. The JFC Group recognizes a financial asset or a financial liability in the consolidated statement of financial position, when it becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the JFC Group commits to purchase or sell the asset.



Financial Instruments - Initial Recognition and Subsequent Measurement

Financial Assets

Initial Recognition and Measurement. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI) and FVTPL.

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

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The JFC Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

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

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

The JFC Group has no financial assets at FVOCI as at December 31, 2021 and 2020.

Financial Assets at Amortized Cost (Debt Instruments). This category is the most relevant to the JFC Group. The JFC Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and,
- 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.

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

The JFC Group's cash in banks, short-term deposits, short-term investments, receivables (excluding receivables from government agencies), security and other deposits, operating lease receivables and finance lease receivables are classified under this category as at December 31, 2021 and 2020.



Financial Assets at FVTPL. Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or FVOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

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

The JFC Group's investments in golf, leisure club shares and bond funds are classified under this category as at December 31, 2021 and 2020.

Impairment of Financial Assets. The JFC Group recognizes an allowance for Expected Credit Losses (ECLs) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows the JFC Group expects to receive discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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

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

For security and other deposits, the JFC Group applies the general approach and calculates ECL based on the 12-month ECLs or lifetime ECLs, depending on whether there has been a significant increase in credit risk on the financial instruments since initial recognition.

For cash in banks, short-term deposits and short-term investments, the JFC Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the JFC Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there is a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The JFC Group assesses that there is a significant increase in credit risk of a financial asset when default occurs. The JFC Group uses the ratings from Moody's to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.



The JFC Group considers a financial asset in default when contractual payments are 30 days past due. However, in certain cases, the JFC Group may also consider a financial asset to be in default when internal or external information indicates that the JFC Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the JFC Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The JFC Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. To do this, the JFC Group has considered a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs.

Based on the JFC Group's evaluation and assessment and after taking into consideration external actual and forecast information, the JFC Group considers two or more economic scenarios and the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The JFC Group has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses. The JFC Group considers macro-economic factors such as gross domestic product growth rates and inflation rates in its analysis.

Financial Liabilities

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

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

The JFC Group's financial liabilities include loans and borrowings, payables and derivative financial liabilities as at December 31, 2021 and 2020.

Subsequent Measurement

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

Gains or losses on liabilities held for trading are recognized in profit or loss.

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



- *Loans and Borrowings, and Other Payables.* This is the category most relevant to the JFC Group. After initial recognition, interest-bearing loans and borrowings, and other payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs, including debt issue costs for the JFC Group's debts that are an integral part of the effective interest rate. The effective interest rate amortization is included as interest expense in the consolidated statement of comprehensive income.

This category includes the JFC Group's trade payables and other current liabilities (excluding local and other taxes payable and unearned revenue from gift certificates), short-term and long-term debts, lease liabilities and senior debt securities as at December 31, 2021 and 2020.

- *Debt Issue Costs.* Debt issue costs are specific incremental costs, other than those paid to the lender, that are directly related to issuing a debt instrument. These are presented in the consolidated statement of financial position as a reduction from the related debt instrument and are amortized through the EIR amortization process.

Derecognition of Financial Assets and Liabilities

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

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

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

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

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of comprehensive income.



Classification of Financial Instruments Between Liability and Equity

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

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

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

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

‘Day 1 Difference’

Where the transaction price in a non-active market is different from the fair value based on other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the JFC Group recognizes the difference between the transaction price and fair value (a ‘Day 1 difference’) in the profit or loss unless it qualifies for recognition as some other type of asset. In cases where unobservable data is used, the difference between the transaction price and model value is recognized in the profit or loss only when the inputs become observable or when the instrument is derecognized. For each transaction, the JFC Group determines the appropriate method of recognizing the ‘Day 1 difference’ amount.

Offsetting of Financial Instruments

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

Derivative Financial Instruments and Hedge Accounting

Initial Recognition and Subsequent Measurement. The JFC Group uses derivative financial instruments, such as cross currency swaps and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognized in other comprehensive income and later reclassified to profit or loss when the hedge item affects profit or loss.

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

- Fair value hedges when hedging the exposure to changes in the fair value of a recognized asset or liability or an unrecognized firm commitment;



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

The JFC Group's interest rate swap is cash flow hedge. The JFC Group has no fair value hedge and hedge of a net investment in a foreign operation as at December 31, 2021 and 2020.

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

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the JFC Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

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

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

Cash Flow Hedges. Cash flow hedges are hedges of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognized asset, liability or a highly probable forecast transaction and could affect the consolidated statements of comprehensive income. Changes in the fair value of a hedging instrument that qualifies as a highly effective cash flow hedge are recognized as "Comprehensive income (loss) on derivative liability" in the consolidated statement of comprehensive income, whereas any hedge ineffectiveness is immediately recognized in profit or loss.

The JFC Group has an interest rate swap for its exposure to volatility in interest rates.

Amounts recognized as other comprehensive are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged income or expense is recognized or when a forecast sale occurs.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognized in other comprehensive income remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

Contract Balances

Contract Assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the JFC Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.



Trade Receivables. A receivable represents the JFC Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

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

Inventories

Inventories are valued at the lower of cost and net realizable value. Costs are accounted for as follows:

Processed inventories	-	Standard costing, which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using first in, first out (FIFO). Cost includes direct materials, labor and a proportion of manufacturing overhead costs based on normal operating capacity.
Food supplies, packaging, store and other supplies, and novelty items	-	Standard costing which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using FIFO.

Net realizable value of processed inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Net realizable value of food supplies, packaging, store and other supplies is the current replacement cost. Food and other supplies are held for use in the production of processed inventories.

Net realizable value of novelty items is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Other Current Assets

Other current assets include prepaid expenses which are paid in advance and recorded as asset before these are utilized, deposits which pertain to advance payments to suppliers to be applied for future purchases, and creditable withholding taxes, which will be applied in the following year against corporate income tax or be claimed for refund with the Bureau of Internal Revenue. Prepaid expenses are amortized over time and recognized as expense as the benefit is derived from the asset.

Interests in and Advances to Joint Ventures, Co-venturers and Associates

An associate is an entity over which the JFC Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not in control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The JFC Group's investments in its associates and joint ventures are accounted for using the equity method based on the percentage share of ownership and capitalization. Interests in joint ventures are accounted for under the equity method from the date the joint control is obtained.



Under the equity method, the JFC Group's investments in joint ventures and associates are carried in the consolidated statement of financial position at cost plus the JFC Group's share in post-acquisition changes in the net assets of associates or joint ventures, less any impairment in value. Goodwill relating to the joint ventures or associates is included in the carrying amount of the investment and is not amortized. The consolidated statement of comprehensive income includes the JFC Group's share in the financial performance of the associates or joint ventures. The JFC Group's share in profit or loss of the associates is shown on the face of the consolidated statement of comprehensive income as "Equity in net earnings (losses) of joint ventures and associates - net", which is the profit or loss attributable to equity holders of the joint ventures and associates.

When the JFC Group's share of losses in the joint ventures or associates equals or exceeds its interest, including any other unsecured receivables, the JFC Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the associates or joint ventures. Where there has been a change recognized directly in the equity of the associate or joint venture, the JFC Group recognizes its share in any changes and discloses this, when applicable, in the consolidated statement of changes in equity.

Unrealized gains arising from transactions with the associates or joint ventures are eliminated to the extent of the JFC Group's interests in the associates or joint ventures against the related investments. Unrealized losses are eliminated similarly but only to the extent that there is no evidence of impairment in the asset transferred.

The JFC Group ceases to use the equity method of accounting on the date from which it no longer has joint control in the joint ventures, no longer has significant influence over the associates, or when the interest becomes held for sale.

Upon loss of significant influence over the associate or joint control over the joint ventures, the JFC Group measures and recognizes its remaining investment at its fair value. Any difference between the carrying amount of the former associate or former jointly controlled entities upon loss of significant influence or joint control, and the fair value of the remaining investment and proceeds from disposal is recognized in profit or loss. When the remaining interest in the former jointly controlled entity constitutes significant influence, it is accounted for as interest in an associate.

Property, Plant and Equipment

Property, plant and equipment, except land and construction in progress, are stated at cost less accumulated depreciation and amortization and any accumulated impairment in value. Such cost includes the cost of replacing part of property, plant and equipment at the time that cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing. Land is stated at cost less any impairment in value.

The initial cost of property, plant and equipment consists of its purchase price, including import duties and nonrefundable taxes and any other costs directly attributable in bringing the asset to its working condition and location for its intended use. Cost also includes any related asset retirement obligation and interest incurred during the construction year on funds borrowed to finance the construction of the asset. Expenditures incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to profit or loss in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property, plant and equipment.



Depreciation and amortization are calculated on a straight-line basis over the following estimated useful lives of the assets:

Land improvements	5 years
Plant, buildings, commercial condominium units and improvements	5 - 40 years
Leasehold improvements	2 - 10 years or term of the lease, whichever is shorter
Office, store and food processing equipment	1 - 15 years
Furniture and fixtures	3 - 5 years
Transportation equipment	3 - 5 years

The residual values, if any, useful lives and depreciation and amortization method of the assets are reviewed at the end of each financial year and adjusted prospectively, if appropriate.

Fully depreciated assets are retained in the accounts until they are disposed or retired.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognized.

Construction in progress represents assets under construction and is stated at cost less any impairment in value. This includes the cost of construction and other direct costs. Cost also includes interest on borrowed funds incurred during the construction year. Construction in progress is not depreciated until such time that the relevant assets are completed and ready for use.

Investment Properties

Investment properties consist of land and buildings and building improvements held by the JFC Group for capital appreciation and rental purposes. Investment properties, except land, are carried at cost, including transaction costs, less accumulated depreciation and amortization and any impairment in value. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-to-day servicing of an investment property. Land is carried at cost less any impairment in value.

The depreciation of buildings and building improvements are calculated on a straight-line basis over the estimated useful lives of the assets which are five (5) to thirty-five (35) years.

The residual values, if any, useful lives and method of depreciation and amortization of the assets are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Investment property is derecognized when either it has been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in profit or loss in the year of retirement or disposal.

Transfers to, and from, investment property are made only when there is a change in use, evidenced by:

- Commencement of owner-occupation, for a transfer of investment property to owner-occupied property;
- Commencement of development with a view to sell, for a transfer from investment property to real properties held-for-sale and development;



- End of owner occupation, for a transfer from owner-occupied property to investment property; or,
- Commencement of an operating lease to another party, for a transfer from real properties held-for-sale and development to investment property.

For a transfer from investment property to owner-occupied property, the cost of property for subsequent accounting is its carrying value at the date of change in use. If the property occupied by the JFC Group as an owner-occupied property becomes an investment property, the JFC Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalized as part of the cost of asset. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are substantially ready for their intended use. All other borrowing costs are expensed as incurred. Borrowing costs consist of interest and other cost that an entity incurs in connection with the borrowing of funds.

Business Combinations

Business combinations are accounted for using the acquisition method. Applying the acquisition method requires the (a) determination whether the JFC Group will be identified as the acquirer; (b) determination of the acquisition date; (c) recognition and measurement of the identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree; and (d) recognition and measurement of goodwill or a gain from a bargain purchase.

When the JFC 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 acquisition date.

The cost of an acquisition is measured as the aggregate of the (a) consideration transferred by the JFC Group, measured at acquisition-date fair value, (b) amount of any non-controlling interest in the acquiree and (c) acquisition-date fair value of the JFC Group's previously held equity interest in the acquiree in a business combination achieved in stages. Acquisition costs incurred are expensed and included in "General and administrative expenses" account in the consolidated statement of comprehensive income.

Initial Measurement of Non-controlling Interest. For each business combination, the JFC Group measures the non-controlling interest in the acquiree using the proportionate share of the acquiree's fair value of identifiable net assets.

Business Combination Achieved in Stages. In a business combination achieved in stages, the JFC Group remeasures its previously held equity interests in the acquiree at its acquisition-date fair value and recognizes the resulting gain or loss, if any, in profit or loss.

Measurement Period. If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the JFC Group reports in its consolidated financial statements provisional amounts for the items for which the accounting is incomplete. The measurement period ends as soon as the JFC Group receives the information it was seeking about facts and circumstances that existed as at the acquisition date or learns that more information is not obtainable. The measurement period does not exceed one year from the acquisition date.



Initial Measurement of Goodwill or Gain on a Bargain Purchase. Goodwill is initially measured by the JFC Group at cost being the excess of the total consideration transferred over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss as gain on a bargain purchase. Before recognizing a gain on a bargain purchase, the JFC Group determines whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognize any additional assets or liabilities that are identified in that review.

Subsequent Measurement of Goodwill. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Impairment Testing of Goodwill. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the JFC Group's CGU, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units or groups of units.

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

- represents the lowest level within the JFC Group at which the goodwill is monitored for internal management purposes; and,
- is not larger than an operating segment as defined in PFRS 8, *Operating Segments*, before aggregation.

Frequency of Impairment Testing. Irrespective of whether there is any indication of impairment, the JFC Group tests goodwill acquired in a business combination for impairment annually as at December 31 and more frequently when circumstances indicate that the carrying amount is impaired.

Allocation of Impairment Loss. An impairment loss is recognized for a CGU if the recoverable amount of the unit or group of units is less than the carrying amount of the unit or group of units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit or group of units first to reduce the carrying amount of goodwill allocated to the CGU or group of units and then to the other assets of the unit or group of units pro rata on the basis of the carrying amount of each asset in the unit or group of units. In allocating the impairment loss, the JFC Group cannot reduce the carrying amount of an asset below the highest of its fair value less cost of disposal if measurable, its value in use if determinable and zero.

Intangible Assets

Intangible assets acquired separately are measured at cost on initial recognition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment loss. The useful lives of intangible assets are assessed at the individual asset level as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life using the straight-line method and assessed for impairment whenever there is an indication that the intangible assets may be impaired. At a minimum, the amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates.



Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the CGU level. Such intangible assets are not amortized. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Amortization of computer software, trademarks and other intangible assets are calculated on a straight-line basis over the following estimated useful lives of the assets:

Computer software	10 years
Trademarks	5 years
Other intangible assets	5 years

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in profit or loss when the asset is derecognized.

Land Assets Held for Sale

Land assets held for sale are carried at the lower of its carrying amount and fair value less costs to sell. At reporting date, the JFC Group classifies assets as held for sale (disposal group) when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case the asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale must be highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset and an active program to locate a buyer and complete the plan must have been initiated. Further, the asset must be actively marketed for sale at a price that is reasonable in relation to its current fair value. In addition, the sale should be expected to qualify for recognition as a completed sale within one year from the date of classification.

The JFC Group measures land asset held for sale at the lower of its carrying amount and fair value less cost to sell.

Impairment of Nonfinancial Assets

The carrying values of interests in and advances to joint ventures, co-venturers and associates, property, plant and equipment, right-of-use assets, investment properties, trademarks and other intangible assets with definite useful life, and other noncurrent assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and if the carrying value exceeds the estimated recoverable amount, the assets or CGU are written down to their recoverable amounts. The recoverable amount of the asset is the greater of fair value less costs to sell or value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's-length transaction between knowledgeable and willing parties, less costs of disposal. 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 largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Impairment losses are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

For nonfinancial assets, excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the



case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. After such a reversal, the depreciation charge is adjusted in future years to allocate the asset's revised carrying amount, less any residual value on a systematic basis over its remaining useful life.

Equity

Capital Stock and Additional Paid-in Capital. Capital stock is measured at par value for all shares issued. Proceeds and/or fair value of considerations received in excess of par value, if any, are recognized as additional paid-in capital. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax.

Additional paid-in capital is also credited for the cost of the JFC Group's equity-settled share-based payments to its employees.

Subscription Receivable. Subscription receivable represents the unpaid balance of the subscription price for subscribed common stock of the Parent Company.

Retained Earnings. Retained earnings represent the JFC Group's accumulated earnings, net of dividends declared. The balance includes accumulated earnings of subsidiaries, joint ventures and associates, which are not available for dividend declaration.

Dividends. The JFC Group recognizes a liability to make cash distribution to its equity holders when the distribution is authorized and the distribution is no longer at the discretion of the JFC Group. A corresponding amount is recognized directly in the equity. Dividends for the year that are approved after the financial reporting date are dealt with as an event after the reporting year.

Other Comprehensive Income. Other comprehensive income comprises items of income and expense (including reclassification adjustments) that are not recognized in profit or loss. These include cumulative translation adjustments, gains or losses on derivatives designated as hedging instruments in an effective hedge, unrealized gains or losses on financial assets at FVOCI, remeasurement gains or losses on pension and their income tax effects.

Treasury Shares. Acquisitions of treasury shares are recorded at cost. The total cost of treasury shares is shown in the consolidated statement of financial position as a deduction from the total equity. Upon re-issuance or resale of the treasury shares, cost of common stock held in treasury account is credited for the cost of the treasury shares determined using the simple average method. Gain on sale is credited to additional paid-in capital. Losses are charged against additional paid-in capital but only to the extent of previous gain from original issuance, sale or retirement for the same class of stock. Otherwise, losses are charged to retained earnings.

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the JFC Group expects to be entitled in exchange for those goods or services. The JFC Group assesses its revenue arrangements against specific criteria to determine if it is acting as a principal or as an agent. The JFC Group has concluded that it is acting as principal in majority of its revenue arrangements. The following specific recognition criteria must also be met before revenue is recognized:



Sale of Goods. Revenue from sale of goods is recognized at the point in time when control is transferred to the customer, which is normally upon delivery. Sales returns and discounts are deducted from sales to arrive at net sales shown in the consolidated statement of comprehensive income.

Royalty Fees. Revenue from royalty fees is recognized as the royalty accrues based on certain percentages of the franchisees' net sales.

Set-up Fees. Revenue from set-up fees is recognized on a straight-basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

System-wide Advertising Fees. Revenues consisting of reimbursements of network advertising and promotional costs from franchisees are recognized upon performance of service.

Service Fees. Revenue is recognized in the period in which the service has been rendered.

Management Fees. Revenue is recognized in the period in which the administration services has been rendered based on a certain percentage of the total costs incurred.

Other Revenues

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

Rent Income. Rent income from short-term leases and leases of low-value asset is recognized on a straight-line basis over the lease terms.

Interest Income. Interest income is recognized as the interest accrues, taking into account the effective yield on the asset.

Other Income. Other income is recognized when there is an incidental economic benefit, other than the usual business operations, that will flow to the JFC Group through an increase in asset or reduction in liability and that can be measured reliably.

Cost and Expenses

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

Advertising and promotion expenses include costs incurred for advertising schemes and promotional activities for new products.

Pension Benefits

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

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

Pension expense comprises the following:

- Service cost; and,
- Net interest on the 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 part of pension expense. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the pension liability or asset is the change during the period in the liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the pension liability or asset. Net interest on the pension liability or asset is recognized under “Direct costs” and “General and administrative expenses” in the consolidated statement of comprehensive income.

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

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

The JFC Group also participates in various government-defined contribution schemes for the PRC-based and USA-based subsidiaries. Under these schemes, pension benefits of existing and retired employees are guaranteed by the local pension benefit plan, and each subsidiary has no further obligations beyond the annual contribution.

Employee Leave Entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. JFC Group recognizes undiscounted liability for leave expected to be settled wholly before twelve months after the end of the annual reporting period.

Share-based Payments

The JFC Group has stock option plans granting its management and employees an option to purchase a fixed number of shares of stock at a stated price during a specified period (“equity-settled transactions”).

The cost of the options granted to the JFC Group’s management and employees that becomes vested is recognized in profit or loss over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant management and employees become fully entitled to the award (“vesting date”).

The fair value is determined using the Black-Scholes Option Pricing Model. The cumulative expense recognized for the share-based transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the JFC Group’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit in profit or loss or the investment account for a period represents the movement in cumulative expense recognized as of the beginning and end of that period.



No expense is recognized for awards that do not ultimately vest.

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

Where a share-based award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if there were a modification of the original award.

Leases

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

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

- *Right-of-Use Assets.* The JFC Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Unless the JFC Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.
- *Lease Liabilities.* At the commencement date of the lease, the JFC Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the JFC Group uses the incremental borrowing rate (IBR) at the lease commencement date if the interest rate implicit in the lease is not readily determinable. In determining the IBR, the JFC Group uses risk-free rate plus credit spread where the credit spread is based on the credit risk of the lessee. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.



The JFC Group's lease liabilities are included in interest-bearing loans and borrowings.

- *Short-term Leases and Leases of Low-value Assets.* The JFC Group applies the short-term lease recognition exemption to its short-term leases of QSR outlets. It also applies the lease of low-value assets recognition exemption to leases of that are considered of low value (i.e., below USD5,000 or approximately ₱250,000). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.
- *Subleases of Underlying Asset.* The JFC Group continues to account for the original lease (the head lease) as a lessee and accounts for the sublease as the lessor (intermediate lessor).
- *Lease Modification.* Lease modification is defined 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).

A lessee shall account for a lease modification as a separate lease if both:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets; and,
- The consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, at the effective date of the lease modification a lessee shall:

- Allocate the consideration in the modified contract;
- Determine the lease term of the modified lease; and,
- Remeasure the lease liability by discounting the revised lease payments using a revised discount rate. The revised discount rate is determined as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, of the lessee's incremental borrowing rate at the effective date of the modification, if the interest rate implicit in the lease cannot be readily determined. The lessee shall account for the remeasurement of the lease liability by:
 - Decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease. The lessee shall recognize in profit or loss any gain or loss relating to partial or full termination of the lease; or,
 - Making corresponding adjustment to the right-of-use asset for all other lease modifications.

As a practical expedient, a lessee may elect not to assess whether a rent concession occurring as a direct consequence of Covid-19 pandemic is a lease modification and only if all of the following conditions are met:

- The change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- Any reduction in lease payment affects only payments originally due on or before June 30, 2022; and,



- There is no substantive change to other terms and conditions of the lease.

Rent concession from lessors were accounted for as negative variable lease payments in profit or loss.

JFC Group as Lessor. Leases in which the JFC Group does not transfer to the lessee substantially all the risks and benefits incidental to ownership an asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the operating lease receivable and recognized over the lease term on the same basis as rent income. Rent income from operating leases is accounted for on a straight-line basis over the lease term and is recognized as income in profit or loss. Contingent rents are recognized as revenue in the period in which they are earned.

JFC Group as an Intermediate Lessor. Sublease is classified at the inception date as a finance lease or an operating lease. Subleases in which the JFC Group determined that the lease term constitute a major part of the economic life of the underlying asset and at the inception date, the present value of the minimum lease payment amounts to substantially all of the fair value of the underlying asset are classified as finance lease.

If the sublease is classified as finance lease, JFC Group as an intermediate lessor:

- Derecognizes the right-of-use asset relating to the head lease that it transfers to the sublessee and recognizes the net investment in the sublease;
- Recognizes any difference between the right-of-use asset and the net investment in the sublease in profit or loss; and,
- Retains the lease liability relating to the head lease in its consolidated statement of financial position, which represents the lease payments owed to the head lessor.

During the term of the sublease, JFC Group recognizes both finance income on the sublease and interest expense on the head lease.

If the sublease is classified as an operating lease, JFC Group retains the lease liability and the right-of-use asset relating to the head lease in its consolidated statement of financial position. During the term of the sublease, JFC Group recognizes a depreciation charge for the right-of-use asset and interest on the lease liability and recognizes rent income from the sublease.

Foreign Currency Transactions and Translations

The consolidated financial statements are presented in Philippine Peso, which is the Parent Company's functional and presentation currency. Each entity in the JFC Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. The functional currency of subsidiaries domiciled and operating in the Philippines are also determined to be the Philippine Peso. Where the functional currency is the Philippine Peso, transactions in foreign currencies are recorded in Philippine Peso using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are restated using the closing rate of exchange at reporting date. All differences are recognized in profit or loss. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

The functional currencies of the JFC Group's foreign operations are US dollar (USD), PRC Renminbi (RMB), Vietnam dong (VND), Singapore dollar (SGD), Malaysian ringgit (MYR), Canadian dollar (CND), Euro, Pound (GBP), Hong Kong dollar (HKD), Indonesia rupiah (IDR) and Macau pataca (MOP). As of the reporting date, the assets and liabilities of foreign subsidiaries are translated into



the presentation currency of the Parent Company at the rate of exchange ruling at the reporting date while the income and expense accounts are translated at the weighted average exchange rates for the year. The resulting translation differences are included in equity under the account "Cumulative translation adjustments of foreign subsidiaries and interests in joint ventures and associates." On disposal of a foreign subsidiary, the accumulated exchange differences are recognized in profit or loss.

Taxes

Current Tax. Current tax liabilities for the current and prior periods are measured at the amount expected to be paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at reporting date.

Current income tax relating to items recognized directly in equity is recognized in equity (not in the profit or loss). 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 balance sheet liability method, on all temporary differences at reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit; and,
- in respect of deductible temporary differences associated with investments in subsidiaries and interest in joint ventures and associates, 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 assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

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

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



Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantially 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 another equity account.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances change. The adjustment is either treated as reduction in goodwill, as long as it does not exceed goodwill, if it was incurred during the measurement year or recognized in profit or loss.

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

Value Added Tax (VAT). Revenue, expenses and assets are recognized net of the amount of VAT, if applicable.

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as part of “Trade payables and other current liabilities” account in the consolidated statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as part of “Other current assets” account in the consolidated statement of financial position.

Earnings per Share (EPS) Attributable to Equity Holders of the Parent Company

Basic EPS is calculated by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the year, after considering the retroactive effect of stock dividend declaration, if any.

Diluted EPS is computed by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the period, adjusted for any potential common shares resulting from the assumed exercise of outstanding stock options. Outstanding stock options will have dilutive effect under the treasury stock method only when the average market price of the underlying common share during the period exceeds the exercise price of the option.

Where the EPS effect of the shares to be issued to management and employees under the stock option plan would be anti-dilutive, the basic and diluted EPS would be stated at the same amount.

Provisions

Provisions are recognized when the JFC Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and 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 assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.



Contingencies

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

Business Segments

The JFC Group is organized and managed separately according to the nature of operations and geographical locations of businesses. The three major operating businesses of the JFC Group are food service, franchising and leasing while geographical segments are segregated to Philippine businesses and international businesses. These operating and geographical businesses are the basis upon which the JFC Group reports its primary segment information presented in Note 5.

Events after the Reporting Period

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

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts in the consolidated financial statements and related notes at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

The JFC Group believes the following represents a summary of these significant judgments, estimates and assumptions and the related impact and associated risks on the JFC Group's consolidated financial statements.

Judgments

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

Revenue Contracts with Customers - Determining the Timing of Satisfaction of Set-up Fees. The JFC Group undertakes activities prior to store opening (e.g., initial training, site development, systems set-up, etc.) as indicated in the franchise agreement. The JFC Group determines whether these activities are capable of being distinct (i.e., whether the franchisee can benefit on each of these activities on a standalone basis) and whether these activities are distinct within the context of the franchise agreement (i.e., whether these activities can be separated from the franchise license granted to the franchisee).

The JFC Group determined that revenue from set-up fees should be recognized on a straight-line basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

Principal versus Agent Consideration. The JFC Group's agreement with the franchisee includes the right to charge the franchisee its share in the JFC Group's nationwide advertising and marketing efforts as well as fees for the JFC Group's administration of various advertisements, network and



media placements. The JFC Group determined that it is acting as principal for the nationwide advertising because it is the JFC Group who retains the right to direct the service provider of the advertisements, network and media placements, and has the discretion on how to price the advertising fee charges. The JFC Group considers both the legal form and the substance of its agreement to determine each party's respective roles in the agreement.

Determining the Lease Term of Contracts with Renewal Options - JFC Group as Lessee. The JFC Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The JFC Group has the option, under some of its leases to lease the assets for additional terms of 5 to 15 years. The JFC Group applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the JFC Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (e.g., a change in business strategy). The JFC Group included the renewal period as part of the lease term for leases of QSR outlets and warehouses due to the significance of these assets to its operations. These leases have a short non-cancellable period (i.e., 5 to 10 years) and there will be a significant negative effect on operations if a replacement is not readily available.

Assessing Joint Control of an Arrangement and the Type of Arrangement. Joint control is the contractually agreed sharing of control of an arrangement which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The JFC Group assessed that it has joint control in all joint arrangements by virtue of a contractual agreement with other stockholders. The JFC Group's joint ventures have separate legal entities and the shareholders have right to their net assets (see Note 11).

Material Partly-Owned Subsidiaries. The consolidated financial statements include additional information about subsidiaries that have non-controlling interests that are material to the JFC Group (see Note 11). Management determined material partly-owned subsidiaries as those with balance of non-controlling interest greater than 5% of total non-controlling interests and those subsidiaries with activities that are important to the JFC Group as at end of the period.

Material Joint Ventures and Associates. The consolidated financial statements include additional information about joint ventures and associates that are material to the JFC Group (see Note 11). Management determined material joint ventures and associates as those joint ventures and associates where the JFC Group's carrying amount of investment is greater than 5% of the total interests in joint ventures and investments in associates as at end of the period.

Estimates and Assumptions

The key estimates and assumptions concerning the future and other key sources of estimation uncertainty at reporting date that has a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. The JFC Group based its assumptions and estimates on parameters available when the consolidated financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to changes on market circumstances arising beyond the control of the JFC Group. Such changes are reflected in the assumptions when they occur.



Determination of Purchase Price Allocation. On September 24, 2019, the JFC Group, through SMCC-HU, acquired CBTL for the total consideration of ₱17,098.7 million (see Note 11). In identifying the assets acquired and liabilities assumed, management has determined that part of the assets being acquired pertains to the trademark and other intangibles of CBTL amounting to ₱19,333.0 million.

Management has measured the trademarks and other intangible assets based on the valuation report prepared by the external valuation specialist and the property and equipment that were acquired using the appraisal reports that were prepared by an independent appraiser. The trademarks were valued using the relief-from-royalty method wherein the fair value of trademarks is based on cost savings from owning the trademarks. Significant assumptions and estimates used include comparable royalty rates, long-term growth rates, discount rates based on available market data and revenue growth rate forecasts. The property and equipment were valued using the replacement cost. Adjustments were made to replacement cost to reflect depreciation. The valuation of other intangible assets was based on market values using income approach.

Recoverability of Trademarks, Goodwill and Other Intangible Assets. The JFC Group determines whether trademarks, goodwill and other intangible assets with indefinite useful life is impaired at least on an annual basis or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. This requires an estimation of the value in use of the CGU to which the goodwill is allocated. Estimating the value in use requires the JFC Group to make an estimate of the expected net sales, long-term growth rates and earnings before interest, taxes, depreciation and amortization (EBITDA) from the CGU and also consider market data in determining discount rate in order to calculate the present value of those cash flows. In addition, the assumptions are also subjected to a higher level of estimation uncertainty due to the current economic conditions which have been impacted by the Covid-19 pandemic.

Management has determined that trademarks, goodwill and other intangible assets are not impaired. The carrying amount of trademarks, goodwill and other intangible assets amounted to ₱50,610.9 million and ₱50,224.1 million as at December 31, 2021 and 2020, respectively (see Note 14).

Recoverability of Interests in and Advances to Joint Ventures, Co-venturers and Associates. The JFC Group performs impairment test of its interests in and advances to joint ventures, co-venturers and associates when there are facts and circumstances indicating that their carrying amounts exceed their recoverable amounts. Determining the recoverable amount of assets, which requires the determination of future cash flows expected to be generated from the continued operations of joint ventures and associates, requires the JFC Group to make significant assumptions that can materially affect the consolidated financial statements. These assumptions include long-term growth rates, EBITDA and discount rate. Future events could cause the JFC Group to conclude that the assets are impaired. Any resulting impairment loss could have a material adverse impact on the JFC Group's financial position and performance.

The carrying amounts of interests in and advances to joint ventures, co-venturers and associates as at December 31, 2021 and 2020 are as follows (see Note 11):

	2021	2020
Interests in joint ventures	₱10,989,369	₱4,904,383
Interests in associates	2,653,323	796,054
Advances to co-venturers	1,783,911	1,629,181

Recognition of Deferred Income Tax Assets. The carrying amounts of deferred tax assets at each reporting date is reviewed and reduced to the extent that sufficient taxable profits are available to allow all or part of the deferred tax assets to be utilized. The JFC Group's assessment on the recognition of



deferred tax assets is based on the forecasted taxable income taking into account the period in which the deductible temporary differences can be claimed in the Philippines, PRC and USA. This forecast is based on assumptions that are affected by expected future market or economic conditions and the expected future performance as well as management's plans and strategies of the relevant taxable entities, including the Parent Company and certain subsidiaries. The effect of Covid-19 pandemic on the macroeconomic factors are also used in developing the assumptions.

The carrying amount of the recognized deferred tax assets amounted to ₱17,086.6 million and ₱15,463.9 million as at December 31, 2021 and 2020, respectively. Unrecognized deferred tax assets amounted to ₱2,706.4 million and ₱3,321.2 million as at December 31, 2021 and 2020, respectively (see Note 24).

Impairment of Property, Plant and Equipment, Right-of-use Assets and Investment Properties. The JFC Group performs impairment review of right-of-use assets, property, plant and equipment and investment properties when certain impairment indicators are present. In 2021 and 2020, Management has identified store closures and pre-termination of underlying lease agreements due to Covid-19 pandemic as impairment indicators and has performed impairment assessment on its property, plant and equipment and right-of-use assets and has identified the related lease pre-termination costs, if any.

Determining the fair value of assets, which requires the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the JFC Group to make estimates and assumptions that can materially affect the consolidated financial statements. Future events could cause the JFC Group to conclude that the assets are impaired. Any resulting impairment loss could have a material adverse impact on the JFC Group's financial position and performance.

Provision for impairment loss recognized on property, plant and equipment and right-of-use assets amounted to ₱44.4 million, ₱1,846.9 million and ₱399.2 million in 2021, 2020 and 2019, respectively. Reversal of previously recognized impairment loss amounted to ₱675.7 million, ₱76.2 million and ₱29.2 million in 2021, 2020 and 2019, respectively (see Notes 12 and 22).

The aggregate carrying values of property, plant and equipment, right-of-use assets and investment properties as at December 31, 2021 and 2020 are as follows:

	2021	2020
Property, plant and equipment (see Note 12)	₱30,608,819	₱28,684,131
Right-of-use assets (see Note 29)	38,168,366	34,224,143
Investment properties (see Note 13)	—	572,722

Impairment of Receivables and Contract Assets. The JFC Group uses a provision matrix to calculate ECLs for its receivables and contract assets. The provision rates are based on days past due.

The provision matrix is initially based on the JFC Group's historical observed default rates. The JFC Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed default rates, forward-looking information, and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The JFC Group's historical credit loss experience and forecast of economic conditions may also not be representative of customers' actual default in the future.



Other than the considerations on the impact of Covid-19 on macroeconomic factors used as inputs to the ECL calculation, there have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Provision for impairment loss on receivables amounted to ₱210.9 million, ₱281.9 million and ₱25.3 million in 2021, 2020 and 2019, respectively (see Note 22). Reversal of previously recognized impairment loss amounted to ₱54.2 million, nil and ₱91.4 million in 2021, 2020 and 2019, respectively (see Note 22). The carrying amount of receivables and contract assets amounted to ₱7,246.0 million and ₱7,049.9 million as at December 31, 2021 and 2020, respectively (see Note 7).

Net Realizable Value of Inventories. The JFC Group writes down inventories to net realizable value, through the use of an allowance account, whenever the net realizable value of inventories becomes lower than the cost due to damage, physical deterioration, obsolescence, changes in price levels or other causes (i.e., Covid-19 pandemic).

The estimates of net realizable value are based on the most reliable evidence available at the time the estimates are made of the amounts the inventories are expected to be realized. These estimates take into consideration fluctuations of prices or costs directly relating to events occurring after reporting date to the extent that such events confirm conditions existing at reporting date. The allowance account is reviewed on a regular basis to reflect the accurate valuation in the financial records.

The JFC Group assessed that the net realizable value for some inventories is lower than cost, hence, it recognized provision for inventory obsolescence amounting to ₱23.7 million, ₱332.5 million and ₱16.7 million in 2021, 2020 and 2019, respectively (see Note 22). Reversal of previously recognized impairment loss amounted to ₱9.5 million, ₱82.4 million and ₱26.5 million in 2021, 2020 and 2019, respectively (see Note 22). The carrying amount of inventories amounted to ₱9,355.3 million and ₱8,295.8 million as at December 31, 2021 and 2020, respectively (see Note 8).

Present Value of Defined Benefit Obligation. The pension expense as well as the present value of the defined benefit obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates and the future salary increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

Future salary increases are based on budgetary salary increases.

The carrying amount of pension liability amounted to ₱2,416.5 million and ₱2,917.5 million as at December 31, 2021 and 2020, respectively (see Note 25).

Share-based Payments. The Parent Company measures the cost of its equity-settled transactions with management and employees by reference to the fair value of the equity instruments at the grant date. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about these inputs. The fair value of the share option is being determined using the Black-Scholes Option Pricing Model. The expected life of the stock options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of the Parent Company.



Total expense arising from share-based payment recognized by the JFC Group amounted to ₱155.5 million, ₱188.3 million and ₱262.9 million in 2021, 2020 and 2019, respectively (see Notes 19, 22 and 26).

Fair Value of Financial Assets and Liabilities. When the fair values of financial assets and financial liabilities recorded or disclosed in the consolidated statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but when this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The fair value of financial assets and liabilities are discussed in Note 32.

Provisions and Contingencies. The JFC Group is involved in litigations, claims and disputes, and regulatory assessments which are normal to its business. The estimate of the probable costs for the resolution of these claims has been developed in consultation with the JFC Group's legal counsels and based upon an analysis of potential results (see Note 17). The inherent uncertainty over the outcome of these matters is brought about by the differences in the interpretation and application of laws and rulings. Management believes that the ultimate liability, if any, with respect to the litigations, claims and disputes, and regulatory assessments will not materially affect the financial position and performance of the JFC Group.

Total outstanding provisions amounted to ₱1,035.6 million and ₱1,326.7 million as at December 31, 2021 and 2020, respectively (see Notes 1, 17 and 30).

5. Segment Information

For management purposes, the JFC Group is organized into segments based on the nature of the products and services offered and geographical locations. The Executive Management Committee monitors the operating results of its segments separately for resource allocation and performance assessment. Segment results are evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the consolidated financial statements.

Business Segments

The JFC Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

- The food service segment is involved in the operations of QSRs and the manufacture of food products to be sold to JFC Group-owned and franchised QSR outlets.
- The franchising segment is involved in the franchising of the JFC Group's QSR store concepts.
- The leasing segment leases store sites mainly to the JFC Group's independent franchisees.



The following tables present certain information on revenues, expenses and other segment information of the different business segments for the years ended December 31, 2021, 2020 and 2019:

	2021				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Revenues from external customers	₱143,670,738	₱9,591,132	₱313,720	₱-	₱153,575,590
Inter-segment revenues	23,888,763	3,199,748	5,826,577	(32,915,088)	-
Segment revenues	167,559,501	12,790,880	6,140,297	(32,915,088)	153,575,590
Segment expenses	(169,515,241)	(5,478,593)	(5,674,558)	32,915,088	(147,753,304)
Reversals of impairment loss on receivables, inventories, property, plant and equipment and right-of-use assets - net of provisions	452,327	-	-	-	452,327
Equity in net losses of joint ventures and associates - net	(43,423)	-	-	-	(43,423)
Other segment income	3,893,018	-	-	-	3,893,018
Segment result	₱2,346,182	₱7,312,287	₱465,739	₱-	10,124,208
Interest income					164,967
Interest expense					(4,145,749)
Income before income tax					6,143,426
Provision for income tax					(641,435)
Net income					₱5,501,991

	2020				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Revenues from external customers	₱121,887,963	₱7,143,865	₱281,174	₱-	₱129,313,002
Inter-segment revenues	21,848,511	3,090,888	5,358,264	(30,297,663)	-
Segment revenues	143,736,474	10,234,753	5,639,438	(30,297,663)	129,313,002
Segment expenses	(160,006,111)	(4,691,713)	(5,421,583)	30,297,663	(139,821,744)
Impairment losses on receivables, inventories, property, plant and equipment, right-of-use assets and other assets - net of reversals	(2,302,721)	-	-	-	(2,302,721)
Equity in net losses of joint ventures and associates - net	(1,081,308)	-	-	-	(1,081,308)
Other segment income	4,161,177	-	-	-	4,161,177
Segment result	(₱15,492,489)	₱5,543,040	₱217,855	₱-	(9,731,594)
Interest income					226,616
Interest expense					(3,787,652)
Loss before income tax					(13,292,630)
Benefit from income tax					659,007
Net loss					(₱12,633,623)

	2019				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Revenues from external customers	₱167,227,077	₱11,949,859	₱449,252	₱-	₱179,626,188
Inter-segment revenues	41,824,266	3,707,162	7,605,038	(53,136,466)	-
Segment revenues	209,051,343	15,657,021	8,054,290	(53,136,466)	179,626,188
Segment expenses	(211,536,195)	(6,708,270)	(7,745,021)	53,136,466	(172,853,020)
Impairment losses on receivables, inventories and property, plant and equipment - net of reversals	(294,178)	-	-	-	(294,178)
Equity in net earnings of joint ventures and associates - net	23,384	-	-	-	23,384
Other segment income	6,849,340	-	878	-	6,850,218
Segment result	₱4,093,694	₱8,948,751	₱310,147	₱-	13,352,592
Interest income					400,657
Interest expense					(3,187,298)
Income before income tax					10,565,951
Provision for income tax					(3,055,170)
Net income					₱7,510,781



The following tables present certain information on assets and liabilities and other segment information of the different business segments as at December 31, 2021 and 2020:

	2021				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Assets and Liabilities					
Segment assets	₱203,313,667	₱—	₱649,705	₱—	₱203,963,372
Deferred tax assets - net	6,869,561	—	5,294	—	6,874,855
Consolidated assets	₱210,183,228	₱—	₱654,999	₱—	₱210,838,227
Segment liabilities	₱110,544,308	₱—	₱172,257	₱—	₱110,716,565
Deferred tax liabilities - net	3,428,713	—	—	—	3,428,713
Long-term debt - including current portion	22,360,177	—	—	—	22,360,177
Income tax payable	125,612	—	23,005	—	148,617
Consolidated liabilities	₱136,458,810	₱—	₱195,262	₱—	₱136,654,072
Other Segment Information					
Capital expenditures	₱7,874,955	₱—	₱—	₱—	₱7,874,955
Depreciation and amortization	13,479,108	—	3,157	—	13,482,265
	2020				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Assets and Liabilities					
Segment assets	₱204,238,510	₱—	₱457,236	₱—	₱204,695,746
Deferred tax assets - net	6,118,812	—	(4,428)	—	6,114,384
Consolidated assets	₱210,357,322	₱—	₱452,808	₱—	₱210,810,130
Segment liabilities	₱119,377,629	₱—	₱90,187	₱—	₱119,467,816
Deferred tax liabilities - net	3,855,579	—	—	—	3,855,579
Long-term debt - including current portion	19,258,213	—	—	—	19,258,213
Income tax payable	195,664	—	994	—	196,658
Consolidated liabilities	₱142,687,085	₱—	₱91,181	₱—	₱142,778,266
Other Segment Information					
Capital expenditures	₱5,922,003	₱—	₱—	₱—	₱5,922,003
Depreciation and amortization	14,564,126	—	4,614	—	14,568,740

Geographical Segments

The JFC Group's geographical segments are based on the location of the assets producing revenues in the Philippines and in other locations which include PRC, USA, Canada, Vietnam, UAE, Hongkong, Macau, Brunei, Singapore, Malaysia, Italy and UK. Sales to external customers disclosed in the geographical segments are based on the geographical location of the customers.

Majority of the JFC Group's revenues were generated from the Philippines, which is the Parent Company's country of domicile.

The JFC Group does not have a single external customer which revenue amounts to 10% or more of the JFC Group's revenues.

The following tables present segment revenues, segment assets and capital expenditures of the JFC Group's geographical segments as at and for the years ended December 31:

	2021			
	Philippines	International	Eliminations	Consolidated
Segment revenues	₱94,301,174	₱60,921,581	(₱1,647,165)	₱153,575,590
Segment assets	63,899,625	140,063,747	—	203,963,372
Capital expenditures	1,584,235	6,290,720	—	7,874,955



	2020			
	Philippines	International	Eliminations	Consolidated
Segment revenues	₱78,405,439	₱51,886,417	(₱978,854)	₱129,313,002
Segment assets	64,631,999	140,063,747	–	204,695,746
Capital expenditures	1,900,199	4,021,804	–	5,922,003

	2019			
	Philippines	International	Eliminations	Consolidated
Segment revenues	₱129,913,889	₱50,551,864	(₱839,565)	₱179,626,188
Segment assets	82,313,934	100,679,567	–	182,993,501
Capital expenditures	6,449,194	3,592,718	–	10,041,912

Revenue from Contracts with Customers

Set out below is the disaggregation of the JFC Group's revenue from contracts with customers:

	2021		
Revenue Source	Food Service	Franchising	Total
Sale of goods	₱142,586,436	₱–	₱142,586,436
Royalty fees	–	7,125,470	7,125,470
Set-up fees	–	186,817	186,817
System-wide advertising fees	–	2,278,845	2,278,845
Other revenues	1,084,302	–	1,084,302
Total revenue from contracts with customers	₱143,670,738	₱9,591,132	₱153,261,870

Timing of recognition:

Goods transferred at a point in time	₱143,670,738
Services transferred over time	9,591,132
	₱153,261,870

	2020		
Revenue Source	Food Service	Franchising	Total
Sale of goods	₱121,245,043	₱–	₱121,245,043
Royalty fees	–	5,426,460	5,426,460
Set-up fees	–	116,580	116,580
System-wide advertising fees	–	1,600,825	1,600,825
Other revenues	9,465	–	9,465
Total revenue from contracts with customers	₱121,254,508	₱7,143,865	₱128,398,373

Timing of recognition:

Goods transferred at a point in time	₱121,254,508
Services transferred over time	7,143,865
	₱128,398,373



Revenue Source	2019		
	Food Service	Franchising	Total
Sale of goods	₱166,909,364	₱—	₱166,909,364
Royalty fees	—	8,477,040	8,477,040
Set-up fees	—	471,711	471,711
System-wide advertising fees	—	3,001,108	3,001,108
Other revenues	317,713	—	317,713
Total revenue from contracts with customers	₱167,227,077	₱11,949,859	₱179,176,936
Timing of recognition:			
Goods transferred at a point in time			₱167,227,077
Services transferred over time			11,949,859
			₱179,176,936

6. Cash and Cash Equivalents and Short-term Investments

Cash and Cash Equivalents

This account consists of:

	2021	2020
Cash on hand	₱302,159	₱324,779
Cash in banks	15,309,537	14,170,871
Short-term deposits	9,080,979	6,865,836
	₱24,692,675	₱21,361,486

Cash in banks earn interest at the respective savings or special demand deposit rates. Short-term deposits are made for varying periods of up to three months depending on the immediate cash requirements of the JFC Group, and earn interest at the respective short-term deposit rates.

Short-term Investments

The JFC Group also has short-term investments amounting to ₱79.7 million and ₱441.0 million as at December 31, 2021 and 2020, respectively. These pertain to deposits with maturities of more than three months but less than a year.

Interest income earned from cash and cash equivalents and short-term investments amounted to ₱77.0 million, ₱114.8 million and ₱273.0 million for the years ended December 31, 2021, 2020 and 2019, respectively (see Note 23).



7. Receivables and Contract Assets

This account consists of:

	2021	2020
Trade	₱5,357,872	₱5,466,778
Less allowance for impairment loss	503,462	658,633
	4,854,410	4,808,145
Receivable from retirement fund (see Notes 25 and 27)	694,401	878,710
Advances to employees	326,081	221,045
Current portion of employee car plan receivables (see Note 15)	54,492	59,337
Interest receivable	4,579	6,685
Others	93,815	87,674
	6,027,778	6,061,596
Contract assets	1,218,208	988,338
	₱7,245,986	₱7,049,934

The terms and conditions of the receivables are as follows:

- Trade receivables are noninterest-bearing and are generally settled on a 14-day term. The JFC Group classified accrued receivables as contract assets, which are billed and collected in the next 12 months.
- Receivable from retirement fund represents benefit payments made by the JFC Group for and on behalf of the retirement plans. The receivable is noninterest-bearing.
- Advances to employees, current portion of employee car plan receivables and other receivables are normally collectible within the next financial year.
- Other receivables consist of receivables from the Social Security System (SSS) and insurance claims.

The movements in the allowance for impairment loss on trade receivables as at December 31 are as follows:

	2021	2020
Balance at beginning of year	₱658,633	₱392,357
Write-offs	(299,138)	(11,582)
Provisions (see Note 22)	210,870	281,866
Reversals (see Note 22)	(54,215)	—
Translation adjustments	(12,688)	(4,008)
Balance at end of year	₱503,462	₱658,633



8. Inventories

This account consists of:

	2021	2020
At net realizable value:		
Food supplies and processed inventories	₱8,588,435	₱7,590,490
Novelty items	62,560	89,472
	8,650,995	7,679,962
At cost -		
Packaging, store and other supplies	704,334	615,866
Total inventories at lower of cost and net realizable value	₱9,355,329	₱8,295,828

The cost of food supplies and processed inventories, and novelty items carried at net realizable value amounted to ₱8,676.9 million and ₱217.5 million, respectively, as at December 31, 2021 and ₱7,694.9 million and ₱253.6 million, respectively, as at December 31, 2020.

The movements in the allowance for inventory obsolescence as at December 31 are as follows:

	2021	2020
Balance at beginning of year	₱268,564	₱21,430
Write-offs	(42,294)	(1,804)
Provisions (see Note 22)	23,721	332,505
Reversals (see Note 22)	(9,475)	(82,354)
Translation adjustments	2,904	(1,213)
Balance at end of year	₱243,420	₱268,564

9. Other Current Assets

This account consists of:

	2021	2020
Prepaid expenses:		
Taxes	₱4,232,101	₱3,232,092
Rent	973,877	909,537
Supplies	100,689	61,917
Insurance and others	599,013	457,824
Deposits to suppliers and other third parties	2,655,819	2,431,638
Land assets held for sale (see Notes 12 and 13)	1,015,616	—
Current portion of security and other deposits (see Note 15)	18,360	140,736
	₱9,595,475	₱7,233,744

Terms and conditions of other current assets are as follows:

- Prepaid taxes represent creditable withholding taxes that can be applied in the following year against the corporate income tax due or can be claimed as tax refund from the BIR. This also includes prepaid real property and local business taxes which are expected to be utilized within the next twelve months.



- Prepaid rent pertains to short-term leases of store and office spaces that are paid in advance. Supplies consist of various office and administrative supplies. Prepaid rent, insurance and others are normally utilized within the next financial year.
- Deposits to suppliers and other third parties are generally applied to purchase of inventories and availment of services within the next financial year.
- In 2021, the JFC Group engaged property agents to start marketing all its land assets, including improvements attached thereto, except for certain parcels of land assets to be exchanged for shares of common stock of CentralHub (see Note 11) and units in the Project (see Note 13) which related transactions are expected to be completed in 2022. Three (3) of the parcels of land were sold in 2021 (see Note 13) and based on market conditions a sale within 12 months is highly probable. The lower of the carrying amount and fair value less costs to sell of all its land assets were reclassified as held for sale as at December 31, 2021.

Land assets held for sale are categorized under Level 3 fair value measurement (see Note 32).

10. Financial Assets at FVTPL

This account consists of:

	2021	2020
Investment in bond funds	₱14,412,902	₱35,658,565
Investment in club shares	40,232	33,792
	14,453,134	35,692,357
Less current portion	14,412,902	35,658,565
Noncurrent portion	₱40,232	₱33,792

In July 2020, unused proceeds from the issuance of senior perpetual securities and senior debt securities in January 2020 and June 2020, respectively, totaling to USD759.8 million (₱37,857.1 million) were invested by the JFC Group in bond funds (see Notes 18 and 19).

Investment in club shares includes investment in shares of stocks of Manila Polo Club, Tagaytay Highlands and other golf and leisure clubs.

The movements in financial assets at FVTPL are as follows:

	2021	2020
Balance at beginning of year	₱35,692,357	₱38,202
Additions	86,478	37,857,050
Redemptions	(23,022,553)	(3,066,548)
Marked-to-market gain on financial assets at FVTPL (see Note 23)	196,986	1,317,728
Interest income (see Note 23)	72	—
Translation adjustment	1,499,794	(454,075)
Balance at end of year	₱14,453,134	₱35,692,357

The fair value of financial assets at FVTPL has been determined directly by reference to quoted prices in active market or inputs other than quoted prices that are directly or indirectly observable.



11. Business Combinations, Incorporation of New Subsidiaries, Material Non-controlling Interests and Interests in and Advances to Joint Ventures, Co-venturers and Associates

A. Business Combinations

Acquisition of CBTL. On June 4, 2019 and June 28, 2019, the JFC Group, through its wholly owned subsidiary, JWPL, incorporated Java Ventures, LLC in the state of Delaware, USA and Super Magnificent Coffee Company Pte. Ltd. (SMCC-SG) in Singapore, respectively.

On July 24, 2019, JWPL entered into an agreement with Brewheal Pte. Ltd. (Brewheal), a company based in Singapore, to invest USD100.0 million (₱5,118.0 million) in SMCC-SG to acquire 100% of The Coffee Bean & Tea Leaf (CBTL), specialty coffee and tea brand based in Los Angeles, California, USA. Consequently, Brewheal subscribed to 20% ordinary shares of SMCC-SG for a total consideration of USD70.0 million (₱3,650.5 million). SMCC-SG is 80% owned by JWPL and 20% owned by Brewheal. The difference between the value of the ordinary shares purchased and the subscription price amounting to USD36.0 million (₱1,877.4 million) is recognized and included in equity under “Other reserve” account in the consolidated statements of financial position.

The agreement between JWPL and Brewheal provides a mechanism wherein JWPL has the option, but not the obligation, to purchase the 20% ordinary shares of SMCC-SG held by Brewheal and to subscribe for up to 10% of the ordinary shares of SMCC-SG, respectively, upon the occurrence of a call option event enumerated in the agreement from the date of acquisition of CBTL up to September 24, 2029.

On September 11, 2019, the JFC Group, through SMCC-SG, incorporated Super Magnificent Coffee Company Hungary Kft. (SMCC-HU), a holding company based in Hungary.

On September 24, 2019, SMCC-SG, through its wholly owned subsidiary, SMCC-HU, completed the 100% acquisition of CBTL. The closing of the transactions was effected after the completion of closing conditions, including required government approvals, provided under the executed Unit Purchase Agreement (UPA).

Consistent with the terms of the executed UPA, the JFC Group, through SMCC-HU acquired CBTL for USD350.0 million (₱18,252.5 million) on a debt-free basis. SMCC-HU paid in cash amounting to USD329.1 million (₱17,163.0 million). The balance amounting to USD20.9 million (₱1,089.5 million) was applied to CBTL’s debt from unearned revenue from gift certificates sold assumed by SMCC-HU at acquisition date.

Transaction costs of USD0.7 million (₱36.6 million) have been expensed and are included in general and administrative expenses in the consolidated statement of comprehensive income for the year ended December 31, 2019.

The JFC Group included CBTL in its financial consolidation starting September 24, 2019 (the “acquisition date”).



The fair value of the identifiable assets acquired and liabilities assumed as at the date of the acquisition which was finalized in 2020 were as follows:

Cash and cash equivalents	₱221,426
Receivables	361,192
Inventories	1,162,540
Other current assets	144,177
Right-of-use assets	11,709,851
Property, plant and equipment	3,978,818
Trademarks and other intangibles (see Note 14)	19,333,001
Other noncurrent assets	350,294
Total identifiable assets acquired	37,261,299
Less:	
Trade payables and other current liabilities	1,957,587
Lease liabilities	12,472,792
Other noncurrent liabilities	731,091
Deferred tax liabilities	745,839
Total identifiable liabilities assumed	15,907,309
Net identifiable assets acquired	₱21,353,990

The amount of gain on bargain purchase at acquisition date shown as part of “Other Income” determined as follows:

Cash consideration	₱17,098,666
Less fair value of net identifiable assets acquired	21,353,990
Gain on bargain purchase (see Note 23)	₱4,255,324

The net cash outflow from the acquisition is as follows:

Cash paid on acquisition	₱17,098,666
Less cash acquired from subsidiary	221,426
	₱16,877,240

Management has measured the trademarks that were acquired using the valuation report that was prepared by an independent valuation specialist. The trademarks were valued using the relief-from-royalty method wherein the fair value of the trademarks is based on cost savings from owning the trademarks. Significant assumptions and estimates used include comparable royalty rates, long-term growth rates, discount rates based on available market data and revenue growth rate forecasts. On September 24, 2019, SMCC-HU completed the acquisition of 100% of CBTL from previous shareholders. The previous shareholders had been looking for buyers for the past two years and were unable to sell CBTL. Upon notification and after doing due diligence, JFC Group agreed to purchase the business.

As part of the ownership restructuring, the trademarks of CBTL are required to be valued by an independent third party. Management determined that the bargain purchase gain was mainly attributable to the value of trademarks. The legal structure of CBTL was redesigned for fast growth both in the United States and Asia, driven mainly by franchising. This is in line with JFC Group’s plan to build a truly global business. Management expects CBTL to be accretive to JFC Group’s profit within a short period of time. The acquisition of the CBTL brand is JFC Group’s largest and most multinational with business presence in 27 countries. This will bring JFC Group closer to its vision to be one of the top 5 restaurant companies in the world in terms of market capitalization.



Combined with Highlands Coffee, the business mostly in Vietnam, the CBTL acquisition will enable JFC Group to become an important player in the large, fast growing, and profitable coffee business. CBTL is JFC Group's second largest business after Jollibee brand. Management's priority is to accelerate the growth of the CBTL brand particularly in Asia, by strengthening its brand development, marketing and franchise support system.

From the acquisition date, CBTL contributed ₱4,436.8 million of revenues and ₱153.5 million net loss to the JFC Group. If the business combination had taken place at the beginning of 2019, contribution to consolidated revenues and net loss for the year ended December 31, 2019 would have been ₱15,645.1 million and ₱1,634.1 million, respectively.

On June 23, 2021, SMCC-SG was granted a Development and Expansion Incentive under the International Headquarters Award by the Minister for Trade and Industry of Singapore, entitling SMCC-SG to a concessionary tax rate of 10% instead of 17%.

Business Combination Achieved in Stages

SJBF. On March 1, 2020, the JFC Group, through SJBF's wholly-owned subsidiary, Icon Burger Acquisition LLC (Icon Burger), acquired the remaining 30% interest in Smashburger Long Island JV LLC (Long Island) for a total cash consideration of USD2.9 million (₱149.5 million). The acquisition resulted to Smashburger Long Island becoming a wholly owned subsidiary of SJBF. On November 20, 2020, Icon Burger amended and restated a limited liability agreement to hold the 49% abandoned equity interest in Smashburger Westchester JV LLC (Westchester) without any cash consideration. The abandonment of membership interest resulted to Westchester becoming a wholly owned subsidiary of SJBF.

The difference in the carrying values of the minority interests over the acquisition cost at the date of acquisition of Long Island and Westchester, amounted to ₱95.8 million and ₱125.8 million, respectively. These were recognized under the "Excess of cost over the carrying value of non-controlling interests acquired", a separate component of "Equity Attributable to Equity Holders of the Parent Company" in the consolidated statements of financial position (see Note 19).

B. Incorporation of New Subsidiaries and Additional Investment to a Subsidiary

Bee World Pty. Ltd. (Bee World Australia). On May 11, 2021, the JFC Group, through its wholly owned subsidiary, JWPL, incorporated Bee World Australia to own and operate Jollibee stores in Australia. As at December 31, 2021, no capital investment has been made other than the investment to incorporate the new entity.

Magnificent Coffee Trading Pte. Ltd. (MCT). On December 7, 2020, the JFC Group, through its majority owned subsidiary, SMCC-SG, incorporated MCT in Singapore. As at December 31, 2021 and 2020, no capital investment has been made other than the investment to incorporate the new entity. MCT take over operations of roasting plant from an affiliate on April 1, 2021.

Hong Yun Hong (Shanghai) Food and Beverages Management Company Ltd. (Hong Yun Hong). On November 13, 2019, the JFC Group through its wholly owned subsidiary, GPPL, entered into an agreement with Dim Sum Pte. Ltd. (DSPL) to develop and operate Tim Ho Wan stores in Shanghai and other cities within PRC as may be agreed with the Franchisor.



Hong Yun Hong, incorporated on November 18, 2019, is 60% owned by GPPL and 40% owned by DSPL. GPPL and DSPL have committed to invest up to USD13 million (P658.3 million) to Hong Yun Hong. On September 8, 2021 and November 22, 2021, GPPL made additional investment amounting to USD1.2 million (P60.1 million) and USD1.8 million (P91.2 million), respectively. As at December 31, 2021 and 2020, the capital contribution of GPPL amounted to USD3.9 million (P196.9 million) and USD0.9 million (P45.6 million), respectively. Hong Yun Hong started its commercial operations on September 23, 2020.

Bee World Spain, Sociedad Limitada (Bee World Spain). On May 23, 2019, the JFC Group, through its wholly owned subsidiary, GPPL, incorporated Bee World Spain. On April 26, 2021, GPPL made additional investment amounting to USD0.1 million (P6.0 million). On June 11, 2021, advances amounting USD1.3 million (P63.6 million) were converted to equity. As at December 31, 2021 and 2020, the capital contribution of GPPL amounted to USD1.5 million (P69.8 million) and USD0.003 million (P0.2 million), respectively. Bee World Spain owns and operates Jollibee stores in Spain which its first store started commercial operations on September 23, 2021.

C. Material Non-Controlling Interests

The JFC Group has subsidiaries with material non-controlling interests as provided below.

Proportion of equity interest held by non-controlling interests in 2021 and 2020:

	Country of incorporation and operation	
GCPL	Singapore	40%
SuperFoods Group	Vietnam	40%
SMCC-SG	Singapore	20%

The summarized financial information of GCPL, SuperFoods Group and SMCC-SG in 2021 and 2020 are provided below. These information are based on amounts before intercompany eliminations.

Summarized Statements of Comprehensive Income for the year ended December 31

	GCPL		
	2021	2020	2019
Revenue	P77,175	P72,507	P140,255
Net loss	(64,173)	(87,189)	(212,868)
Other comprehensive income (loss)	5,289	(50,925)	(5,134)
Total comprehensive loss	(58,884)	(138,115)	(218,002)
Total comprehensive loss attributable to non-controlling interests	(23,553)	(55,246)	(87,201)

	SuperFoods Group		
	2021	2020	2019
Revenue	P3,955,321	P4,936,689	P5,733,569
Net loss	(505,385)	(200,433)	(312,410)
Other comprehensive loss	(6,359)	(45,985)	(14,584)
Total comprehensive loss	(511,744)	(246,418)	(326,994)
Total comprehensive loss attributable to non-controlling interests	(204,698)	(98,567)	(130,798)



	SMCC - SG		
	2021	2020	2019
Revenue	₱12,499,163	₱10,805,812	₱4,436,777
Net loss	(501,762)	(3,377,870)	(2,137,427)
Total comprehensive loss	(501,762)	(3,377,870)	(2,137,427)
Total comprehensive loss attributable to non-controlling interests	(100,352)	(665,609)	430,219

Summarized Statements of Financial Position as at December 31

	GCPL	
	2021	2020
Current assets	₱796,305	₱721,385
Noncurrent assets	129,950	108,460
Current liabilities	680,669	509,744
Total equity	245,586	320,100
Equity attributable to non-controlling interests	98,234	128,040

	SuperFoods Group	
	2021	2020
Current assets	₱717,144	₱747,343
Noncurrent assets	5,326,259	5,891,257
Current liabilities	3,730,530	3,182,817
Noncurrent liabilities	2,310,255	2,949,194
Total equity	2,618	506,589
Equity attributable to non-controlling interests	1,047	202,635

	SMCC - SG	
	2021	2020
Current assets	₱2,983,314	₱3,347,709
Noncurrent assets	31,271,103	31,409,580
Current liabilities	19,602,479	17,995,461
Noncurrent liabilities	9,415,844	10,215,253
Total equity	5,236,094	6,546,575
Equity attributable to non-controlling interests	(1,577)	263,254

Summarized Cash Flow Information for the year ended December 31

	GCPL		
	2021	2020	2019
Net cash provided by (used in) operating activities	₱112,705	(₱802,924)	(₱87,408)
Net cash provided by (used in) investing activities	(38,554)	46,984	71,160
Net increase (decrease) in cash and cash equivalents	74,151	(755,940)	(16,248)



SuperFoods Group			
	2021	2020	2019
Net cash provided by (used in) operating activities	(P329,512)	(P46,194)	P178,732
Net cash used in investing activities	(329,353)	(318,347)	(163,132)
Net cash provided by financing activities	50,859	429,843	160,051
Net increase (decrease) in cash and cash equivalents	(608,006)	65,302	175,651

SMCC-SG		
	2021	2020
Net cash provided by (used in) operating activities	1,980,705	785,607
Net cash used in investing activities	(1,084,153)	(325,292)
Net cash provided by financing activities	(1,739,183)	118,800
Net increase (decrease) in cash and cash equivalents	(842,631)	579,114

D. Interests in and Advances to Joint Ventures, Co-venturers and Associates

	2021	2020
Interests in joint ventures:		
Titan Dining LP	P10,502,251	P4,618,007
Golden Bee Foods Restaurant LLC	310,851	233,062
JBPX Foods Inc.	109,978	53,314
Yoshinoya Jollibee Foods, Inc.	66,289	—
	10,989,369	4,904,383
Interests in associates:		
CentralHub Industrial Centers, Inc.	1,912,121	—
Tortas Frontera LLC	590,165	660,675
Entrek (B) SDN BHD	127,261	124,149
C-Joy Poultry Realty, Inc.	14,477	11,230
Beeworks Food SDN. BHD.	9,299	—
C-Joy Poultry Meats Production, Inc.	—	—
	2,653,323	796,054
Advances to co-venturer -		
VTI Group	1,783,911	1,629,181
	P15,426,603	P7,329,618

Interests in Joint Ventures

Titan Dining LP (Titan). On May 23, 2018, JWPL invested SGD18.0 million (P706.9 million) in Titan, a private equity fund that has executed (through a wholly-owned subsidiary) a binding agreement for the acquisition of 100% of the Asia Pacific master franchise holder of the “Tim Ho Wan” brand, Tim Ho Wan Pte. Ltd. and its affiliate Dim Sum Pte. Ltd., which owns and operates Tim Ho Wan stores in Singapore.

The investment provides an opportunity for the JFC Group to have a significant interest in the Tim Ho Wan franchise in the long-term.



Consistent with the agreement that JWPL shall invest up to SGD45.0 million (P1,687.1 million) or 45% of the total maximum fund of SGD100.0 million (P3,749.0 million) in Titan, JWPL made additional investments to Titan amounting to SGD0.9 million (P35.3 million) and SGD2.7 million (P102.7 million) for the 2nd and 3rd capital call on August 29, 2018 and May 29, 2019, respectively.

On October 2, 2019, the total maximum fund of Titan increased from SGD100.0 million (P3,749.0 million) to SGD200.0 million (P7,498.0 million). As such, JWPL, increased its capital commitment to Titan from SGD45.0 million (P1,687.1 million) to SGD120.0 million (P4,498.8 million) which, when completed, JWPL's investment will constitute 60% of the total maximum fund. The increase in the total maximum fund and additional capital commitment of JWPL are in furtherance of certain strategic projects currently being undertaken by Titan, consistent with its mandate to invest in the food service sector and grow strong Asia Pacific food service brands.

On October 28, 2019 and March 12, 2020, JWPL made additional investments for the 4th and 5th capital call amounting to SGD53.4 million (P2,006.1 million) and SGD2.4 million (P89.7 million), respectively.

On October 30, 2020, JWPL acquired the 25% interest of a partner in Titan for a total cash consideration of SGD36.3 million (P1,297.0 million). The acquisition increased JWPL's interest in Titan from 60% to 85%.

On November 27, 2020, JWPL made additional investment for the 6th capital call amounting to SGD4.4 million (P156.5 million).

On August 11, 2021, JWPL acquired the 15% remaining interest of the other partners in Titan for a total cash consideration of SGD71.6 million (P2,672.8 million). The acquisition increased JWPL's interest in Titan from 85% to 100%.

On November 1, 2021, the Limited Partnership Agreement for Titan was amended. As part of the amendment, the fund size increased from SGD200.0 million (P7,498.0 million) to SGD250.0 million (P9,440.0 million) to fund working capital requirements of Tim Ho Wan and to facilitate completion of other projects. Titan will also have additional investors who will take up a 10% participating interest in Titan. With the increase in fund size and entry of additional investors, JWPL's total commitment to the fund shall amount to SGD225.0 million (P8,496.0 million) comprising 90% of the increased fund size and total commitments.

On November 5, 2021, JWPL made additional investment for the 7th capital call amounting to SGD86.5 million (P3,235.0 million).

The details of the JFC Group's interest in Titan as at December 31 are as follows:

	2021	2020
Interest in a joint venture - cost:		
Balance at beginning of year	P4,394,180	P2,850,966
Additions during the year	5,907,812	1,543,214
	10,301,992	4,394,180
Cumulative equity in net earnings (losses):		
Balance at beginning of year	223,827	(46,719)
Equity in net earnings (loss) during the year	(23,568)	270,546
	200,259	223,827
	P10,502,251	P4,618,007



Summarized financial information of Titan based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱308,770	₱241,026
Noncurrent assets	9,170,342	5,196,361
Total assets	₱9,479,112	₱5,437,387
Current liabilities	₱42,137	₱53,725

The amounts of assets and liabilities above include:

	2021	2020
Cash and cash equivalents	₱308,071	₱240,295

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Net income (loss)	(₱100,246)	(₱72,638)	₱77,865
Total comprehensive income (loss)	(100,246)	(72,638)	77,865

	2021	2020
Net assets	₱9,436,975	₱5,383,662
Proportion of the JFC Group's ownership	90%	85%
	8,493,277	4,576,113
Provisional notional goodwill	2,066,596	144,704
Cumulative translation adjustments	(57,622)	(102,810)
	₱10,502,251	₱4,618,007

Golden Bee Foods Restaurant LLC (Golden Bee). The JFC Group, through GPPL, has 49% ownership in Golden Bee, a company that owns and operates the Jollibee brand in the United Arab Emirates.

The details of the JFC Group's interest in the Golden Bee as at December 31 are as follows:

	2021	2020
Interest in a joint venture - cost	₱33,926	₱33,926
Cumulative equity in net earnings:		
Balance at beginning of year	199,136	206,627
Equity in net earnings (loss) during the year	77,789	(7,491)
Balance at end of year	276,925	199,136
	₱310,851	₱233,062



Summarized financial information of Golden Bee based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱952,067	₱661,382
Noncurrent assets	159,575	246,533
Total assets	₱1,111,642	₱907,915
Current liabilities	₱474,146	₱454,736

The amounts of assets and liabilities above include:

	2021	2020
Cash and cash equivalents	₱590,118	₱335,811

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱1,622,296	₱1,302,792	₱1,687,621
Depreciation and amortization	95,070	92,344	90,077
Net income (loss)	158,754	(15,287)	96,991
Total comprehensive income (loss)	158,754	(15,287)	96,991
Net assets	₱637,496	₱453,179	
Proportion of the JFC Group's ownership	49%	49%	
	312,373	222,058	
Cumulative translation adjustments	(1,522)	11,004	
	₱310,851	₱233,062	

JBPX Foods Inc. (Panda Express). On September 27, 2018, the JFC Group, through the Parent Company, entered into an agreement with Panda Restaurant Group, Inc. to establish a joint venture entity to own and operate Panda Express restaurants in the Philippines.

The joint venture entity, incorporated as JBPX Foods Inc. on July 3, 2019, is 50% owned by the Parent Company and 50% owned by Panda Restaurant Group, Inc. Panda Express started commercial operations on December 12, 2019.

On August 27, 2021, the Parent Company made additional investments amounting to ₱65.7 million proportionate to its ownership interest in Panda Express.



The details of JFC Group's interest in Panda Express as at December 31 are as follows:

	2021	2020
Interest in a joint venture - cost		
Balance at beginning of year	₱66,023	₱66,023
Additions during the year	65,727	—
	131,750	66,023
Cumulative equity in net losses:		
Balance at beginning of year	(12,709)	(8,264)
Equity in net loss during the year	(9,063)	(4,445)
	(21,772)	(12,709)
	₱109,978	₱53,314

Summarized financial information of Panda Express based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱189,592	₱93,245
Noncurrent assets	325,314	80,842
Total assets	₱514,906	₱174,087
Current liabilities	₱91,727	₱24,885
Noncurrent liabilities	203,224	42,575
Total liabilities	₱294,951	₱67,460

The amounts of assets and liabilities above include:

	2021	2020
Cash and cash equivalents	₱179,381	₱89,898
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	21,861	4,899
Noncurrent financial liabilities	203,224	42,575

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱296,316	₱101,839	₱8,266
Depreciation and amortization	31,831	10,574	460
Taxes and licenses	3,677	20	1,672
Interest income	479	615	614
Interest expense	(6,023)	(1,366)	(122)
Net loss	(18,125)	(8,890)	(16,528)
Total comprehensive loss	(17,883)	(9,145)	(16,528)
	2021	2020	
Net assets	₱219,955	₱106,627	
Proportion of the JFC Group's ownership	50%	50%	
	₱109,978	₱53,314	



Yoshinoya Jollibee Foods, Inc. (Yoshinoya). On February 15, 2021, the JFC Group, through the Parent Company, entered into an agreement with Yoshinoya International Philippines, Inc. (YIPI) to establish a joint venture entity to own and expand Yoshinoya restaurants in the Philippines.

The joint venture entity, incorporated as Yoshinoya Jollibee Foods, Inc. on June 18, 2021, is 50% owned by the Parent Company and 50% owned by YIPI. On May 20, 2021, the Parent company made an initial investment amounting to ₱65.0 million.

On October 29, 2021, Yoshinoya executed a Franchise Agreement with YIPI with effective date on November 1, 2021. Subsequently, Yoshinoya acquired from YIPI and operated the existing Yoshinoya stores in the Philippines.

The details of JFC Group's interest in Yoshinoya as at December 31, 2021 are as follows:

Interest in a joint venture - cost	₱65,000
Equity in net earnings during the year	1,289
	<u>₱66,289</u>

Summarized financial information of Yoshinoya based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements as at December 31, 2021 are set out below:

Current assets	₱151,709
Noncurrent assets	5,350
Total assets	<u>₱157,059</u>
Current liabilities	<u>₱24,482</u>

The amount of assets and liabilities above include cash and cash equivalents amounting to ₱143.1 million as at December 31, 2021.

The amounts of the income and expense accounts for the year ended December 31, 2021 include the following:

Revenues	₱27,564
Depreciation and amortization	90
Taxes and licenses	30
Interest income	65
Net income	2,578
Total comprehensive income	2,578

	As at December 31, 2021
Net assets	₱132,577
Proportion of the JFC Group's ownership	50%
	<u>₱66,289</u>



Interests in Associates

CentralHub Industrial Centers, Inc. (CentralHub). On July 7, 2021, the BOD approved the plan to invest in CentralHub, a company in the industrial real estate business. CentralHub intends to register and operate as a Real Estate Investment Trust (REIT) company, with a planned initial public offering in 2022.

On August 19, 2021, the Parent Company, together with its wholly owned subsidiary, Zenith, CentralHub and other investors entered into a Shareholder's Agreement in connection with the investments by the JFC Group and other investors in CentralHub, through a combination of cash subscription and exchange of certain parcel of the JFC Group's land assets, subject to fulfillment of certain closing conditions, for shares of common stock of CentralHub. On the same date, JFC Group paid cash subscription of ₱1,922.9 million. Pending the application with and approval by the Philippine SEC of the increase in authorized capital stock of CentralHub, the cash subscription of the JFC Group was accounted for as deposits for future stock subscription (DFFS) by the latter.

On September 3, 2021, the Philippine SEC approved the increase in authorized capital stock of CentralHub and the conversion of DFFS to capital stock. Consequently, JFC Group owns 38.71% ownership interest in CentralHub. As at December 31, 2021, the JFC Group has not made additional investments through exchange of its land assets for an additional 18.15% ownership interest in CentralHub pending fulfillment of all closing conditions as required by the Shareholder's Agreement. On February 24, 2022, the Philippine SEC issued the confirmation of valuation of such land assets. Upon fulfillment of all closing conditions, the JFC Group will exchange its land assets for additional shares of common stock of CentralHub.

The details of JFC Group's interest in CentralHub as at December 31, 2021 are as follows:

Interest in a joint venture - cost	₱1,922,882
Equity in net loss during the year	(10,761)
	<u>₱1,912,121</u>

Summarized financial information of CentralHub based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements as December 31, 2021 are set out below:

Current assets	₱4,210,225
Noncurrent assets	1,655,056
Total assets	<u>₱5,865,281</u>
Current liabilities	₱773,999
Noncurrent liabilities	301,231
Total liabilities	<u>₱1,075,230</u>

As at December 31, 2021, the amounts of assets and liabilities above include:

Cash and cash equivalents	₱4,014,775
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	40,117
Noncurrent financial liabilities (excluding provisions)	301,232



The amounts of the income and expense accounts for the year ended December 31, 2021 include the following:

Revenues	₱17,000
Depreciation and amortization	—
Provision for income tax	40,913
Interest income	316
Interest expense	914
Net loss	(27,800)
Total comprehensive loss	(27,800)

	As at December 31, 2021
Net assets	₱4,786,844
Proportion of the JFC Group's ownership	38.71%
	1,852,987
Provisional notional goodwill	59,134
	₱1,912,121

Tortas Frontera LLC (Tortas). The JFC Group, through Jollibee Foods Corporation (USA), has 52.22% ownership in Tortas, a company that owns and operates the Tortazo business – a Mexican fast-casual restaurant business in the USA, founded by award-winning Chef Rick Bayless.

The details of the JFC Group's interest in Tortas as at December 31 are as follows:

	2021	2020
Interest in an associate - cost	₱668,679	₱668,679
Cumulative equity in net losses:		
Balance at beginning of year	(8,004)	10,114
Equity in net loss during the year	(70,510)	(18,118)
Balance at end of year	(78,514)	(8,004)
	₱590,165	₱660,675

Summarized financial information of Tortas based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱159,223	₱364,264
Noncurrent assets	330,660	339,336
Total Assets	₱489,883	₱703,600
Current liabilities	₱28,362	₱15,382

The amounts of assets and liabilities above include:

	2021	2020
Cash and cash equivalents	₱151,298	₱360,215



The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱57,915	₱28,047	₱128,138
Net loss	(135,025)	(34,696)	24,899
Total comprehensive loss	(135,025)	(34,696)	24,899
	2021	2020	
Net assets	₱461,521	₱688,218	
Proportion of the JFC Group's ownership	52.22%	52.22%	
	241,006	359,387	
Goodwill	381,532	381,532	
Cumulative translation adjustments	(32,373)	(80,244)	
	₱590,165	₱660,675	

Entrek (B) SDN BHD (Entrek). The JFC Group, through JIBL, has 1/3 or 33.3% ownership in Entrek, a company that operates Jollibee stores in Brunei.

The details of the JFC Group's interest in Entrek as at December 31 are as follows:

	2021	2020
Interest in an associate - cost	₱16,660	₱16,660
Cumulative equity in net earnings:		
Balance at beginning of year	107,489	120,405
Equity in net earnings during the year	39,349	40,131
Dividends received during the year	(36,237)	(53,047)
Balance at end of year	110,601	107,489
	₱127,261	₱124,149

Summarized financial information of Entrek based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱487,197	₱463,626
Noncurrent assets	310,066	287,414
Total assets	₱797,263	₱751,040
Current liabilities	₱371,763	₱350,213
Noncurrent liabilities	13,492	12,973
Total liabilities	₱385,255	₱363,186

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱1,050,217	₱967,500	₱973,596
Depreciation	76,653	74,809	66,523
Net income	118,047	120,393	64,009
Total comprehensive income	118,047	120,393	64,009



	2021	2020
Net assets	₱412,008	₱387,854
Proportion of the JFC Group's ownership	33.33%	33.33%
	137,336	129,285
Cumulative translation adjustments	(10,075)	(5,136)
	₱127,261	₱124,149

C-Joy Poultry Realty, Inc. (C-Joy Realty). The Parent Company has 30% ownership interest in C-Joy Realty, a company which leases the land where the C-Joy Poultry plant is located.

The details of the JFC Group's interest in C-Joy Realty as at December 31 are as follows:

	2021	2020
Interest in an associate - cost	₱10,586	₱10,586
Cumulative equity in net earnings:		
Balance at beginning of year	644	(2,039)
Equity in net earnings during the year	3,247	2,683
Balance at end of year	3,891	644
	₱14,477	₱11,230

Summarized financial information of C-Joy Realty based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱8,793	₱4,477
Noncurrent assets	62,152	62,152
Total assets	₱70,945	₱66,629
Current liabilities	₱2,769	₱5,126
Noncurrent liabilities	19,918	24,069
Total liabilities	₱22,687	₱29,195

The amounts of assets and liabilities above include the following:

	2021	2020
Cash and cash equivalents	₱8,083	₱3,412
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	2,079	4,532
Noncurrent financial liabilities	19,918	24,069

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱15,595	₱15,486	₱2,400
Taxes and licenses	2	73	208
Interest Income	4	—	—
Interest expense	675	1,212	2,465
Net income	10,824	8,945	(2,027)
Total comprehensive income	10,824	8,945	(2,027)



	2021	2020
Net assets	₱48,258	₱37,434
Proportion of the JFC Group's ownership	30%	30%
	₱14,477	₱11,230

Beeworks Food SDN. BHD. (Beeworks - West Malaysia). On July 29, 2021, the JFC Group, through GPPL, entered into an agreement with Beeworks Investment Pte. Ltd. (BIPL) to own and operate Jollibee stores in West Malaysia which covers the country's capital, Kuala Lumpur. GPPL and BIPL have committed to invest an initial amount of USD8.0 million (₱402.5 million) to Beeworks - West Malaysia, of which up to USD2.4 million (₱120.7 million) will be contributed by GPPL in proportion to its ownership interest. Beeworks - West Malaysia, under the Exclusive License Agreement, will have the exclusive license rights to develop the Jollibee brand in West Malaysia. It aims to open at least 120 stores within the next 10 years. As at December 31, 2021, Beeworks - West Malaysia has not started its commercial operations. Its first store started commercial operations on February 8, 2022.

The agreement between GPPL and BIPL provides a mechanism wherein GPPL has the option, but not the obligation, to purchase all BIPL's shares in Beeworks - West Malaysia to GPPL any time within one (1) year from the expiration or termination of the Exclusive License Agreement.

Beeworks Foods SDN. BHD., incorporated on August 12, 2021, is 30% owned by GPPL and 70% owned by BIPL. As at December 31, 2021, the capital contribution of GPPL amounted to USD0.2 million (₱9.3 million).

C-Joy Poultry Meats Production, Inc. (C-Joy Poultry). The Parent Company has 30% ownership interest in C-Joy Poultry, a company that operates a poultry processing plant in Sto. Tomas, Batangas, Philippines.

The details of JFC Group's interest in C-Joy Poultry as at December 31 are as follows:

	2021	2020
Interest in an associate - cost:		
Balance at beginning of year	₱1,470,126	₱233,406
Conversion of advances	—	1,236,720
	1,470,126	1,470,126
Cumulative equity in net losses:		
Balance at beginning of year	(1,598,020)	(233,406)
Equity in net loss during the year	(51,194)	(1,364,614)
Balance at end of year	(1,649,214)	(1,598,020)
	(₱179,088)	(₱127,894)

On May 20, 2020, the BOD approved the conversion of C-Joy Poultry's advances from Parent Company to equity amounting to ₱1,236.7 million.

On September 9, 2020, the BOD ratified the Minutes of Special Meeting dated May 20, 2020 for the conversion of JFC Group's advances amounting ₱1,236.7 million to additional interest in C-Joy Poultry. Consequently, the equity in net loss amounting to ₱1,364.6 million recognized in the consolidated statements of comprehensive income in 2020 includes the unrecognized equity share in net losses amounting to ₱967.3 million from 2018 to 2019. The loss in excess of interest in C-Joy Poultry of ₱179.1 million and ₱127.9 million as at December 31, 2021 and 2020, respectively, is presented as part of "Noncurrent liabilities" account in the consolidated statements of financial position.



Total interest from the advances recognized as interest income, prior to conversion to additional interest in C-Joy, amounted to ₱17.5 million and ₱32.5 million in 2020 and 2019, respectively (see Note 23).

Summarized financial information of the C-Joy Poultry based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	2021	2020
Current assets	₱1,266,217	₱1,008,150
Noncurrent assets	2,057,098	2,138,033
Total Assets	₱3,323,315	₱3,146,183
Current liabilities	₱3,867,104	₱3,528,140
Noncurrent liabilities	53,172	44,358
Total liabilities	₱3,920,276	₱3,572,498

The amounts of assets and liabilities above include the following:

	2021	2020
Cash and cash equivalents	₱301,074	₱156,071
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	996,310	473,980
Noncurrent financial liabilities	52,622	44,358

The amounts of the income and expense accounts include the following:

	2021	2020	2019
Revenues	₱6,557,370	₱4,841,680	₱4,764,375
Depreciation and amortization	193,212	187,781	118,088
Taxes and licenses	23,535	22,781	93,660
Interest income	395	757	1,706
Interest expense	86,069	182,848	283,992
Net loss	(170,645)	(1,324,300)	(1,972,303)
Total comprehensive loss	(170,645)	(1,342,048)	(1,978,024)
Net liabilities	(₱596,961)	(₱426,315)	
Proportion of the JFC Group's ownership	30%	30%	
	(₱179,088)	(₱127,894)	



Advances to Co-venturers

Advances to VTI Group. The details of the JFC Group's advances to VTI Group as at December 31 are as follows:

	2021	2020
Balance at beginning of year	₱1,629,181	₱1,664,532
Accrual of interest (see Note 23)	51,949	52,451
Translation adjustments and others	102,781	(87,802)
Balance at end of year	₱1,783,911	₱1,629,181

On December 14, 2016, a loan of USD9.0 million (₱447.5 million) was extended to the VTI Group with an interest rate of 3.5% per annum. The loan was agreed to be used for SuperFoods Group's capital needs. The loan is part of the total agreed loan of USD30.0 million payable in eight (8) years from the first utilization date. On June 2, 2017, the additional loan of USD21.0 million (₱1,060.0 million) was granted to the VTI Group. The loan is secured by pledged shares in SFVT and Blue Sky which will be released in proportion to the amount of the principal paid. Total interest from this loan, recognized as interest income, amounted to USD1.1 million (₱51.9 million), USD1.1 million (₱52.5 million) and USD1.1 million (₱53.5 million) for the years ended December 31, 2021, 2020 and 2019, respectively (see Note 23).

12. Property, Plant and Equipment

The rollforward analysis of property, plant and equipment are as follows:

	2021							
	Land and Improvements	Plant, Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of year	₱1,040,804	₱7,963,196	₱25,033,818	₱25,311,849	₱2,701,090	₱621,445	₱3,751,360	₱66,423,562
Additions	—	82,853	2,273,838	1,245,055	278,711	49,768	3,933,617	7,863,842
Retirements and disposals	—	(66,798)	(1,434,636)	(1,252,134)	(192,075)	(26,508)	(40,267)	(3,012,418)
Reclassifications (see Note 9)	(503,698)	655,450	1,794,112	886,827	32,460	—	(3,368,849)	(503,698)
Translation adjustments	24,330	130,007	830,627	478,952	104,736	3,357	105,322	1,677,331
Balance at end of year	561,436	8,764,708	28,497,759	26,670,549	2,924,922	648,062	4,381,183	72,448,619
Accumulated Depreciation and Amortization								
Balance at beginning of year	—	2,457,444	14,110,630	17,473,893	1,996,337	503,633	—	36,541,937
Depreciation and amortization (see Notes 21 and 22)	—	510,413	2,292,338	2,646,468	323,310	51,806	—	5,824,335
Retirements and disposals	—	(66,621)	(1,092,796)	(1,079,224)	(175,777)	(20,394)	—	(2,434,812)
Reclassifications	—	—	(108)	—	108	—	—	—
Translation adjustments	—	67,948	494,428	402,687	84,639	3,174	—	1,052,876
Balance at end of year	—	2,969,184	15,804,492	19,443,824	2,228,617	538,219	—	40,984,336
Accumulated Impairment Loss								
Balance at beginning of year	—	1,437	501,327	669,771	4,155	338	20,466	1,197,494
Additions (see Note 22)	—	—	11	44,344	37	—	—	44,392
Reversals (see Note 22)	—	—	(185,548)	(178,793)	(7,033)	(338)	(18,319)	(390,031)
Reclassifications	—	—	105,652	(118,199)	6,067	—	6,480	—
Translation adjustments	—	—	—	3,609	—	—	—	3,609
Balance at end of year	—	1,437	421,442	420,732	3,226	—	8,627	855,464
Net Book Value	₱561,436	₱5,794,087	₱12,271,825	₱6,805,993	₱693,079	₱109,843	₱4,372,556	₱30,608,819



2020

	Land and Land Improvements	Plant, Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of year	₱1,069,759	₱7,508,767	₱25,861,381	₱25,871,816	₱3,068,656	₱626,159	₱3,709,083	₱67,715,621
Additions	—	376,853	890,409	972,162	121,595	22,491	3,496,015	5,879,525
Retirements and disposals	(7,564)	(213,559)	(3,303,598)	(2,152,757)	(413,546)	(26,151)	(83,829)	(6,201,004)
Reclassifications	—	361,437	2,002,990	900,283	63,792	29	(3,328,531)	—
Translation adjustments	(21,391)	(70,302)	(417,364)	(279,655)	(139,407)	(1,083)	(41,378)	(970,580)
Balance at end of year	1,040,804	7,963,196	25,033,818	25,311,849	2,701,090	621,445	3,751,360	66,423,562
Accumulated Depreciation and Amortization								
Balance at beginning of year	7,564	2,187,141	13,889,198	16,266,305	1,901,747	467,697	—	34,719,652
Depreciation and amortization (see Notes 21 and 22)	—	510,583	2,303,053	3,252,511	398,087	59,489	—	6,523,723
Retirements and disposals	(7,564)	(211,207)	(1,639,531)	(1,992,015)	(219,683)	(23,059)	—	(4,093,059)
Reclassifications	—	(2)	(181,386)	163,148	18,240	—	—	—
Translation adjustments	—	(29,071)	(260,704)	(216,056)	(102,054)	(494)	—	(608,379)
Balance at end of year	—	2,457,444	14,110,630	17,473,893	1,996,337	503,633	—	36,541,937
Accumulated Impairment Loss								
Balance at beginning of year	—	—	—	403,847	—	—	—	403,847
Additions (see Note 22)	—	1,437	501,327	657,789	4,155	338	20,466	1,185,512
Reversals (see Note 22)	—	—	—	(76,173)	—	—	—	(76,173)
Retirements and disposals	—	—	—	(296,836)	—	—	—	(296,836)
Translation adjustments	—	—	—	(18,856)	—	—	—	(18,856)
Balance at end of year	—	1,437	501,327	669,771	4,155	338	20,466	1,197,494
Net Book Value	₱1,040,804	₱5,504,315	₱10,421,861	₱7,168,185	₱700,598	₱117,474	₱3,730,894	₱28,684,131

Construction in progress account mainly pertains to costs incurred for ongoing construction of properties, including soon-to-open stores and commissaries. The borrowing cost that has been capitalized for the construction of commissaries amounted to ₱89.7 million in 2020.

In relation to JFC Group's business transformation initiative implemented, certain stores have been permanently closed resulting in a loss on retirements and disposals of property, plant and equipment amounting to ₱296.9 million and ₱1,489.2 million in 2021 and 2020, respectively (see Note 22). Gain on retirements and disposals of property, plant and equipment amounted to ₱299.0 million in 2019 (see Note 22).

The JFC Group also performed impairment assessments of fixed assets considering that there are observable indications that the assets' values have declined specially that certain stores were planned to be closed resulting to recognition of provision for impairment amounting to ₱44.4 million, ₱1,185.5 million and ₱399.2 million in 2021, 2020 and 2019, respectively (see Note 22).

Management reassessed the recoverable amount of the JFC Group's office, store and food processing equipment and recognized reversal of provision amounting to ₱390.0 million, ₱76.2 million and ₱29.2 million in 2021, 2020 and 2019, respectively (see Note 22). Consequently, allowance for impairment loss amounted to ₱855.5 million and ₱1,197.5 million as at December 31, 2021 and 2020, respectively.

No property, plant and equipment as at December 31, 2021 and 2020 have been pledged as security or collateral.



13. Investment Properties

The rollforward analysis of this account are as follows:

	2021		
		Buildings and Building Improvements	Total
	Land		
Cost			
Balance at beginning of year	₱572,722	₱179,377	₱752,099
Retirements and disposals	(60,804)	(11,140)	(71,944)
Reclassifications (see Note 9)	(511,918)	12,679	(499,239)
Balance at end of year	—	180,916	180,916
Accumulated Depreciation and Amortization			
Balance at beginning of year	—	179,377	179,377
Retirements and disposals	—	(11,140)	(11,140)
Reclassifications (see Note 9)	—	12,679	12,679
Balance at end of year	—	180,916	180,916
Net Book Value	₱—	₱—	₱—

	2020		
		Buildings and Building Improvements	Total
	Land		
Cost			
Balance at beginning and end of year	₱572,722	₱179,377	₱752,099
Accumulated Depreciation and Amortization			
Balance at beginning and end of year	—	179,377	179,377
Net Book Value	₱572,722	₱—	₱572,722

The JFC Group's investment properties have an aggregate fair value of ₱1,537.3 million as at December 31, 2020 as determined by independent appraisers who holds a recognized and relevant professional qualification. The fair value represents the amount at which the assets and liabilities can be exchanged in an orderly transaction between market participants to sell the asset or transfer the liability at the measurement date under current market conditions in accordance with International Valuation Standards.

In determining the fair value of the investment properties, the independent appraisers used the market data approach for land and cost approach for buildings and building improvements. For land, fair value is based on sales and listings of comparable properties within the vicinity after adjustments for differences in location, size and shape of the lot, time elements and other factors between the properties and their comparable properties. For buildings and building improvements, fair value is based on the current cost to replace the properties in accordance with prevailing market prices for materials, labor, and contractors' overhead, profit and fees in the locality after adjustments for depreciation due to physical deterioration, and functional and economic obsolescence based on personal inspection of the buildings and building improvements and in comparison to similar properties. Fair value hierarchy disclosures for investment properties have been provided in Note 32.



Rent income derived from income-generating properties amounted to ₱12.6 million, ₱20.1 million and ₱28.8 million in 2021, 2020 and 2019, respectively (see Notes 20 and 29).

Direct operating costs relating to the investment properties which include maintenance expenses totaled to ₱5.8 million, ₱12.8 million and ₱15.0 million in 2021, 2020 and 2019, respectively.

In 2021, Grandworth, a wholly owned subsidiary, sold three (3) parcels of land, including improvements attached thereto, for a total consideration of ₱322.0 million. Net gain arising from the sale of these investment properties amounted to ₱261.2 million.

In 2015, the Parent Company entered into an agreement to develop a commercial and office condominium building (the “Project”) in a parcel of its land in consideration for cash and assigned units in the Project. The completion of the transaction is conditional upon fifty percent (50%) completion of the Project, as certified by the general contractor of the Project, and when all of the assigned units are fully constructed and accepted in accordance with the specifications contained in the Agreed Design. As at December 31, 2021 and 2020, the assigned units have not been accepted by and conveyed to the JFC Group.

No investment properties as at December 31, 2021 and 2020 have been pledged as security or collateral for the JFC Group’s debts.

14. Trademarks, Goodwill and Other Intangible Assets

This account consists of:

	2021	2020
Trademarks (Note 11)	₱35,047,990	₱35,047,990
Goodwill (Note 11)	14,889,007	14,097,283
Computer software, net of accumulated amortization	355,754	479,463
Other intangible assets, net of accumulated amortization	318,137	599,342
	₱50,610,888	₱50,224,078

Trademarks and Goodwill

Trademarks and goodwill acquired through business combinations are attributable to the following group of CGUs as at December 31:

	2021	2020
Trademarks:		
CBTL (see Note 11)	₱18,484,721	₱18,484,721
Smashburger	10,414,000	10,414,000
SuperFoods Group:		
Highlands Coffee	3,681,912	3,681,912
Pho 24	463,101	463,101
Mang Inasal	2,004,256	2,004,256
Total	35,047,990	35,047,990

(Forward)



	2021	2020
Goodwill:		
Smashburger	₱5,235,648	₱4,929,722
Hong Zhuang Yuan	2,988,858	2,756,350
SuperFoods Group	2,484,456	2,340,102
Mang Inasal	1,781,267	1,781,267
Red Ribbon Bakeshop:		
Philippine operations	737,939	737,939
US operations	403,480	379,904
Yong He King	632,873	583,642
Chowking US operations	451,803	425,403
GSC	167,438	157,709
Burger King	5,245	5,245
	14,889,007	14,097,283
Trademarks and goodwill	₱49,936,997	₱49,145,273

The rollforward analysis of the JFC Group's goodwill as at December 31 are as follows:

	2021	2020
Cost		
Balance at beginning and end of year	₱14,395,717	₱14,395,717
Translation Adjustments		
Balance at beginning of year	(298,434)	101,445
Translation adjustments of foreign subsidiaries	791,724	(399,879)
Balance at end of year	493,290	(298,434)
Net Book Value	₱14,889,007	₱14,097,283

Computer Software

The JFC Group's computer software pertains to the Enterprise Resource Planning (ERP) system which the JFC Group started to use on August 1, 2014 and cloud-based hosting arrangements and implementation costs of CBTL.

The rollforward analysis of the JFC Group's computer software as at December 31 are as follows:

	2021	2020
Cost		
Balance at beginning of year	₱1,006,084	₱972,468
Additions	—	33,616
Write-off (see Note 22)	(69,574)	—
Balance at end of year	936,510	1,006,084
Accumulated Amortization		
Balance at beginning of year	513,013	397,035
Amortizations (see Note 22)	113,035	115,978
Write-off (see Note 22)	(50,718)	—
Balance at end of year	575,330	513,013
Translation adjustment	(5,426)	(13,608)
Net Book Value	₱355,754	₱479,463



Other Intangible Assets

The JFC Group's other intangible assets include other trademarks and patents, liquor licenses and customer list amortized over a useful life of five (5) years.

The rollforward analysis of other intangible assets as at December 31 are as follows:

	2021	2020
Cost		
Balance at beginning of year	₱809,198	₱800,336
Additions	11,113	8,862
Reclassification (see Note 29)	(80,025)	—
Balance at end of year	740,286	809,198
Accumulated Amortization		
Balance at beginning of year	214,141	97,207
Amortizations (see Note 22)	145,232	116,934
Balance at end of year	359,373	214,141
Translation adjustment	(62,776)	4,285
Net Book Value	₱318,137	₱599,342

Impairment Testing of Trademarks and Goodwill

Goodwill acquired through business combinations have been allocated to ten (10) groups of CGUs, which are subsidiaries of the Parent Company, owned directly or indirectly. The recoverable amounts of the groups of CGUs have been determined based on value in use calculations using cash flow projections from financial budgets approved by the BOD covering a five-year period, taking into consideration effect of significant events (i.e., Covid-19) on the macroeconomic factors used in developing the assumptions. Furthermore, the trademarks of Smashburger, SuperFoods Group and Mang Inasal are allocated to the CGU of Smashburger, SuperFoods Group and Mang Inasal, respectively. The recoverable amount of the trademarks of CBTL was determined using the relief-from-royalty method wherein the value is based on cost savings from owning the trademark.

The calculation of value in use is most sensitive to the following assumptions which vary per geographical location:

CGUs	Geographical Location	Pre-tax Discount Rate	Long-term Revenue Growth Rate
Hong Zhuang Yuan	PRC	7.8%	5.5%
Mang Inasal	Philippines	10.6%	7.4%
Red Ribbon Bakeshop:			
Philippine operations	Philippines	10.6%	7.4%
US operations	USA	6.1%	3.7%
Yong He King	PRC	7.8%	5.5%
Chowking US operations	USA	6.1%	3.7%
Burger King	Philippines	10.4%	7.4%
GSC	Vietnam	10.8%	7.8%
SuperFoods Group	Vietnam	10.8%	7.8%
Smashburger	USA	6.2%	3.7%
CBTL	USA	6.7%	3.5%



Key assumptions with respect to the calculation of value in use of the groups of CGUs as at December 31, 2021 used by management in its cash flow projections to undertake impairment testing of goodwill are as follows:

- a) Discount rates - discount rates represent the current market assessment of the risks specific to each group of CGUs, regarding the time value of money and individual risks of the underlying assets which have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the JFC Group's group of CGUs, derived from the weighted average cost of capital (WACC) of each group of CGUs. The WACC takes into account both the cost of debt and equity. The cost of equity is calculated using the Capital Asset Pricing Model (CAPM). The cost of debt is based on the assumed interest-bearing borrowings each group of CGUs is obliged to service. CGU-specific risk is incorporated by applying individual alpha and beta factors. The beta factors are evaluated annually based on publicly available market data.
- b) Long-term growth rates - rates are determined in consideration of historical and projected results, as well as the economic environment where the group of CGUs operate.
- c) EBITDA - is based on the most recent value achieved in the year preceding the start of the budget period, and adjusted for planned efficiency improvement, if any.

Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the carrying amount of the CGUs to exceed its recoverable amount.

No impairment losses were recognized for trademarks and goodwill in 2021 and 2020.

15. Other Noncurrent Assets

This account consists of:

	2021	2020
Security and other deposits (see Notes 9, 31 and 32)	₱3,051,421	₱2,772,604
Noncurrent portion of:		
Employee car plan receivables (see Notes 7, 31 and 32)	83,369	79,598
Rent and other long-term prepayments	—	21,209
Prepaid market entry fee - net of accumulated amortization of ₱31.2 million and ₱26.0 million in 2021 and 2020, respectively	75,416	76,052
Franchise rights - net of accumulated amortization of ₱83.4 million and ₱72.0 million in 2021 and 2020, respectively	55,986	64,499
Deferred compensation	13,889	15,913
Returnable containers and others	2,801	12,364
Tools and other assets	331,309	386,506
	₱3,614,191	₱3,428,745



Terms and conditions of other noncurrent assets are as follows:

- Security and other deposits generally represent deposits for leases entered into by the JFC Group as lessee. The security deposits are recoverable from the lessors at the end of the lease terms, which range from three to twenty years. These are carried at amortized cost. The discount rates used range from 1.28%-21.57% and 1.00%-15.43% in 2021 and 2020, respectively. The difference between the fair value at initial recognition and the notional amount of the security deposits is recognized as right-of-use asset.
- Employee car plan receivables are presented at amortized cost. The difference between the fair value at initial recognition and the notional amount of the employee car plan receivables is recognized as “Deferred compensation” and is amortized on a straight-line basis over the credit period.

Accretion of interest on security and other deposits and employee car plan receivables amounted to ₱32.9 million and ₱35.9 million in 2021 and 2020, respectively (see Note 23).

- Prepaid market entry fee represents upfront fee paid to the franchisor prior to the operations of Dunkin’ Donuts restaurants in the PRC. Market entry fee is amortized over twenty (20) years effective February 2016 (i.e., start of Dunkin’ Donuts operations).

The rollforward analysis of prepaid market entry fee as at December 31 are as follows:

	2021	2020
Market Entry Fee		
Balance at beginning and end of year	₱93,870	₱93,870
Accumulated Amortization		
Balance at beginning of year	26,039	20,830
Amortizations (see Note 22)	5,173	5,209
Balance at end of year	31,212	26,039
Translation adjustment	12,758	8,221
	₱75,416	₱76,052

- Franchise rights pertain to franchise fees paid by PERF entities to Burger King Asia Pacific for the license to operate Burger King stores in the Philippines. Franchise rights are amortized over ten (10) years.

The rollforward analysis of franchise rights as at December 31 are as follows:

	2021	2020
Franchise Rights		
Balance at beginning of year	₱136,481	₱143,172
Additions	2,880	2,511
Write-off	—	(9,202)
Balance at end of year	139,361	136,481
Accumulated Amortization		
Balance at beginning of year	71,982	63,047
Amortizations (see Note 22)	11,393	12,313
Write-off	—	(3,378)
Balance at end of year	83,375	71,982
	₱55,986	₱64,499



- Tools and other assets represent tools for repairs and maintenance of office and store equipment which are still unused as at December 31, 2021 and 2020.

16. Trade Payables and Other Current Liabilities and Contract Liabilities

This account consists of:

	2021	2020
Trade	₱13,256,806	₱11,665,921
Accruals for:		
Salaries, wages and employee benefits	4,144,889	2,740,760
Store operations	1,847,189	1,687,259
Rent	1,490,579	1,355,193
Advertising and promotions	1,173,896	1,118,474
Freight	985,890	1,093,078
Local taxes	871,473	1,356,637
Interest (see Note 18)	545,563	543,729
Utilities	479,493	625,803
Repairs and maintenance	394,068	414,559
Professional fees	358,683	295,004
Operating supplies	209,225	330,252
Security	172,195	212,063
Transportation and travel	104,056	145,180
Insurance	87,949	63,989
Communication	71,112	136,689
Trainings and seminars	9,792	20,812
Service fees and others	1,818,586	2,559,020
Customer deposits	1,050,421	1,207,191
Unearned revenue from gift certificates	529,781	565,202
Dividends and distributions payable (see Note 19)	636,008	579,100
Other current liabilities	1,290,302	1,331,175
	31,527,956	30,047,090
Contract liabilities	1,424,799	1,318,924
	₱32,952,755	₱31,366,014

The terms and conditions of the above liabilities are as follows:

- Trade payables to suppliers are noninterest-bearing and are normally settled on a 30 to 60-day term.
- Accrued expenses are noninterest-bearing and are normally settled within the next financial year. Other accrued liabilities presented under “Service fees and others” consist of asset retirement obligation and other miscellaneous expenses.



- Customer deposits pertain to deposits from franchisees for the sale of store assets and security deposits from operating leases with franchisees which are refundable at the end of the lease term.

Accretion of interest on customer deposits amounted to ₱0.7 million and ₱0.8 million in 2021 and 2020, respectively (see Note 23).

- Other current liabilities consist of contractors' retention, staled checks, amounts payable for mascots and various subscriptions in newspapers given to customers as a complementary to their meals.
- Contract liabilities pertain to deferred revenues and unearned revenues from gift certificates from international operations.

Movements of contract liabilities arising from deferred revenues and unearned revenues from gift certificates from international operations are as follows:

	2021	2020
Balance at beginning of year	₱1,318,924	₱1,008,073
Additions	2,278,305	2,067,725
Utilization and amortization	(2,233,327)	(1,713,631)
Translation adjustments	60,897	(43,243)
Balance at end of year	₱1,424,799	₱1,318,924

The amount of contract liabilities arising from deferred revenues and unearned revenues from gift certificates from international operations is expected to be earned within one year.

17. Provisions

The rollforward analysis of provisions is as follows:

	2021	2020
Balance at beginning of year	₱1,326,746	₱825,109
Additions (see Notes 1 and 23)	—	501,637
Reversal (see Note 23)	(291,110)	—
Balance at end of year	1,035,636	1,326,746
Current	—	291,110
Noncurrent	₱1,035,636	₱1,035,636

The JFC Group's outstanding provisions consist mainly of provisions for asserted claims which are normal to the JFC Group's business. These include estimates of legal services, settlement amounts and other costs of claims made against the JFC Group. Other information on the claims is not disclosed as this may prejudice the JFC Group's position on such claims (see Note 30).



18. Short and Long-term Debts and Senior Debt Securities

Short-term Debt

The short-term debt consists of the following:

	Availment Date	Maturity Date	Interest Rate	Condition	2021	2020
USD-denominated						
Subsidiaries						
Loan 1	April 5, 2019- July 19, 2019	March 23, 2020/ March 31, 2021/ December 31, 2021	LIBOR plus spread; quarterly	Unsecured	₱–	₱960,400
Loan 2	August 22, 2019 - April 2, 2020	August 14, 2020/ February 3, 2021/ February 3, 2022	LIBOR plus spread; quarterly	Unsecured	–	1,680,700
Loan 3	September 30, 2020	September 24, 2021	LIBOR plus spread; quarterly	Unsecured	–	480,200
Loan 4	March 11, 2020- April 21, 2020	March 4, 2021/ December 31, 2021	LIBOR plus spread; quarterly	Unsecured	–	1,440,600
Loan 5	October 27, 2020	September 24, 2021/ March 24, 2022	LIBOR plus spread; quarterly	Unsecured	510,000	480,200
Parent Company						
Loan 6	April 23, 2020	February 26, 2021/ September 24, 2021	1.2% Fixed rate	Unsecured	–	1,440,690
Loan 7	April 29, 2020	February 26, 2021/ September 24, 2021	1.2% Fixed rate	Unsecured	–	1,392,667
PHP-denominated						
Parent Company						
Loan 8	April 15, 2020	April 10, 2021/ October 7, 2021	BVAL plus spread; quarterly	Unsecured	–	4,000,000
Subsidiary						
Loan 9	April 20, 2020	April 15, 2021/ October 12, 2021	Variable rate; quarterly	Unsecured	–	1,000,000
Loan 10	September 8, 2020	September 3, 2021/ October 7, 2021	BVAL plus spread; quarterly	Unsecured	–	3,000,000
					₱510,000	₱15,875,457

Loans of SJBFI. Loan 1 consists of a short-term uncommitted line of credit agreement signed on March 22, 2019 with a local bank up to an aggregate amount of USD20.0 million (₱1,046.4 million) until April 1, 2020. The loan is subject to variable interest rate based on three-month LIBOR plus spread of 0.95% which is payable monthly and subject to quarterly repricing. The initial drawdown was availed on April 5, 2019 amounting to USD5.0 million (₱260.5 million). Subsequently, 2nd, 3rd and 4th drawdowns amounting to USD5.0 million (₱262.2 million), USD5.0 million (₱257.9 million) and USD5.0 million (₱255.2 million) were availed on May 14, 2019, June 21, 2019 and July 19, 2019, respectively. The maturity of the loan was extended from March 23, 2020 to March 31, 2021. On March 31, 2021, the credit agreement was further extended up to December 31, 2021. On December 31, 2021, the outstanding balance of the loan amounting to USD20.0 million (₱960.4 million) was paid in full. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD20.0 million (₱960.4 million), respectively.

Loan 2. On August 14, 2019, Smashburger Finance LLC signed a short-term uncommitted line of credit agreement with a local bank up to an aggregate amount of USD20.0 million (₱1,045.6 million) until August 14, 2020. The loan is subject to variable interest rate based on three-month LIBOR plus spread of 0.95% which is payable and repriced quarterly. The initial drawdown was availed on August 22, 2019 amounting to USD5.0 million (₱261.3 million). Subsequently, 2nd and 3rd drawdowns amounting to USD10.0 million (₱507.3 million) and USD3.0 million (₱151.9 million) were availed on November 12, 2019 and December 30, 2019, respectively, with expected maturity on August 14, 2020.



On February 3, 2020, the credit agreement was amended to increase the aggregate amount from USD20.0 million (₱1,045.6 million) to USD35.0 million (₱1,778.0 million). The credit agreement was extended until February 3, 2021, the maturity date, and made available to the JFC Group's other subsidiaries in North America. Each loan is subject to variable interest rate based on three-month LIBOR plus spread of 0.85% which is payable monthly and subject to quarterly repricing. The 4th, 5th and 6th drawdowns amounting to USD10.0 million (₱506.8 million), USD5.0 million (₱253.4 million) and USD2.0 million (₱99.6 million) were availed on February 6, 2020, March 16, 2020 and April 2, 2020, respectively. On February 3, 2021, the credit agreement was further extended up to February 3, 2022. On September 3, 2021, the loan was prepaid in full. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD35.0 million (₱1,680.7 million), respectively.

Loan 3 consists of a short-term loan availed on September 30, 2020 from a local bank amounting to USD10.0 million (₱485.0 million) subject to variable interest rate based on three-month LIBOR plus spread determined by the bank and subject to quarterly repricing. The principal is payable on September 24, 2021, the maturity date. On July 29, 2021, the loan was prepaid in full. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD10.0 million (₱480.2 million), respectively.

Loans 1 to 3 are guaranteed by the Ultimate Parent Company.

Loan of HFC and HFC (Canada). Loan 4 consists of a short-term uncommitted line of credit agreement signed on March 5, 2020 with a local bank up to an aggregate amount of USD30.0 million (₱1,517.7 million) until March 4, 2021. The loan is subject to variable interest rate based on three-month LIBOR plus spread of 0.80% which is payable and repriced quarterly. The initial drawdown was availed on March 11, 2020 amounting to USD15.0 million (₱760.2 million). The 2nd drawdown was availed on April 21, 2020 amounting to USD15.0 million (₱761.9 million). On March 3, 2021, the credit agreement was extended up to December 31, 2021. On September 2, 2021, the outstanding balance of the loan amounting to USD30.0 million (₱1,440.6 million) was prepaid in full. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD30.0 million (₱1,440.6 million), respectively. This loan is guaranteed by the Ultimate Parent Company.

Loan of ICTL. Loan 5 consist of a short-term uncommitted line of credit agreement signed on September 25, 2020 with a local bank up to an aggregate amount of USD10.0 million (₱483.8 million). The loan was availed on October 27, 2020 and is subject to variable interest rate based on LIBOR plus spread determined by the bank and subject to quarterly repricing. The loan is payable in three months from drawdown date and can be rolled over until September 24, 2021, the maturity date. On September 24, 2021, the credit agreement was extended up to March 24, 2022. As at December 31, 2021 and 2020, the carrying value of the loan amounted to USD10.0 million (₱510.0 million) and USD10.0 million (₱480.2 million), respectively.

Loans of Parent Company. Loan 6 consists of a short-term loan availed on April 23, 2020 from a local bank amounting to USD30.0 million (₱1,520.1 million) subject to a 2.5% fixed interest rate which is payable on a quarterly basis. The principal is payable on February 26, 2021, the maturity date. On March 29, 2021, the loan agreement was extended up to September 24, 2021 and interest has been updated to a fixed rate of 1.2%. The loan was paid in full on the maturity date. As at December 31, 2021 and 2020, the carrying value of the loan amounted nil and USD30.0 million (₱1,440.7 million), respectively.



Loan 7 consists of a short-term loan availed on April 29, 2020 from a local bank amounting to USD29.0 million (₱1,464.8 million) subject to a 2.5% fixed interest rate which is payable on a quarterly basis. The principal is payable on February 26, 2021, the maturity date. On March 29, 2021, the loan agreement was extended up to September 24, 2021 and interest has been updated to a fixed rate of 1.2%. The loan was paid in full on the maturity date. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD29.0 million (₱1,392.7 million), respectively.

Loan 8 consists of a short-term loan availed on April 15, 2020 from a local bank amounting to ₱4,000.0 million subject to a variable interest rate based on three-month BVAL plus spread of 1.0%, subject to a floor of 5.0% which is payable and is reset on a quarterly basis. The principal is payable on April 10, 2021, the maturity date. On April 10, 2021, the loan agreement was extended up to October 7, 2021 and the variable interest has been updated based on three-month BVAL plus spread of 0.75%, subject to a floor of 2.0%. On October 6, 2021, the loan was refinance and converted into a five (5) year long-term debt.

Loans of ZFC. Loan 9 consists of a short-term loan availed on April 20, 2020 from a local bank amounting to ₱1,000.0 million subject to a variable interest rate which is payable and is reset on a quarterly basis. The principal is payable on April 15, 2021, the maturity date. On April 15, 2021, the loan agreement was extended up to October 12, 2021. The loan was paid in full on the maturity date.

Loan 10 consists of a short-term loan availed on September 8, 2020 from a local bank amounting to ₱3,000.0 million subject to a variable interest rate based on three-month BVAL plus spread of 1.0%, subject to a floor of 5.0% which is payable and is reset on a quarterly basis. The principal is payable on September 3, 2021, the maturity date. On September 3, 2021, the loan agreement was extended up to October 7, 2021. The principal amount was refinance and converted into a five (5) year long-term debt on the maturity date.

Loans 9 and 10 are guaranteed by the Parent Company.

Interest expense recognized on short-term debt amounted to ₱362.7 million, ₱421.8 million and ₱189.9 million in 2021, 2020 and 2019, respectively (see Note 23).

Long-term Debt

The long-term debt consists of the following:

	2021	2020
Principal	₱22,464,134	₱19,326,476
Unamortized debt issue cost	(103,957)	(68,263)
	₱22,360,177	₱19,258,213



The details of long-term debt follow:

	Availment Date	Maturity Date	Interest Rate	Condition	2021	2020
USD-denominated						
Subsidiaries						
Loan 1	October 21, 2015	October 21, 2025	LIBOR plus spread; quarterly	Unsecured	₱2,493,334	₱2,934,556
Loan 2	November 29, 2016	November 29, 2024	3.0% per annum; annually	Unsecured	1,453,500	1,382,976
Loan 3	November 29, 2016	November 29, 2022	ROP 2121 and ROP 2024 plus spread; annually	Unsecured	387,600	368,794
VND-denominated						
Subsidiaries						
Loan 4	April 3, 2017	April 1, 2022	VND COF plus spread; quarterly	Unsecured	28,088	61,731
Loan 5	February 13, 2018	March 20, 2023	VND COF plus spread; quarterly	Unsecured	106,688	167,482
Loan 6	November 15, 2018 - October 9, 2019	December 24, 2023	Bank's three-month COF plus spread; quarterly	Unsecured	305,666	383,875
Loan 7	November 19 - December 31, 2020	August 30, 2024	Bank's three-month COF plus spread; quarterly	Unsecured	242,330	311,250
Loan 8	August 27, 2020 - June 30, 2021	July 26, 2026	Bank's three-month COF plus spread; quarterly	Unsecured	416,929	145,812
Parent Company						
Loan 9	April 22, 2016	April 22, 2021	PDST-R2 plus spread; quarterly	Unsecured	—	124,583
Loan 10	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	398,400	796,800
Loan 11	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	522,900	1,045,800
Loan 12	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	199,200	398,400
Loan 13	December 27, 2017	December 27, 2022	PDST-R2 plus spread; quarterly	Unsecured	149,400	298,800
Loan 14	March 27, 2018	March 27, 2025	PDST R2 plus spread; quarterly	Unsecured	2,715,375	3,550,875
Loan 15	May 11, 2018	May 11, 2025	PDST R2 plus spread; quarterly	Unsecured	2,089,018	2,685,803
Loan 16	August 15, 2018	August 15, 2025	PDST-R2 plus spread; quarterly	Unsecured	2,014,393	2,551,500
Loan 17	October 6, 2021	October 7, 2026	BVAL plus spread	Unsecured	3,971,000	—
Subsidiaries						
Loan 18	December 21, 2016	December 21, 2021	PDST-R2 plus spread; quarterly	Unsecured	—	109,890
Loan 19	August 24, 2018	August 24, 2025	PDST-R2 plus spread; quarterly	Unsecured	—	945,000
Loan 20	May 8, 2019	May 8, 2026	BVAL plus spread	Unsecured	895,356	994,286
Loan 21	October 6, 2021	October 7, 2026	BVAL plus spread	Unsecured	2,978,250	—
Loan 22	October 6, 2021	October 8, 2026	Fixed	Unsecured	992,750	—
					22,360,177	19,258,213
Less current portion - net of debt issue costs of ₱16.8 million and ₱18.4 million in 2021 and 2020, respectively					4,950,565	4,720,096
Noncurrent portion					₱17,409,612	₱14,538,117

LIBOR – London Interbank Offered Rate

VIOR – Vietnam Interbank Offered Rate

BVAL – Bloomberg Valuation Service

PDST-R2 – Philippine Dealing System Treasury - Reference Rate Two

VND-denominated Loans of SuperFoods Group. Loan 7 consists of a 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND160.0 billion (₱349.6 million) available in tranches within twelve (12) months from August 29, 2019, the date of loan agreement. The loan is subject to a variable interest rate based on the Bank's three-month COF plus spread of 1.35%. The principal is payable in sixteen (16) quarterly installments commencing on the 16th month from the date of agreement. Initial drawdown amounting to VND4.6 billion (₱10.2 million) was availed on November 19, 2019. Subsequent tranches amounting to a total of VND49.6 billion (₱108.4 million) were availed in November and December 2019 and a total of VND105.8 billion (₱229.6 million) were availed in 2020. The loan will mature on August 30, 2024. As at December 31, 2021 and 2020, the carrying value of the loan amounted to VND110.0 billion (₱242.3 million) and VND150.0 billion (₱311.3 million), respectively.



Loan 8 consists of a 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND232.0 billion (₱484.6 million) available in tranches within twelve (12) months from July 27, 2020, the date of loan agreement. The loan is subject to a variable interest rate based on the Bank's three-month COF plus spread of 1.5%. The principal is payable in sixteen (16) quarterly installments commencing on the 16th month from the date of agreement. Initial drawdown amounting to VND7.2 billion (₱15.0 million) was availed on August 27, 2020. Subsequent tranches amounting to a total of VND63.1 billion (₱131.1 million) were availed in September to December 2020 and a total of VND133.5 billion (₱283.8 million) were availed in 2021. As at December 31, 2021 and 2020, the carrying value of the loan amounted to VND189.3 billion (₱416.9 million) and VND70.3 billion (₱145.8 million), respectively.

Loans 4 to 8 are guaranteed by the Ultimate Parent Company.

PHP-denominated Loans of the Parent Company. Loan 17 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱4,000.0 million split into two (2) tranches. The first tranche is subject to a floating rate based on PHP BVAL Reference Rate for three (3) months tenor plus spread of 0.75% or to an interest rate floor equal to the BSP Reverse Repurchase Rate. The second tranche is subject to a fixed rate of 3.9765% per annum. The Parent Company incurred debt issue cost of ₱30.0 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan is ₱3,971.0 million, net of unamortized debt issue cost of ₱29.0 million, as at December 31, 2021.

The Parent Company's PHP denominated long-term debt (Loans 9 to 17) amounted to ₱12,059.7 million, net of unamortized debt issue cost of ₱70.3 million, and ₱11,452.6 million, net of unamortized debt issue cost of ₱57.4 million, as at December 31, 2021 and 2020, respectively. The current portion amounted to ₱3,239.3 million and ₱3,363.9 million, net of debt issue cost of ₱15.7 million and ₱16.2 million as at December 31, 2021 and 2020, respectively.

PHP-denominated Loan of Zenith. Loan 21 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱3,000.0 million split into two (2) tranches. The first tranche is subject to a floating rate based on PHP BVAL Reference Rate for three (3) months tenor plus spread of 0.75% or to an interest rate floor equal to the BSP Reverse Repurchase Rate. The second tranche is subject to a fixed rate of 3.9765% per annum. Zenith incurred debt issue cost of ₱22.5 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan is ₱2,978.2 million, net of unamortized debt issue cost of ₱21.8 million, as at December 31, 2021.

Loan 22 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱1,000.0 million. The loan is subject to a fixed rate of 3.395% per annum. Zenith incurred debt issue cost of ₱7.5 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan is ₱992.8 million, net of unamortized debt issue cost of ₱7.2 million, as at December 31, 2021.

The loans are guaranteed by the Parent Company. Consequently, the Parent Company is subject to certain debt covenants which include, among others, maintaining Debt-to-Equity ratio, Debt-to-EBITDA ratio and Debt-to-Service Coverage Ratio. In June 2020, the Debt-to-EBITDA ratio and Debt-to-Service Coverage Ratio were waived until December 31, 2021. Except for the ratios covered by the waiver, the Parent Company is in compliance with the applicable debt covenants as at December 31, 2021 and 2020.



Interest expense recognized on long-term debt amounted to ₱506.6 million, ₱744.1 million and ₱1,172.6 million in 2021, 2020 and 2019, respectively (see Note 23).

The future expected principal settlements of the JFC Group's loans follow:

	2021	2020
2021	₱—	₱4,738,472
2022	4,966,155	5,041,401
2023	5,190,642	3,211,366
2024	6,435,397	4,383,325
2025 to 2026	5,871,940	1,951,912
	22,464,134	19,326,476
Less debt issue costs	(103,957)	(68,263)
	₱22,360,177	₱19,258,213

Embedded Derivatives

Certain long-term loans of the JFC Group include provisions for an option to convert the variable interest rate into a fixed interest rate. Certain long-term loans are also subject to an interest rate floor. In addition, the JFC Group's long-term loans generally provide an option to pre-pay the loan in full before the maturity date.

The JFC Group assessed that the derivatives embedded in the loan contracts need not be bifurcated since they are clearly and closely related to the economic characteristics and risks of the host loan contract and do not qualify for separate accounting as at December 31, 2021 and 2020.

Freestanding Derivatives, Hedges and Hedge Effectiveness Testing

On November 20, 2015, the JFC Group entered into an Interest Rate Swap (IRS) with a bank to convert its exposure in the variable interest rate of Loan 1 to a fixed interest rate. The IRS will terminate and the loan will mature simultaneously on October 21, 2025. The JFC Group has designated the IRS as a cash flow hedge.

The IRS with a notional amount equal to the principal amount of the loan requires the JFC Group to pay fixed interest payments at 3.36% in exchange of variable interest payments at three-month LIBOR plus spread of 1.20% from the bank throughout the term of the IRS on the notional amount. The IRS settles quarterly on a net basis.

The fair value of the IRS amounted to ₱12.8 million and ₱141.5 million as at December 31, 2021 and 2020, respectively, presented as derivative liability in the consolidated statements of financial position. The terms of the IRS approximately match the terms of the interest payments on the loan. Accordingly, there is no hedge ineffectiveness to be recognized in profit or loss.

Unrealized gain of ₱128.7 million and unrealized loss of ₱83.2 million were recognized in other comprehensive income in 2021 and 2020, respectively.

Senior Debt Securities (Notes)

On June 24, 2020, the JFC Group, through JWPL, issued a USD300.0 million (₱14,994.0 million) 5.5-year and USD300.0 million (₱14,994.0 million) 10-year Reg S dual tranche US dollar denominated guaranteed Notes with a coupon rate of 4.125% and 4.750%, respectively, and payable semi-annually. This was listed in the Singapore Exchange Securities Trading Limited on June 25, 2020.



The proceeds from the issuance will be used for general corporate purposes, intended as a precautionary measure from the unforeseen eventualities that may be caused by the Covid-19 pandemic, as well as fund initiatives of the JFC Group (see Note 10).

The JFC Group incurred debt issue cost of USD4.0 million (₱200.4 million) for this transaction. As at December 31, 2021 and 2020, the carrying value of the Notes amounted to USD596.5 million (₱30,426.1 million) and USD596.2 million (₱28,629.0 million), net of unamortized debt issue cost of USD3.4 million (₱173.9 million) and USD3.9 million (₱183.0 million), respectively.

Interest expense recognized on senior debt securities amounted to ₱1,311.8 million and ₱682.4 million in 2021 and 2020, respectively (see Note 23).

19. Equity

a. Preferred Stock

On May 11, 2021, the BOD of the Parent Company approved the amendment to the Seventh Article of the AOI of the Parent Company to reclassify 20,000,000 unissued common shares, with par value of ₱1.00 per share, out of the authorized capital stock of the Parent Company, into 20,000,000 cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, with a par value of ₱1.00 per share and the Parent Company's plans to issue peso-denominated preferred shares within 2021. The amount of the planned preferred shares issuance is estimated at ₱8,000.0 million.

The issuance of the preferred shares was approved by the Parent Company's shareholders during the Parent Company's annual stockholders' meeting on June 25, 2021, and is subject to the approval of the Philippine SEC.

On September 24, 2021, the Philippine SEC approved the shelf registration in the Philippines of 20,000,000 cumulative, non-voting, non-participating, non-convertible, redeemable, peso-denominated perpetual preferred shares to be offered within a period of three (3) years from the date of effectivity of the registration statement and granted the Parent Company the permit to sell 8,000,000 preferred shares and an over subscription option of up to 4,000,000 preferred shares, at an offer price of ₱1,000 per share in two (2) series: Preferred Shares-Series A and Series B with a dividend rate of 3.2821% and 4.2405% per annum, respectively.

On October 14, 2021, the Parent Company issued Preferred Shares-Series A and Series B totaling to 3,000,000 shares and 9,000,000 shares, respectively. The preferred shares were listed in the Philippine Stock Exchange on the same day.

The total number of shareholders of the Parent Company for Preferred Shares-Series A and Series B is 3 and 4, respectively, as at December 31, 2021.



b. Common Stock

The movements in the account are as follows:

	2021	2020
Authorized - ₱1 par value		
Balance at beginning of year	₱1,450,000	₱1,450,000
Reclassification to preferred shares	(20,000)	—
Balance at end of year	₱1,430,000	₱1,450,000
Issued and subscribed:		
Balance at beginning of year	₱1,122,257	₱1,410,000
Issuances during the year	2,085	12,108
Balance at end of year	1,124,342	1,122,257
Subscription receivables	(17,178)	(17,178)
	₱1,107,164	₱1,105,079

The total number of shareholders of the Parent Company is 2,981 and 2,999 as at December 31, 2021 and 2020, respectively.

c. Additional Paid-in-Capital

The movements in the Additional paid in-capital pertain to the difference between the exercise prices of stock options exercised and the par value of Parent Company's shares. For the years ended December 31, 2021 and 2020, stock options totaling 2,085,295 shares and 12,108,364 shares, respectively, were exercised (see Note 26). These resulted to an additional paid-in capital amounting to ₱321.7 million and ₱1,268.7 million in 2021 and 2020, respectively.

Issuance cost for the preferred shares incurred by the Parent Company charged to additional paid in capital amounted to ₱80.3 million in 2021.

Stock options expense, amounting to ₱155.5 million and ₱188.3 million in 2021 and 2020, respectively, were also recognized as part of additional paid-in capital (see Notes 22 and 26).

The Parent Company recognized deferred tax assets on MSOP and ELTIP in additional paid-in capital resulting to an increase of ₱20.5 million in 2021 and a decrease of ₱340.5 million in 2020.

As at December 31, 2021 and 2020, total additional paid-in capital amounted to ₱10,331.3 million and ₱9,913.9 million, respectively.

d. Treasury Shares

The cost of common stock of the Parent Company held in treasury of ₱180.5 million consists of 16,447,340 shares as at December 31, 2021 and 2020.

e. Senior Perpetual Securities (Securities)

The Securities amounting to USD600.0 million (₱30,588.0 million) was issued by the JFC Group, through JWPL, on January 23, 2020 and was listed in the Singapore Exchange Securities Trading Limited (SGX-ST) on January 24, 2020. The Securities confer a right to receive a return on the Securities (the "Distribution") every Distribution Payment Date as described in the terms and conditions of the Securities. These distributions are payable semi-annually in arrears on the Distribution Payment Dates of each year. The Securities offered an initial distribution rate of



3.9%, noncallable in five (5) years and payable semi-annually. However, the Issuer may, at its sole and absolute discretion, prior to any Distribution Payment Date, resolve to defer payment of all or some of the Distribution which would otherwise be payable on that Distribution Payment Date subject to exceptions enumerated in the terms and conditions of the Securities. The Securities are perpetual securities in respect of which there is no fixed redemption date, but the Issuer may, at its option change the status of the Securities or redeem the same on instances defined under its terms and conditions. The Securities are unconditionally and irrevocably guaranteed by the Parent Company.

The proceeds from issuance of the Securities were partially used to refinance the short-term debt for the acquisition of CBTL while some were invested to bond funds (see Note 10).

On July 23, 2020, JWPL paid the first distribution amounting to USD11.7 million (₱577.7 million). Subsequently, 2nd and 3rd distributions amounting to USD11.7 million (₱562.3 million) and USD11.7 million (₱589.0 million) were paid on January 20, 2021 and July 19, 2021, respectively. Accrued distribution due in January 2021 and 2022 amounted to USD11.7 million (₱590.0 million) and USD10.2 million (₱490.0 million) as at December 31, 2021 and 2020, respectively (see Note 16).

The Securities are treated as equity as part of non-controlling interests in the consolidated financial statements of the JFC Group because nothing in the terms and conditions of the Securities gives rise to an obligation of the JFC Group to deliver cash or another financial asset in the future as defined by PAS 32.

On October 4, 2021, JWPL announced the Tender Offer to the holders of the Securities to purchase for cash up to USD250.0 million of the outstanding Securities on the official list of SGX-ST. The Tender Offer to buy back up to USD250.0 million of the Securities will be funded partly from the proceeds of the Parent Company's issuance of 12,000,000 preferred shares under its 20,000,000 preferred shares shelf registration.

On October 19, 2021, in relation to the announced Tender Offer, JWPL disclosed the following:

- That, as at 4:00 PM, London time, on October 18, 2021 (the Early Tender Time), holders of Securities had validly tendered and not validly withdrawn USD203.1 million in aggregate principal amount of Securities;
- The Tender Offer cap of USD250.0 million has not been reached and all Securities tendered at or prior to the Early Tender Time will be accepted for purchase; and,
- As JWPL expects that the financing condition and all other conditions to the Tender Offer will be fully satisfied prior to October 21, 2021 (the Early Settlement Date), JWPL plans to make payment for Securities validly tendered at or prior to the Early Tender Time and accepted for purchase on the Early Settlement Date at a price equal to (a) the amount of USD1,000 per USD1,000 principal amount of Securities plus accrued distribution (as defined in the Tender Offer Memorandum), plus (b) an amount equal to USD16.25 per USD1,000 principal amount of Securities which constitutes the Early Tender Premium. JWPL expects to cancel such Securities on the same date.



On October 21, 2021, the settlement of the Securities that have been validly tendered by holders of Securities at the Early Tender Time, not validly withdrawn and accepted for payment pursuant to the Tender Offer, has been completed. As at Early Settlement Date, USD203.1 million (₱10,303.0 million) in aggregate principal amount of Securities has been repurchased and cancelled. Immediately following the Early Settlement Date, USD396.9 million in principal amount of Securities remain outstanding.

Early Tender Premium paid by JWPL amounted to USD3.3 million (₱167.4 million).

On November 5, 2021, JWPL further disclosed that:

- It has been advised that, after the Early Tender Time but at or prior to the Expiration Deadline, holders of Securities had validly tendered and not validly withdrawn USD0.4 million in aggregate principal amount of Securities;
- The Tender Offer cap has not been reached and accordingly all Securities validly tendered after the Early Tender Time but at or prior to the Expiration Deadline will be accepted for purchase; and,
- As the financing condition and all other conditions to the Tender Offer have been satisfied, JWPL plans to make payment for Securities validly tendered after the Early Tender Time but at or prior to the Expiration Deadline and accepted for purchase on November 8, 2021 at a price equal to the amount of the USD1,000 per USD1,000 principal amount of Securities plus accrued distribution. JWPL also expects to cancel such Securities on the same date.

On November 8, 2021, JWPL accepted the purchase of USD0.4 million (₱20.2 million) and cancelled the Securities on the same date.

f. Excess of Cost over the Carrying Value of Non-controlling Interests Acquired

The amount of excess of cost over the carrying value of non-controlling interests acquired as at December 31, 2021 and 2020, recognized as part of “Equity Attributable to Equity Holders of the Parent Company” section in the consolidated statements of financial position, resulted from the following acquisitions of non-controlling interests:

20% of Greenwich in 2006	₱168,257
15% of Belmont in 2007	375,721
40% of Adgraphix in 2010	(1,214)
30% of Mang Inasal in 2016	1,217,615
30% of HBFPL in 2016	391,782
15% of SJBFI in 2018	(347,395)
30% of Smashburger Long Island in 2020 (Note 11)	95,774
49% of Smashburger Westchester in 2020 (Note 11)	125,800
	<u>₱2,026,340</u>

g. Retained Earnings

The JFC Group has a cash dividend policy of declaring one-third of the JFC Group’s net income for the year as cash dividends payable to all common stockholders. It uses best estimate of its net income as basis for declaring cash dividends. Actual cash dividends per share declared as a percentage of the EPS are 31.5%, 12.4% and 38.6% in 2021, 2020 and 2019, respectively.



Preferred Shares-Series A and Series B shareholders, subject to the discretion of the BOD to the extent permitted by law, are entitled to dividends. If cash dividends are declared, cash dividends shall be as follows:

- Preferred Shares-Series A shall be at the fixed rate of 3.2821% per annum; and,
- Preferred Shares-Series B shall be at the fixed rate of 4.2405% per annum.

Cash dividends on Preferred Shares-Series A and Series B will be payable quarterly.

The Parent Company's cash dividend declarations for 2021, 2020 and 2019 follow:

Declaration Date	Record Date	Payment Date	Cash Dividend per Share	Total Cash Dividends Declared
<i>(In Thousands, except dividend per share)</i>				
2021				
Common Shares				
April 8	April 26	May 12	₱0.78	₱861,054
November 8	November 23	December 14	0.89	984,025
			₱1.67	₱1,845,079
Preferred Shares-Series A				
December 7	December 23	January 14, 2022	₱8.21	₱24,616
Preferred Shares-Series B				
December 7	December 23	January 14, 2022	₱10.60	₱95,411
2020				
Common Shares				
April 7	April 27	May 22	₱0.62	₱680,528
November 9	November 24	December 14	0.68	750,562
			₱1.30	₱1,431,090
2019				
Common Shares				
April 8	April 26	May 9	₱1.23	₱1,341,178
November 11	November 26	December 10	1.35	1,473,767
			₱2.58	₱2,814,945

An important part of the JFC Group's growth strategy is the acquisition of new businesses in the Philippines and abroad. Examples were acquisitions of 85% of Yonghe King in 2004 in PRC (₱1,200.0 million), 100% of Red Ribbon in 2005 (₱1,700.0 million), the remaining 20% minority share in Greenwich in 2006 (₱384.0 million), the remaining 15% share of Yonghe King in 2007 (₱413.7 million), 100% of Hong Zhuang Yuan restaurant chain in PRC in 2008 (₱2,600.0 million), 70% of Mang Inasal in 2010 (₱2,976.2 million), 100% of Chowking US operations in 2011 (₱693.3 million), 40% of SJBF LLC, the parent company of the entities comprising the Smashburger business in US (₱4,812.8 million), including transaction costs in 2015, the remaining 30% minority share each in Mang Inasal (₱2,000.0 million) and HBFPL (₱514.9 million), acquisition of GSC (₱8.6 million) in 2016, the acquisition of additional 10% share in SuperFoods Group (₱2,712.7 million) in 2017, acquisition of the remaining 60% share in SJBF LLC (₱5,735.8 million) in 2018, acquisition of the 80% of The Coffee Bean & Tea Leaf (₱17,098.7 million) in 2019 and the remaining 30% minority share in Smashburger Long Island (₱95.8 million) in 2020.



The JFC Group plans to continue to make substantial acquisitions in the coming years. The JFC Group uses its cash generated from operations to finance these acquisitions and capital expenditures. These limit the amount of cash dividends that it can declare and pay, making the level of the retained earnings higher than the paid-up capital stock.

Details of the appropriated retained earnings as at December 31 follow:

Projects	2021		2020	
	Timeline	Amount	Timeline	Amount
Capital expenditures	2022	₱18,700,000	2019-2024	₱12,000,000
Acquisition of businesses	–	–	2019-2024	8,000,000
		₱18,700,000		₱20,000,000

On December 7, 2021, the BOD approved the release of previously approved appropriated retained earnings in 2018 amounting to ₱20,000.0 million. On the same day, the BOD approved the appropriation of ₱18,700.0 million from the Parent Company's unappropriated retained earnings for capital expenditures in 2022.

The unappropriated retained earnings of the Parent Company is also restricted to the extent of cost of common stock held in treasury amounting to ₱180.5 million as at December 31, 2021 and 2020, respectively. The unappropriated retained earnings of the JFC Group includes accumulated losses from its subsidiaries.

The Parent Company's retained earnings available for dividend declaration, computed based on the guidelines provided in SEC Memorandum Circular No. 11, amounted to ₱15,728.1 million and ₱12,566.0 million as at December 31, 2021 and 2020, respectively.

In relation with the Securities Regulation Code, below is the summary of the Parent Company's track record of registration of securities.

	Number of Shares Registered	Initial Issue/ Offer Price	Listing date	Number of Holders of Securities	
				2021	2020
Common shares	75,000,000	₱9	July 14, 1993	2,981	2,999
Preferred shares-Series A	3,000,000	1,000	October 14, 2021	3	–
Preferred shares-Series B	9,000,000	1,000	October 14, 2021	4	–

20. Royalty, Set-up Fees and Others

This account consists of:

	2021	2020	2019
Royalty fees	₱7,125,470	₱5,426,460	₱8,477,040
Service fees	272,341	237,568	381,188
Set-up fees	186,817	116,580	471,711
Scrap sales	84,175	103,427	89,367
Rent income (see Notes 13 and 29)	24,394	35,771	58,493
Delivery fees and others	1,017,112	547,328	237,917
	₱8,710,309	₱6,467,134	₱9,715,716



The JFC Group has existing Royalty and Service Agreements with independent franchisees for the latter to operate quick service restaurant outlets under the “Jollibee”, “Greenwich”, “Chowking”, “Yong He King”, “Red Ribbon”, “Hong Zhuang Yuan”, “Mang Inasal”, “Highlands Coffee”, “Pho 24”, “Smashburger” and “The Coffee Bean & Tea Leaf” concepts and trade names. In consideration thereof, the franchisees agree to pay set-up fees and monthly royalty fees equivalent to a certain percentage of the franchisees’ net sales.

The JFC Group’s franchisees pay service fees for various services, including repairs and maintenance services, rendered by the JFC Group’s personnel.

On June 24, 2021, the Parent Company and its subsidiaries, Fresh N’ Famous and Mang Inasal have entered into a license agreement with Milkshop International Co., Ltd. (Milkshop), owner of a popular Taiwanese Bubble tea brand, Milksha. The license agreement grants the Parent Company, Fresh N’ Famous and Mang Inasal the exclusive rights to sell and market products under the Milksha brand in JFC Group’s stores starting with Chowking stores.

21. Direct Costs

This account consists of:

	2021	2020	2019
<i>Cost of Sales</i>			
Cost of inventories	₱68,694,594	₱58,999,321	₱85,405,049
Personnel costs:			
Salaries, wages and other employee benefits	18,543,938	16,943,784	17,778,095
Pension expense (see Note 25)	149,345	47,419	189,336
Depreciation and amortization (see Notes 12 and 29)	12,831,649	13,863,747	12,876,957
Contracted services	6,358,720	6,741,864	9,942,936
Electricity and other utilities	4,030,719	4,096,589	5,535,762
Rent (see Note 29)	2,741,734	2,537,011	4,466,414
Supplies	2,473,970	2,260,351	2,963,236
Repairs and maintenance	1,884,213	1,934,204	2,001,413
Security and janitorial	905,246	955,561	1,103,819
Communication	328,566	377,760	341,033
Professional fees	86,090	107,305	162,482
Representation and entertainment	61,591	81,249	125,518
Delivery costs, insurance and others (see Note 29)	6,127,459	5,179,347	4,364,723
	125,217,834	114,125,512	147,256,773
<i>Cost of Services</i>			
Advertising expense	2,278,845	1,600,825	3,001,108
	₱127,496,679	₱115,726,337	₱150,257,881

Delivery costs, insurance and others include lease pre-termination costs amounting to ₱1,042.5 million in 2020.



22. General and Administrative Expenses

This account consists of:

	2021	2020	2019
Personnel costs:			
Salaries, wages and other employee benefits	₱8,994,529	₱10,692,405	₱9,580,087
Pension expense (see Note 25)	168,963	48,156	204,831
Stock options expense (see Notes 19 and 26)	155,539	188,290	262,875
Taxes and licenses	1,571,662	1,403,482	1,854,426
Professional fees	1,143,571	1,432,451	1,213,054
Reversals of provision for impairment on:			
Property, plant and equipment (see Note 12)	(390,031)	(76,173)	(29,179)
Right-of-use assets (see Note 29)	(285,635)	—	—
Receivables (see Note 7)	(54,215)	—	(91,402)
Inventories (see Note 8)	(9,475)	(82,354)	(26,465)
Contracted services	718,561	1,252,357	597,231
Depreciation and amortization (see Notes 12, 14, 15 and 29)	650,616	704,993	618,441
Rent (see Note 29)	427,127	492,322	522,230
Membership and subscriptions	390,963	275,785	222,805
Repairs and maintenance	348,499	313,263	323,257
Transportation and travel	336,597	412,146	836,518
Impairment in value of:			
Receivables (see Note 7)	210,870	281,866	25,342
Property, plant and equipment (see Note 12)	44,392	1,185,512	399,212
Inventories (see Note 8)	23,721	332,505	16,670
Operating lease receivables (see Note 29)	8,046	—	—
Right-of-use assets (see Note 29)	—	661,365	—
Communication	233,284	303,461	186,030
Insurance	113,990	101,232	80,048
Supplies	103,562	102,590	106,830
Training	59,712	107,775	279,548
Loss (gain) on retirements and disposals of property, plant and equipment, investment properties and intangibles (see Notes 12, 13 and 14)	54,560	1,489,155	(278,318)
Donations	54,155	260,726	120,576
Representation and entertainment	49,873	43,188	94,201
Association dues	46,224	42,179	42,338
Electricity and other utilities	39,293	46,280	71,749

(Forward)



	2021	2020	2019
Corporate events	₱32,911	₱230,880	₱215,376
Security and janitorial	11,667	11,970	34,054
Research and development and others (see Note 29)	1,219,560	1,496,414	1,424,369
	₱16,473,091	₱23,754,221	₱18,906,734

Research and development and others include costs (gain) on lease pre-termination and derecognition of unfavorable leases amounting to ₱332.5 million and (₱233.1 million), respectively, in 2020.

23. Interest Income (Expense) and Other Income (Expense)

	2021	2020	2019
Interest income			
Cash and cash equivalents and short-term investments (see Note 6)	₱76,968	₱114,824	₱273,022
Loans and advances (see Note 11)	51,949	69,921	85,985
Accretion of:			
Interest on security and other deposits and employee car plan receivables (see Note 15)	32,913	35,927	33,564
Lease receivables (see Note 29)	3,065	5,944	8,086
Financial assets at FVTPL (see Note 10)	72	—	—
	₱164,967	₱226,616	₱400,657

	2021	2020	2019
Interest expense			
Financing:			
Senior debt securities (see Note 18)	(₱1,311,814)	(₱682,448)	₱—
Long-term debt (see Note 18)	(506,637)	(744,050)	(1,172,589)
Short-term debt (see Note 18)	(362,722)	(421,779)	(189,917)
	(2,181,173)	(1,848,277)	(1,362,506)
Accretion of:			
Lease liabilities (see Note 29)	(1,963,848)	(1,938,530)	(1,824,311)
Customer deposits (see Note 16)	(728)	(845)	(481)
	(1,964,576)	(1,939,375)	(1,824,792)
	(₱4,145,749)	(₱3,787,652)	(₱3,187,298)

	2021	2020	2019
Other income (expense)			
Write-off of liabilities	₱2,824,015	₱2,102,109	₱2,290,538
Bank charges	(470,620)	(542,884)	(404,958)
Rebates, suppliers' incentives and government subsidies	462,791	600,593	339,082
Reversal of (provisions for) business transformation (see Note 17)	291,110	(501,637)	—

(Forward)



	2021	2020	2019
Gain on pre-termination of lease agreements (see Note 29)	₱268,615	₱886,339	₱400,367
Marked-to-market gain on financial assets at FVTPL (see Note 10)	196,986	1,317,728	(1,640)
Foreign exchange gain (loss) - net	41,147	(142,364)	(268,155)
Penalties and charges	35,042	47,137	65,826
Other rentals	9,723	18,453	6,258
Charges to franchisees	4,606	6,954	24,556
Gain from acquisition of a business (see Note 11)	—	—	4,255,324
Insurance claims and others	229,603	368,749	143,020
	₱3,893,018	₱4,161,177	₱6,850,218

In the normal course of business, the JFC Group accrues liabilities based on management's best estimate of costs incurred, particularly in cases when the JFC Group has not yet received final billings from suppliers and vendors. There are also ongoing negotiations and reconciliations with suppliers and vendors on certain liabilities recorded. These balances are continuously reviewed by management and are adjusted based on these reviews, resulting to write-off of certain liabilities as other income.

24. Income Taxes

The JFC Group's provision for current income tax consists of the following:

	2021	2020	2019
Final tax withheld on:			
Royalty income	₱1,351,070	₱1,039,849	₱1,750,140
Interest income	2,596	6,055	30,914
RCIT:			
With itemized deduction	620,936	239,481	873,698
With Optional Standard Deduction (OSD)	46,154	6,288	195,044
MCIT	8,608	254,946	405,868
	₱2,029,364	₱1,546,619	₱3,255,664

RCIT consists of corporate income taxes from the JFC Group's operations in the Philippines, PRC, USA, Vietnam, and Singapore.

For the year ended December 31, 2021, Grandworth, a wholly-owned subsidiary, elected to use OSD in computing for its taxable income. The net tax benefit from the availment of OSD amounted to ₱28.9 million in 2021.

For the year ended December 31, 2020, Grandworth and RRBH, wholly-owned subsidiaries, elected to use OSD in computing for their taxable income. The net tax benefit from the availment of OSD amounted to ₱2.0 million in 2020.



The components of the JFC Group's recognized net deferred tax assets as at December 31 follow:

	2021	2020
Deferred tax assets:		
Lease liabilities	₱5,930,795	₱6,079,643
NOLCO:		
USA-based entities	2,530,684	1,284,699
Philippine-based entities	534,907	1,067,152
PRC-based entities	314,151	288,725
Europe-based entities	36,280	1,955
Accrued expenses of USA-based entities	1,293,241	949,995
Pension liability and other benefits	585,158	751,806
Excess of MCIT over RCIT	462,557	411,332
Accumulated impairment loss in value of receivables, inventories, property, plant and equipment and other nonfinancial assets	272,010	422,318
Accrued bonus	248,817	—
MSOP and ELTIP	126,771	64,867
Unrealized foreign exchange loss	28,714	121,092
Unaccreted discount on security deposits and employee car plan receivables	27,068	35,621
Unamortized past service costs	4,273	5,672
Others	107,888	85,453
	12,503,314	11,570,330
Deferred tax liabilities:		
Right-of-use assets	4,970,541	5,009,602
Excess of fair value over book value of identifiable assets of acquired businesses	493,028	256,016
Unrealized foreign exchange gain	93,184	85,578
Operating lease receivables	22,365	20,046
Unaccreted discount on employee car plan receivables and security deposits	18,891	26,733
Deferred rent expense	13,748	14,403
Prepaid rent	13,954	16,902
Unrealized gain on change in fair value of financial assets at FVTPL	2,748	26,666
	5,628,459	5,455,946
Deferred tax assets - net	₱6,874,855	₱6,114,384

The components of the JFC Group's recognized net deferred tax liabilities as at December 31 follow:

	2021	2020
Deferred tax assets:		
Lease liabilities	₱3,816,017	₱3,531,281
NOLCO:		
Hungary-based entity	571,472	100,564
Asia-based entities	8,453	28,185
Capital allowance	69,416	17,884
Allowance for impairment loss on receivables, inventories and property, plant and equipment	60,862	144,021

(Forward)



	2021	2020
Pension liability and other benefits	₱31,105	₱42,332
Accrued expenses	19,620	12,213
MSOP and ELTIP	4,297	2,146
Accrued bonus	1,521	—
Unaccrued discount on security deposits and employee car plan receivables	284	806
Unamortized past service costs	225	324
Operating lease receivables	—	13,800
Unrealized foreign exchange loss	—	5
	4,583,272	3,893,561
Deferred tax liabilities:		
Excess of fair value over book value of identifiable assets of acquired businesses	4,353,549	4,362,947
Right-of-use assets	3,658,010	3,355,089
Unaccrued discount on employee car plan receivables, security and product security deposits	409	915
Unrealized foreign exchange gain	17	—
Finance lease receivables	—	30,189
	8,011,985	7,749,140
Deferred tax liabilities - net	₱3,428,713	₱3,855,579

The rollforward analysis of the net deferred tax assets and liabilities of the JFC Group follows:

	2021	2020
Balance at beginning of year	₱2,258,805	₱276,629
Income tax effect to profit or loss	1,387,929	2,205,626
Income tax effect of remeasurements of net defined benefit plan	(168,037)	165,324
Tax effect of MSOP and ELTIP	20,488	(340,449)
Translation adjustments	(53,043)	(48,325)
Balance at end of year	₱3,446,142	₱2,258,805

OSD

The availment of the OSD method also affected the recognition of several deferred tax assets and liabilities. Deferred tax assets and liabilities, for which the related income and expense are not considered in determining gross income for income tax purposes, are not recognized. This is because the manner by which the JFC Group expects to recover or settle the underlying assets and liabilities, for which the deferred tax assets and liabilities were initially recognized, would not result to any future tax consequence under the OSD method. Meanwhile, deferred tax assets and liabilities, for which the related income and expense are considered in determining gross income for income tax purposes, are recognized only to the extent of their future tax consequence under the OSD method. Hence, the tax base of these deferred tax assets and liabilities is reduced by the 40% allowable deduction provided for under the OSD method.



Accordingly, the JFC Group's deferred tax assets and liabilities, which were not recognized due to the use of the OSD method, are as follows:

	2021	2020
Deferred tax assets:		
Lease liabilities	₱6,257	₱7,930
Allowance for impairment loss on receivables and nonfinancial assets	4,244	4,550
Customer deposits	6,257	—
Unaccreted discount on financial instruments and others	40	218
	16,798	12,698
Deferred tax liabilities:		
Operating lease receivables	8,656	8,029
Right-of-use assets	—	109
Others	123	117
	8,779	8,255
Deferred tax assets - net	₱8,019	₱4,443

As at December 31, 2021, NOLCO and excess of MCIT over RCIT of the Philippine-based entities that can be claimed as deductions from taxable income and income tax due, respectively, are as follows:

Year Incurred/Paid	Carryforward Benefit up to	NOLCO	Excess of MCIT over RCIT
2021	December 31, 2026	₱265,606	₱91,853
2020	December 31, 2025	3,037,977	192,362
2019	December 31, 2022	519,198	218,970
		3,822,781	503,185
Utilized during the year		(1,684,182)	—
Adjustments due to the CREATE Act		1,029	(40,628)
		₱2,139,628	₱462,557

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

President Rodrigo Duterte signed into law on March 26, 2021 the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It took effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation on April 11, 2021.



The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact to the JFC Group:

- Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5 million and with total assets not exceeding ₱100 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.
- MCIT rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.
- Imposition of improperly accumulated earnings tax (IAET) is repealed.
- For investments prior to effectivity of CREATE:
 - Registered business enterprises granted only an income tax holiday (ITH) – can continue with the availment of the ITH for the remaining period of the ITH.

Applying the provisions of the CREATE Act, the JFC Group has been subjected to the lower RCIT rate of 25% of taxable income or the reduced MCIT rate of 1% of gross income, effective July 1, 2020. Likewise, the impact on the December 31, 2020 consolidated balances had the CREATE Act been substantially enacted as of then, that were adjusted in 2021, are as follows:

Consolidated Statement of Financial Position

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Prepaid taxes	₱59.9
Deferred tax assets	(1,089.6)
Income tax payable	(8.8)
Deferred tax liabilities	(530.6)
Remeasurement loss on net defined benefit plan	59.4
Additional paid-in capital	0.4

Consolidated Statement of Comprehensive Income

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Provision for current income tax	(₱68.7)
Provision for deferred income tax	499.1
Other comprehensive income	59.4
Net income attributable to equity holders of the Parent Company	(423.1)
Net income attributable to non-controlling interests	(7.3)

Deferred tax assets on temporary differences and carryforward benefits of NOLCO and excess of MCIT over RCIT of the Philippine-based subsidiaries, which were not recognized as it is not probable that taxable income will be sufficient against which they can be utilized, amounted to ₱2,468.6 million and ₱221.0 million, respectively, as at December 31, 2021 and ₱2,899.0 million and ₱409.5, respectively, as at December 31, 2020.



The PRC enterprise income tax law provides that income tax rates are unified at 25%. As at December 31, 2021, NOLCO of the PRC-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Carryforward Benefit Up to	Tax Losses	Deferred Tax at 25%
2021	December 31, 2026	₱156,844	₱39,211
2020	December 31, 2028	919,422	229,855
2019	December 31, 2024	55,240	13,810
2018	December 31, 2023	41,096	10,274
2017	December 31, 2022	36,168	9,042
2016	December 31, 2021	102,976	25,744
		1,311,746	327,936
Utilized during the year		(25,720)	(6,430)
Written-off during the year		(93,068)	(23,267)
Translation adjustments		63,646	15,912
		₱1,256,604	₱314,151

As provided in Article 4 of the Announcement of the Ministry of Finance and the State Administration of Taxation No. 8 of 2020, the maximum carry forward period for losses incurred by enterprises in difficult industries greatly affected by the pandemic in 2020 is extended from five (5) years to eight (8) years.

As at December 31, 2021, NOLCO of the USA-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Tax Losses	Deferred Tax at 21%
2021	₱1,714,748	₱360,097
2020	4,112,176	863,557
2019	3,359,400	705,474
2018	2,718,152	570,812
2017	40,062	8,413
	11,944,538	2,508,353
Utilized during the year	(273,310)	(57,395)
Translation adjustments	379,648	79,726
	₱12,050,876	₱2,530,684

NOLCO of USA-based entities has no prescription effective taxable year 2018. The 2017 NOLCO will expire in 2037.

As at December 31, 2021, NOLCO of the Europe-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Tax Losses	Deferred Tax at 19%
2020	₱180,035	₱34,207
2018	10,292	1,955
Translation adjustments	623	118
	₱190,950	₱36,280



NOLCO of Europe-based entities has no prescription.

The following are the movements in deferred tax assets on NOLCO of the JFC Group:

	2021	2020
Balance at beginning of year	₱2,771,280	₱875,622
Additions	1,792,330	1,986,398
Utilization during the year	(484,870)	(60,726)
Change in tax rate due to the CREATE Act	(177,601)	—
Write-off and expirations	(23,267)	—
Translation adjustments	118,075	(30,014)
	₱3,995,947	₱2,771,280

The following are the movements in deferred tax assets on Excess of MCIT over RCIT of the JFC Group:

	2021	2020
Balance at beginning of year	₱411,332	₱654,418
Additions	91,853	192,362
Change in tax rate due to the CREATE Act	(40,628)	—
Write-offs and expirations	—	(435,448)
	₱462,557	₱411,332

The net change in deferred tax liabilities recognized in equity amounted to (₱168.0 million), ₱165.3 million and ₱252.9 million in 2021, 2020 and 2019, respectively.

The reconciliation of provision for income tax computed at the statutory income tax rates to provision for income tax as shown in the consolidated statements of comprehensive income are as follows:

	2021	2020	2019
Provision for income tax at statutory income tax rate	₱1,535,856	(₱3,987,789)	₱2,845,067
Income tax effects of:			
Change in tax rate	354,403	—	—
Effect of different tax rate for royalty and interest income	(338,226)	(522,090)	(887,556)
Expired/written off NOLCO and excess of MCIT over RCIT	67,291	384,502	490,463
Net movement in unrecognized DTA	45,452	2,174,421	888,650
Nondeductible expenses	37,236	584,378	95,678
Nontaxable income	(30,000)	(27,000)	(483,150)
Difference between OSD and itemized deductions	(28,865)	(2,041)	(123,565)
Tax effect of MSOP and ELTIP	(25,096)	126,790	108,357

(Forward)



	2021	2020	2019
Intrinsic value of stock options exercised	(P8,412)	(P128,436)	(P261,013)
Effect of different tax rates for capital gains tax	–	662	–
Effect of different tax rates for international operations and others	(968,204)	737,596	382,239
	P641,435	(P659,007)	P3,055,170

Provision for current income tax of foreign entities operating in the US, PRC, Vietnam and Singapore amounted to P82.3 million, P56.0 million, nil and P44.1 million, respectively, for the year ended December 31, 2021 and P61.7 million, P3.9 million, P66.9 million and P34.8 million, respectively, for the year ended December 31, 2020.

25. Pension Liability

Defined Benefit Plan

The Parent Company and certain Philippine-based subsidiaries have funded, independently-administered, non-contributory defined benefit pension plan covering all permanent employees. The benefits are based on the employees' projected salaries and number of years of service.

The funds are administered by trustee banks. Subject to the specific instructions provided in writing, the Parent Company and certain Philippine-based subsidiaries direct the trustee banks to hold, invest and reinvest the funds and keep the same invested, in its sole discretion, without distinction between principal and income in, but not limited to, certain cash and other short-term deposits, investments in government and corporate debt securities and quoted equity securities.

Under the existing regulatory framework, Republic Act No. 7641 requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employees' retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The following tables summarize the components of pension expense, included under "Cost of sales" and "General and administrative expenses" accounts in the consolidated statements of comprehensive income and pension liability in the consolidated statements of financial position, which are based on actuarial valuations.

Changes in pension liability of the JFC Group in 2021 are as follows:

	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
At January 1, 2021	P4,711,002	P1,793,502	P2,917,500
Opening balance adjustment	(5,381)	–	(5,381)
Pension expense (see Notes 21 and 22):			
Current service cost	375,120	–	375,120

(Forward)



	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
Net interest	₱165,211	₱65,625	₱99,586
Past service cost	(50,574)	—	(50,574)
Settlement gain	(105,824)	—	(105,824)
	383,933	65,625	318,308
Benefits paid	(138,167)	(143,122)	4,955
Settlement paid	(50,873)	(45,918)	(4,955)
Remeasurements in other comprehensive income:			
Return on plan assets (excluding amount included in net interest)	—	(50,580)	50,580
Actuarial changes arising from changes in financial assumptions	(577,221)	—	(577,221)
Actuarial changes due to experience adjustment	130,600	—	130,600
Actuarial changes due to demographic adjustment	(32,302)	—	(32,302)
	(478,923)	(50,580)	(428,343)
Contributions	—	385,619	(385,619)
Transferred out - net	—	—	—
At December 31, 2021	₱4,421,591	₱2,005,126	₱2,416,465

Changes in pension liability of the JFC Group in 2020 are as follows:

	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
At January 1, 2020	₱4,734,016	₱2,512,696	₱2,221,320
Opening balance adjustment	26	—	26
Pension expense (see Notes 21 and 22):			
Current service cost	388,495	—	388,495
Net interest	219,328	111,727	107,601
Past service cost	—	—	—
Settlement gain	(400,521)	—	(400,521)
	207,302	111,727	95,575
Benefits paid	(264,916)	(264,916)	—
Settlement paid	(607,695)	(607,695)	—
Remeasurements in other comprehensive income:			
Return on plan assets (excluding amount included in net interest)	—	41,690	(41,690)

(Forward)



	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
Actuarial changes arising from changes in financial assumptions	₱703,881	₱—	₱703,881
Actuarial changes due to experience adjustment	(61,145)	—	(61,145)
Actuarial changes due to demographic adjustment	—	—	—
	642,736	41,690	601,046
Transferred out - net	(467)	—	(467)
At December 31, 2020	₱4,711,002	₱1,793,502	₱2,917,500

The maximum economic benefit available is a combination of expected refunds from the plan and reductions in future contributions.

The following table presents the carrying amounts, which approximate the estimated fair values, of the assets of the plan:

	2021	2020
Cash and cash equivalents	₱30,507	₱30,787
Investments in government and corporate debt securities	1,843,471	1,878,841
Investments in quoted equity securities:		
Holding firms	238,751	277,686
Property	174,253	175,618
Banks	144,834	126,185
Telecommunications	74,348	39,578
Food and beverage	61,452	57,071
Electricity, energy, power and water	52,377	24,005
Transportation	45,118	28,332
Others	19,912	19,790
Interest and dividends receivable	18,339	25,188
Fund liabilities (see Notes 7 and 27)	(698,236)	(889,579)
	₱2,005,126	₱1,793,502

The plan assets consist of the following:

- Investments in government securities which consist of retail treasury bonds that bear interest ranging from 2.38%-6.25% and have maturities from December 2022 to October 2037 and fixed-rate treasury notes that bear interest ranging from 2.38%-8.75% and have maturities from January 2022 to August 2037.
- Investments in debt securities consist of long-term corporate bonds in the property sector, which bear interest ranging from 4.34%-6.30% maturing from February 2022 to November 2028.
- Investments in equity securities consist of investments in listed equity securities, including equity securities of the Parent Company, for certain retirement plans of the JFC Group (see Note 27).



- Other financial assets held by the retirement plan are primarily accrued interest income on cash and cash equivalents, debt instruments and other securities.

Pension expense as well as the present value of the pension liability are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension expense and liability for the defined benefit plans are shown below:

	December 31, 2021	December 31, 2020
Discount rate	3.7% – 5.2%	3.6% – 4.3%
Salary increase rate	6.00%	6.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the present value of the defined benefit obligation as at the end of the reporting period, assuming all other assumptions were held constant:

	Increase (Decrease)	Philippine Plan	
		2021	2020
Discount rates	+0.50%	(P693,183)	(P1,028,752)
	-0.50%	801,562	1,160,221
Future salary increases	+0.50%	798,337	1,153,401
	-0.50%	(715,557)	(1,026,755)

Shown below is the maturity analysis of the undiscounted benefit payments as at December 31:

	2021	2020
Less than 1 year	P765,404	P774,144
More than 1 year to 5 years	1,451,480	1,244,033
More than 5 years to 10 years	2,176,459	2,141,595
More than 10 years to 15 years	2,867,018	2,571,487
More than 15 years to 20 years	3,367,326	3,065,269
More than 20 years	8,514,005	8,982,778

The Parent Company and certain Philippine-based subsidiaries do not have a formal asset-liability matching strategy. The overall investment policy and strategy of the retirement plans is based on the client suitability assessment, as provided by trustee banks, in compliance with the BSP requirements. Nevertheless, the Parent Company and certain Philippine-based subsidiaries ensure that there will be sufficient assets to pay the retirement benefits as they fall due while attempting to mitigate the various risks of the plans.

The plan assets are primarily exposed to financial risks such as liquidity risk and price risk. Liquidity risk pertains to the plans' ability to meet obligation to the employees upon retirement. To effectively manage liquidity risk, the trustee banks maintain assets in cash and short-term deposits. Price risk pertains mainly to fluctuation in market prices of the retirement funds' marketable securities. In order to effectively manage price risk, the trustee banks continuously assess these risks by closely monitoring the market value of the securities and implementing prudent investment strategies.

The Parent Company and certain Philippine-based subsidiaries contributed P385.6 million to the defined benefit pension plans in 2021.

The average duration of the defined benefit obligation is 10 years as at December 31, 2021 and 2020.



Defined Contribution Plan

The employees of the PRC-domiciled subsidiaries of the JFC Group are members of a state-managed pension benefit scheme operated by the national government. These subsidiaries are required to contribute a specified percentage of their payroll costs to the pension benefit scheme to fund the benefits. The only obligation of these subsidiaries with respect to the pension benefit scheme is to make the specified contributions. Pension expense under the defined contribution plan amounted to ₱447.1 million and ₱336.3 million in 2021 and 2020, respectively.

26. Stock Options Plan

Senior Management Stock Option and Incentive Plan

On January 10, 2017 and December 17, 2002, the SEC approved the exemption requested by the JFC Group on the registration requirements of 31,500,000 and 101,500,000 options, respectively, underlying the Parent Company's common shares to be issued pursuant to the JFC Group's Senior Management Stock Option and Incentive Plan (the Plan). The Plan covers selected key members of management of the JFC Group and designated affiliated entities.

The Plan is divided into two programs, namely, the Management Stock Option Program (MSOP) and the Executive Long-term Incentive Program (ELTIP). The MSOP provides a yearly stock option grant program based on company and individual performance while the ELTIP provides stock ownership as an incentive to reinforce entrepreneurial and long-term ownership behavior of executive participants.

MSOP. The MSOP is a yearly stock option grant program open to members of the senior management committee of the JFC Group and members of the management committee, key talents and designated consultants of some of the business units.

Each MSOP cycle refers to the period commencing on the MSOP grant date and ending on the last day of the MSOP exercise period. Vesting is conditional on the employment of the employee-participants in the JFC Group within the vesting period. The options will vest at the rate of one-third of the total options granted on each anniversary of the MSOP grant date until the third anniversary.

The exercise price of the stock options is determined by the JFC Group with reference to the prevailing market prices over the three months immediately preceding the date of grant for the 1st up to the 7th MSOP cycle. Starting with the 8th MSOP cycle, the exercise price of the option is determined by the JFC Group with reference to the market closing price at date of grant.

The options will vest at the rate of one-third of the total options granted from the start of the grant date on each anniversary date which will start after a year from the grant date. For instance, under the 1st MSOP cycle, the Compensation Committee of the JFC Group granted 2,385,000 options to eligible participants on July 1, 2004. One-third of the options granted, or 795,000 options, vested and may be exercised starting July 1, 2005. The exercise period for the 1st MSOP cycle was until June 30, 2012. From July 1, 2005 to September 25, 2020, the Compensation Committee granted series of MSOP grants under the 2nd to 17th MSOP cycle to eligible participants. Under the most recent grant on August 5, 2021, the 18th MSOP cycle, the Compensation Committee granted 4,219,250 options. These options vest similar to the 1st MSOP cycle.

The options under MSOP expire eight years after grant date. The 1st, 2nd, 3rd, 4th, 5th, 6th, 7th, 8th, 9th and 10th MSOP cycles expired in 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020 and 2021, respectively.

The JFC Group does not pay cash as a form of settlement.



The movements in the number of stock options outstanding under MSOP and related weighted average exercise prices (WAEP) in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning of year	56,922,204	₱118.03	52,715,144	₱116.43	50,492,844	₱111.92
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Total options granted at end of year	61,141,454	₱122.96	56,922,204	₱118.03	52,715,144	₱116.43
Outstanding at beginning of year	19,415,930	₱191.22	17,905,148	₱200.38	17,613,253	₱193.07
Options granted during the year	4,219,250	189.60	4,207,060	138.00	2,222,300	219.00
Options exercised during the year	(2,031,961)	154.66	(1,223,364)	112.70	(1,696,402)	139.16
Options forfeited during the year	(618,234)	188.72	(1,472,914)	215.80	(234,003)	270.75
Outstanding at end of year	20,984,985	₱194.51	19,415,930	₱191.22	17,905,148	₱200.38
Exercisable at end of year	13,220,262	₱206.69	12,624,653	₱201.00	12,077,981	₱188.14

The weighted average share price of the Parent Company's common shares is ₱200.38, ₱147.16 and ₱264.79 in 2021, 2020 and 2019, respectively. The weighted average remaining contractual life for the stock options outstanding is 4.73 years, 4.70 years, and 4.62 years as at December 31, 2021, 2020 and 2019, respectively.

The weighted average fair value of stock options granted in 2021, 2020 and 2019 is ₱48.71, ₱33.84 and ₱48.07, respectively. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because the option plan allows exercise before the expiry date.

The inputs in the valuation of the options granted on the dates of grant for each MSOP cycle are shown below:

MSOP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5-7 years	₱24.00	₱20.00
2nd	2005	1.72%	36.91%	6.20%	5-7 years	29.00	27.50
3rd	2006	1.72%	36.91%	6.20%	5-7 years	35.00	32.32
4th	2007	1.70%	28.06%	6.41%	3-4 years	52.50	50.77
5th	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
6th	2009	2.00%	30.37%	5.28%	3-4 years	48.00	45.45
7th	2010	2.00%	29.72%	5.25%	3-4 years	70.00	57.77
8th	2011	2.00%	34.53%	4.18%	3-4 years	89.90	89.90
9th	2012	2.00%	28.72%	3.50%	3-4 years	107.90	107.90
10th	2013	2.00%	29.38%	2.68%	3-4 years	145.00	145.00
11th	2014	2.00%	24.87%	2.64%	3-4 years	179.80	179.80
12th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00
13th	2016	2.00%	17.76%	2.63%	3-4 years	236.00	236.00
14th	2017	2.00%	16.70%	3.92%	3-4 years	206.20	206.20
15th	2018	2.00%	28.98%	4.95%	3-4 years	245.00	245.00
16th	2019	2.00%	27.65%	4.18%	3-4 years	219.00	219.00
17th	2020	2.00%	35.17%	2.40%	3-4 years	138.00	138.00
18th	2021	1.70%	36.19%	2.29%	3-4 years	189.60	189.60

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.



ELTIP. The ELTIP entitlement is given to members of the senior management committee and designated consultants of the JFC Group.

Each ELTIP cycle refers to the period commencing on the ELTIP entitlement date and ending on the last day of the ELTIP exercise period. Actual grant and vesting are conditional upon achievement of the JFC Group's medium to long-term goals and individual targets in a given period, and the employment of the employee-participants in the JFC Group within the vesting period. If the goals are achieved, the options will be granted. For the 3rd ELTIP cycle, a percentage of the options to be granted are based on the percentage of growth in annual earnings per share such that 100%, 50% or 25% of the options granted when percentage of growth in annual earnings per share are 12% and above, 10% to less than 12% or 8% to less than 10%, respectively. For the 4th ELTIP cycle, the percentage of the options to be granted and the targeted percentage of growth in annual earnings per share have been further revised such that 150%, 100% or 50% of the options granted when percentage of growth in annual earnings per share are 15% and above, 12% to less than 15% or 10% to less than 12%, respectively.

The exercise price of the stock options under ELTIP is determined by the JFC Group with reference to the prevailing market prices over the three months immediately preceding the date of entitlement for the first and second ELTIP cycles. Starting with the 3rd ELTIP cycle, the exercise price of the option is determined by the JFC Group with reference to the closing market price as at the date of entitlement.

The options will vest at the rate of one-third of the total options granted on each anniversary date which will start after the goals are achieved. For instance, on July 1, 2004, the Compensation Committee gave an entitlement of 22,750,000 options under the 1st ELTIP cycle to eligible participants. One-third of the options granted, or 7,583,333 options, vested and were exercised starting July 1, 2007 until June 30, 2012. On July 1, 2008, October 19, 2012, August 25, 2015 and January 3, 2018, entitlement to 20,399,999, 24,350,000, 11,470,000 and 9,290,000 options were given to eligible participants under the 2nd, 3rd, 4th, and 5th ELTIP cycles, respectively. The 1st, 2nd, and 3rd ELTIP cycles expired on June 30, 2012, April 30, 2017, and April 30, 2020, respectively. The stock options granted under the 4th ELTIP cycle will expire in 2023. The 5th ELTIP cycle was not granted to ELTIP participants as the JFC Group did not achieve the minimum hurdle rate of 10% of annual growth of the EPS due to the impact of the COVID-19 pandemic to JFC Group's business performance in 2020.

The JFC Group does not pay cash as a form of settlement.

The movements in the number of stock options outstanding for the 3rd to 4th ELTIP cycles and related WAEP in 2021, 2020 and 2019 follow:

	2021		2020		2019	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning and end of year	78,969,999	₱74.58	78,969,999	₱74.58	78,969,999	₱74.58
Outstanding at beginning of year	4,073,368	₱180.00	15,368,368	₱123.22	18,630,000	₱120.55
Options exercised during the year	(53,334)	180.00	(10,885,000)	105.00	(3,238,299)	107.47
Options forfeited during the year	(340,000)	180.00	(410,000)	110.56	(23,333)	180.00
Outstanding at end of year	3,680,034	₱180.00	4,073,368	₱180.00	15,368,368	₱123.22
Exercisable at end of year	3,680,034	₱180.00	4,073,368	₱180.00	13,895,035	₱117.2

The weighted average remaining contractual life for the stock options outstanding is 1.33 years, 2.33 years and 1.06 years as at December 31, 2021, 2020 and 2019, respectively.



The fair value of stock options granted is ₱26.13 in 2015. There were no additional stock option grants under ELTIP in 2021, 2020 and 2019. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the maturity date.

The inputs to the model used for the options granted on the dates of grant for each ELTIP cycle are shown below:

ELTIP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5 years	₱24.00	₱20.00
2nd	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
3rd	2012	2.00%	28.74%	3.60%	3-4 years	105.00	105.00
4th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The cost of the stock options expense charged to operations for both MSOP and ELTIP in the “General and administrative expenses” account amounted to ₱155.5 million, ₱188.3 million and ₱262.9 million in 2021, 2020 and 2019, respectively (see Notes 19, 22 and 27). Correspondingly, a credit was made to additional paid-in-capital (see Note 19).

27. Related Party Transactions

The JFC Group has transactions with related parties. Enterprises and individuals that directly, or indirectly through one or more intermediaries, control or are controlled by, or under common control with the JFC Group, including holding companies, subsidiaries and fellow subsidiaries are related entities of the JFC Group. Individuals owning, directly or indirectly, an interest in the voting power of the JFC Group that give them significant influence over the enterprise, key management personnel, including directors and officers of the JFC Group, and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

Compensation of Key Management Personnel of the JFC Group

The aggregate compensation and benefits to key management personnel of the JFC Group are as follows:

	2021	2020	2019
Salaries and short-term benefits	₱1,073,972	₱1,118,025	₱1,265,771
Stock options expense (see Notes 22 and 26)	155,539	188,290	262,875
Net pension expense	135,372	275,883	124,114
Employee car plan and other long-term benefits	51,375	51,677	54,728
	₱1,416,258	₱1,633,875	₱1,707,488



Transactions with the Retirement Plans

As at December 31, 2021 and 2020, certain retirement funds of the JFC Group include investment in equity securities of the Parent Company with details as follows:

	2021	2020
Number of shares	95,250	105,560
Market value	P20,612	P20,605
Cost	19,387	16,765
Unrealized gain	P1,225	P3,840

The JFC Group's receivable from the retirement fund amounted to P694.4 million and P878.7 million as at December 31, 2021 and 2020, respectively (see Notes 7 and 25). The receivable arose from benefit payments made by the JFC Group for and on behalf of the retirement plans. The receivable is noninterest-bearing.

Terms and Conditions of Transactions with other Related Parties

Transactions with related parties are made at market prices and are normally settled in cash. The JFC Group has approval process and established limits when entering into material related party transactions. Other related party transactions between entities under the JFC Group are eliminated in the consolidation process.

28. Earnings Per Share (EPS)

Basic and diluted EPS are computed as follows:

	2021	2020	2019
	<i>(In Thousand pesos, except for shares data and EPS)</i>		
Net income (loss) attributable to the equity holders of the Parent Company	P5,981,690	(P11,510,727)	P7,302,726
Dividends on preferred shares - net of tax	112,847	—	—
Adjusted net income (loss) attributable to the equity holders of the Parent Company (a)	P5,868,843	(P11,510,727)	P7,302,726
Weighted average number of shares - basic (b)	1,106,835,216	1,102,060,627	1,092,593,583
Weighted average number of shares outstanding under the stock options plan	12,345,197	6,649,068	32,334,237
Weighted average number of shares that would have been purchased at fair market value	(10,380,791)	(5,455,186)	(19,781,303)
Adjusted weighted average shares – diluted (c)	1,108,799,622	1,103,254,509	1,105,146,517
EPS			
Basic (a/b)	P5.302	(P10.445)	P6.684
Diluted (a/c)	5.293	(10.433)	6.608

Potential common shares for stock options under the 13th to 16th MSOP cycles in 2021 and 10th to 16th MSOP cycles and 4th ELTIP cycle in 2020 were not included in the calculation of the diluted EPS in 2021 and 2020, respectively, because they are anti-dilutive.



29. Leases

JFC Group as Lessee

The JFC Group has lease contracts for QSR outlets, warehouses, and office spaces. Leases of QSR outlets and warehouses generally have lease terms between three (3) to twenty (20) years. The JFC Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the JFC Group is restricted from assigning and subleasing the leased assets. There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

The JFC Group also has certain leases of QSR outlets with lease term of 12 months or less. The JFC Group applies the 'short-term lease' recognition exemptions for these leases.

Set out below are the carrying amounts of right-of-use assets recognized and the movements during the year:

	QSR Outlets	Warehouses	Office Spaces	Total
As at December 31, 2019	₱41,736,396	₱609,018	₱121,548	₱42,466,962
Additions	6,175,350	—	—	6,175,350
Pre-terminations (see Note 23)	(5,278,846)	(1,338)	—	(5,280,184)
Depreciation expense				
(see Notes 21 and 22)	(7,579,375)	(102,854)	(112,354)	(7,794,583)
Impairment loss (see Note 22)	(661,365)	—	—	(661,365)
Derecognition of unfavorable leases	233,103	—	—	233,103
Cumulative translation adjustments	(914,860)	—	(280)	(915,140)
As at December 31, 2020	33,710,403	504,826	8,914	34,224,143
Additions	11,021,980	—	5,321	11,027,301
Pre-terminations (see Note 23)	(1,510,979)	—	37	(1,510,942)
Depreciation expense				
(see Notes 21 and 22)	(7,281,055)	(75,515)	(26,527)	(7,383,097)
Reversal of impairment loss		—	—	
(see Note 22)	285,635			285,635
Reclassification (see Note 14)	917	—	79,108	80,025
Cumulative translation adjustments	1,446,970	—	(1,669)	1,445,301
As at December 31, 2021	₱37,673,871	₱429,311	₱65,184	₱38,168,366

Set out below are the carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the year:

	2021	2020
As at beginning of year	₱39,083,725	₱47,307,404
Additions	11,011,919	6,240,084
Payments	(8,137,825)	(7,803,114)
Accretion of interest (see Note 23)	1,963,848	1,938,530
Pre-terminations (see Note 23)	(1,779,557)	(6,236,224)
Rent concessions	(478,727)	(1,411,781)
Cumulative translation adjustments	1,520,294	(951,174)
As at end of year	₱43,183,677	₱39,083,725
Current	₱7,284,154	₱6,479,140
Noncurrent	35,899,523	32,604,585

The maturity analysis of lease liabilities is disclosed in Note 31.



The following are the amounts recognized in profit or loss:

	2021	2020	2019
Depreciation expense of right-of-use assets (see Notes 21 and 22)	₱7,383,097	₱7,794,582	₱7,164,803
Interest expense on lease liabilities (see Note 23)	1,963,848	1,938,530	1,824,311
Rent expense - short-term leases (see Notes 21 and 22)	1,915,515	1,851,080	2,850,568
Rent expense - variable lease payments (see Notes 21 and 22)	1,253,345	1,178,253	2,138,076
Loss (gain) on pre-termination of lease agreements (see Notes 21, 22 and 23)	(554,249)	488,727	(400,367)
	₱11,961,556	₱13,251,172	₱13,577,391

The JFC Group had total cash outflows for leases of ₱11,306.7 million and ₱10,832.4 million in 2021 and 2020, respectively.

In 2021 and 2020, the JFC Group received rent concessions from lessors amounting to ₱478.7 million and ₱1,411.8 million, respectively, accounted for as negative variable lease payments in the unaudited consolidated statement of comprehensive income.

JFC Group as Lessor

The JFC Group entered into commercial property leases for its investment property units. These leases have terms of between three (3) and twenty (20) years. Leases generally include a clause to enable upward revision of the rent charges on an annual basis based on prevailing market conditions.

Rent income recognized on a straight-line basis amounted to ₱24.4 million, ₱35.8 million and ₱58.5 million in 2021, 2020 and 2019, respectively (see Note 20). The difference of rent income recognized under the straight-line method and the rent amounts in accordance with the terms of the lease are included under "Operating lease receivables" which amounted to ₱55.5 million, net of allowance for impairment of ₱8.0 million (see Note 22), and ₱87.2 million as at December 31, 2021 and 2020, respectively.

The future minimum lease receivables under noncancelable operating leases as at December 31 are as follows:

	2021	2020
Within one year	₱7,683	₱28,367
After one year but not more than five years	43,395	117,305
More than five years	38,315	48,469
	₱89,393	₱194,141



JFC Group as an Intermediate Lessor

The JFC Group subleases certain parcels of land with lease terms between five (5) to twenty (20) years. The lease contracts contain renewal options under terms and conditions that are mutually agreed upon by the parties.

Set out below are the carrying amounts of finance lease receivables and the movements during the period:

	2021	2020
At January 1	₱70,800	₱161,934
Payments	(17,191)	(27,377)
Accretion of interest (see Note 23)	3,065	5,944
Pre-termination (see Note 23)	—	(69,701)
As at December 31	₱56,674	₱70,800

Shown below is the maturity analysis of the undiscounted finance lease receivables:

	2021	2020
1 year	₱18,609	₱17,191
more than 1 year to 5 years	43,759	62,368
more than 5 years	—	—

30. Contingencies

The JFC Group is involved in litigations, claims and disputes, and regulatory assessments which are normal to its business. Management believes that the ultimate liability, if any, with respect to these litigations, claims and disputes will not materially affect the financial position and financial performance of the JFC Group. Thus, other than the provisions in Note 17, there were no other provisions made for contingencies.

The JFC Group does not provide further information on these provisions and contingencies in order not to impair the outcome of the litigations, claims and disputes.

31. Financial Risk Management Objectives and Policies

The JFC Group is exposed to a variety of financial risks from its operating, investing and financing activities. The JFC Group's risk management policies focus on actively securing the JFC Group's short-term to medium-term cash flows by minimizing the exposure to financial markets.

The JFC Group's principal financial instruments comprise of cash and cash equivalents, short-term investments, current portion of financial assets at FVTPL, receivables, short-term and long-term debts and senior debt securities. The main purpose of these financial instruments is to obtain financing for the JFC Group's operations. The JFC Group has other financial assets and liabilities such as security and other deposits, finance lease receivables, operating lease receivables, lease liabilities and trade payables and other current liabilities (excluding accrual for local and other taxes, liabilities to government agencies and unearned revenue from gift certificates) which arise directly from its operations and noncurrent portion of financial assets at FVTPL.



The main risks arising from these financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. The risk management policies reviewed regularly by the Parent Company's BOD and management for managing each of these risks are summarized as follows:

Interest Rate Risk

Interest rate risk arises from the possibility that the fair value or future cash flows of financial instruments will fluctuate because of changes in market interest rates.

The JFC Group's exposure to interest rate risk relates primarily to short-term and long-term debts with floating interest rates. Floating rate financial instruments are subject to cash flow interest rate risk. The JFC Group's interest rate exposure management policy centers on reducing the JFC Group's overall interest expense and exposure to changes in the interest rates.

To manage the interest rate risk related to the JFC Group's long-term debts, the JFC Group used a derivative instrument to fix the interest rate over the term of one of its long-term debts (see Note 18). With the JFC Group's Corporate Planning Team, it enters into loan contracts with variable interest rates and option to fix interest rates which can be availed to manage its loan risks.

There is minimal exposure on the other sources of the JFC Group's interest rate risk. These other sources are from the JFC Group's cash in banks, short-term deposits and short-term investments.

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the JFC Group's income before income tax as at December 31, 2021 and 2020. The impact on the JFC Group's income before income tax is due to changes in the fair value of floating interest rates.

Long-term Debt with Floating Interest Rates

	Increase/ Decrease in Basis Points	Effect in Profit or Loss Before Income Tax		
		2021	2020	2019
PHP	+100	(169,260)	(135,017)	(161,228)
	-100	169,260	135,017	161,228
USD	+100	(43,344)	(46,863)	(55,802)
	-100	43,344	46,863	55,802
VND	+100	(10,997)	(10,702)	(8,928)
	-100	10,997	10,702	8,928

The assumed movement in basis point for interest rate sensitivity analysis is based on the currently observable market environment.

Foreign Currency Risk

The JFC Group's exposure to foreign currency risk arises from the Parent Company's investments outside the Philippines, which are mainly in PRC and USA. The net assets of foreign businesses account for 21.8% and 41.3% of the consolidated net assets of the JFC Group as at December 31, 2021 and December 31, 2020, respectively.

The JFC Group also has transactional foreign currency exposures. Such exposure arises from the JFC Group's Philippine operations' cash and cash equivalents, financial assets at FVTPL, receivables and trade payables in foreign currencies.



The following table shows the JFC Group's Philippine operations' foreign currency-denominated monetary assets and liabilities and their peso equivalents as at December 31, 2021 and 2020:

	2021		2020	
	USD	PHP Equivalent	USD	PHP Equivalent
Foreign currency denominated assets:				
Cash and cash equivalents	13,587	692,937	30,381	1,458,896
Financial assets at FVTPL	—	—	35,000	1,680,700
Receivables	11,780	600,780	12,171	584,451
	25,367	1,293,717	77,552	3,724,047
Foreign currency denominated liability -				
Accounts payable - trade	(2,103)	(107,253)	(2,341)	(112,415)
Foreign currency denominated assets - net	23,264	1,186,464	75,211	3,611,632

Foreign Currency Risk Sensitivity Analysis

The JFC Group has recognized in profit or loss, a net foreign exchange gain of ₱41.1million and net foreign exchange loss of ₱142.4 million in 2021 and 2020, respectively (see Note 23), included under "Other income" account. This resulted from the movements of the Philippine peso against the USD as shown in the following table:

December 31, 2021	51.00
December 31, 2020	48.02
December 31, 2019	50.64

The following table demonstrates the sensitivity to a reasonably possible change in USD to Philippine peso exchange rate, with all other variables held constant, of the JFC Group's income before income tax (due to changes in the fair value of monetary assets and liabilities) as at December 31, 2021 and 2020:

		2021		2020	
		Effect on Income before Income Tax	Effect on Equity before Income Tax	Effect on Income before Income Tax	Effect on Equity before Income Tax
Appreciation (Depreciation) of ₱ against Foreign Currency					
USD	1.50	(₱34,896)	(₱34,896)	(₱112,817)	(₱112,817)
	(1.50)	34,896	34,896	112,817	112,817
	1.00	(23,264)	(23,264)	(75,211)	(75,211)
	(1.00)	23,264	23,264	75,211	75,211

Credit Risk

Credit risk is the risk that a customer or counterparty fails to fulfill its contractual obligations to the JFC Group. This includes risk of non-payment by borrowers, failed settlement of transactions and default on outstanding contracts.

The JFC Group has a strict credit policy. Its credit transactions are with franchisees and customers that have gone through rigorous screening before granting them the franchise. The credit terms are very short, while deposits and advance payments are also required before rendering the services or delivering the goods, thus, mitigating the possibility of non-collection. In cases of non-collection,



defaults of the debtors are not tolerated; the exposure is contained the moment a default occurs and transactions that will further increase the exposure of the JFC Group are discontinued.

The JFC Group has no significant concentration of credit risk with counterparty. The JFC Group's franchisee profile is such that no single franchisee accounts for more than 5% of the total system wide sales of the JFC Group.

The aging analysis of financial assets as at December 31, 2021 and 2020 are as follows:

	2021						
	Neither Past Due nor		Past Due but not Impaired (Age in Days)				
	Total	Impaired	1-30	31-60	61-120	Over 120	Impaired
Financial Assets at Amortized Cost			<i>(In Millions)</i>				
Cash and cash equivalents*	₱24,390.5	₱24,390.5	₱—	₱—	₱—	₱—	₱—
Short-term investments	79.7	79.7	—	—	—	—	—
Receivables:							
Trade	5,357.9	1,978.9	601.8	186.4	298.8	1,788.5	503.5
Receivable from retirement fund	694.4	15.6	56.4	7.2	13.5	601.7	—
Advances to employees	326.1	326.1	—	—	—	—	—
Employee car plan receivables**	137.9	137.9	—	—	—	—	—
Other receivables***	5.7	5.7	—	—	—	—	—
Operating lease receivables	55.5	55.5	—	—	—	—	—
Finance lease receivables	56.7	56.7	—	—	—	—	—
Other noncurrent assets -							
Security and other deposits**	3,069.8	3,069.8	—	—	—	—	—
	34,174.2	30,116.4	658.2	193.6	312.3	2,390.2	503.5
Financial Assets at FVTPL**	14,453.1	14,453.1	—	—	—	—	—
	₱48,627.3	₱44,569.5	₱658.2	₱193.6	₱312.3	₱2,390.2	₱503.5

*Excluding cash on hand amounting to ₱302.2 million

**Including noncurrent portion

***Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million

	2020						
	Neither Past Due nor		Past Due but not Impaired (Age in Days)				
	Total	Impaired	1-30	31-60	61-120	Over 120	Impaired
Financial Assets at Amortized Cost			<i>(In Millions)</i>				
Cash and cash equivalents*	₱21,036.7	₱21,036.7	₱—	₱—	₱—	₱—	₱—
Short-term investments	441.0	441.0	—	—	—	—	—
Receivables:							
Trade	5,466.8	1,423.1	1,243.1	459.1	614.7	1,068.2	658.6
Receivable from retirement fund	878.7	58.9	30.3	25.7	543.1	220.7	—
Advances to employees	221.0	221.0	—	—	—	—	—
Employee car plan receivables**	138.9	138.9	—	—	—	—	—
Other receivables***	11.4	11.4	—	—	—	—	—
Operating lease receivables	87.2	87.2	—	—	—	—	—
Finance lease receivables	70.8	70.8	—	—	—	—	—
Other noncurrent assets -							
Security and other deposits**	2,913.3	2,913.3	—	—	—	—	—
	31,265.8	26,402.3	1,273.4	484.8	1,157.8	1,288.9	658.6
Financial Assets at FVTPL**	35,692.4	35,692.4	—	—	—	—	—
	₱66,958.2	₱62,094.7	₱1,273.4	₱484.8	₱1,157.8	₱1,288.9	₱658.6

*Excluding cash on hand amounting to ₱324.8 million

**Including noncurrent portion

***Including interest receivable and excluding receivables from government agencies amounting to ₱83.0 million



Credit Risk Exposure. The tables below show the maximum exposure to credit risk of the JFC Group as at December 31, 2021 and 2020 without considering the effects of collaterals and other credit risk mitigation techniques:

	2021		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure
	(a)	(b)	(c) – (a) – (b)
	(In Millions)		
Financial Assets at Amortized Cost			
Cash and cash equivalents*	₱24,390.5	₱195.7	₱24,194.8**
Short-term investments	79.7	–	79.7
Receivables:			
Trade	5,357.9	2,261.5	3,096.4***
Receivable from retirement fund	694.4	–	694.4
Employee car plan receivables	137.9	–	137.9
Advances to employees	326.1	–	326.1
Other receivables****	5.7	–	5.7
Operating lease receivables	55.5	–	55.5
Finance lease receivables	56.7	–	56.7
Other noncurrent assets -			
Security and other deposits	3,069.8	–	3,069.8
Financial assets at FVTPL	14,453.1	–	14,453.1
	₱48,627.3	₱2,457.2	₱46,170.1

* Excluding cash on hand amounting to ₱302.2 million.

** Gross financial assets after taking into account insurance bank deposits for cash and cash equivalents.

*** Gross financial assets after taking into account payables to the same counterparty.

**** Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million.

	2020		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure
	(a)	(b)	(c) = (a) – (b)
	(In Millions)		
Financial Assets at Amortized Cost			
Cash and cash equivalents*	₱21,036.7	₱185.2	₱20,851.5**
Short-term investments	441.0	–	441.0
Receivables:			
Trade	5,466.8	1,234.3	4,232.5***
Receivable from retirement fund	878.7	–	878.7
Employee car plan receivables	138.9	–	138.9
Advances to employees	221.0	–	221.0
Other receivables****	11.4	–	11.4
Operating lease receivables	87.2	–	87.2
Finance lease receivables	70.8	–	70.8
Other noncurrent assets -			
Security and other deposits	2,913.3	–	2,913.3
Financial assets at FVTPL	35,692.4	–	35,692.4
	₱66,958.2	₱1,419.5	₱65,538.7

* Excluding cash on hand amounting to ₱324.8 million.

** Gross financial assets after taking into account insurance bank deposits for cash and cash equivalents.

*** Gross financial assets after taking into account payables to the same counterparty.

**** Including interest receivable and excluding receivables from government agencies amounting to ₱83.0 million.

With respect to credit risk arising from financial assets of the JFC Group, the JFC Group's exposure to credit risk arises from default of the counterparty, with a gross maximum exposure equal to the carrying amount of these instruments.



Credit Quality. The financial assets of the JFC Group are grouped according to stage of which description is explained as follows:

Stage 1 - Those that are considered current and up to 30 days past due, and based on change in rating, delinquencies and payment history, do not demonstrate significant increase in credit risk.

Stage 2 - Those that, based on change in rating, delinquencies and payment history, demonstrate significant increase in credit risk, and/or are considered more than 30 days past due but does not demonstrate objective evidence of impairment as at reporting date.

Stage 3 - Those that are considered in default or demonstrate objective evidence of impairment as at reporting date.

The tables below show determination of ECL stage of the JFC Group's financial assets:

	2021			
	Total	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL
Financial Assets at Amortized Cost	<i>(in Millions)</i>			
Receivables:				
Trade	₱5,357.9	₱2,580.7	₱2,273.7	₱503.5
Receivable from retirement fund	694.4	72.0	622.4	—
Advances to employees	326.1	326.1	—	—
Employee car plan receivables*	137.9	137.9	—	—
Other receivables**	5.7	5.7	—	—
Financial Assets at FVTPL*	14,453.1	14,453.1	—	—
	₱20,975.1	₱17,575.5	₱2,896.1	₱503.5

*Including noncurrent portion

**Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million

	2020			
	Total	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL
Financial Assets at Amortized Cost	<i>(in Millions)</i>			
Receivables:				
Trade	₱5,466.8	₱2,666.2	₱2,142.0	₱658.6
Receivable from retirement fund	878.7	89.2	789.5	—
Advances to employees	221.0	221.0	—	—
Employee car plan receivables*	138.9	138.9	—	—
Other receivables**	11.4	11.4	—	—
Financial Assets at FVTPL*	35,692.4	35,692.4	—	—
	₱42,409.2	₱38,819.1	₱2,931.5	₱658.6

*Including noncurrent portion

**Including interest receivable and excluding receivables from government agencies amounting to ₱83.0 million

Liquidity Risk

The JFC Group's exposure to liquidity risk refers to the risk that its financial liabilities are not serviced in a timely manner and that its working capital requirements and planned capital expenditures are not met. To manage this exposure and to ensure sufficient liquidity levels, the JFC Group closely monitors its cash flows to be able to finance its capital expenditures and to pay its obligations as and when they fall due.

On a weekly basis, the JFC Group's Cash and Banking Team monitors its collections, expenditures and any excess/deficiency in the working capital requirements, by preparing cash position reports that present actual and projected cash flows for the subsequent week. Cash outflows resulting from major expenditures are planned so that money market placements are available in time with the planned



major expenditure. In addition, the JFC Group has short-term cash deposits and portfolio investments and has available credit lines with accredited banking institutions, in case there is a sudden deficiency. The JFC Group maintains a level of cash and cash equivalents deemed sufficient to finance the operations. No changes were made in the objectives, policies or processes of the JFC Group for the years ended December 31, 2021 and 2020.

The JFC Group's financial assets, which have maturity of less than 12 months and are used to meet its short-term liquidity needs, are cash and cash equivalents, short-term investments, financial assets at FVTPL and trade receivables and contract assets amounting to ₱24,692.7 million, ₱79.7 million, ₱14,412.9 million and ₱6,072.6 million, respectively, as at December 31, 2021 and ₱21,361.5 million, ₱441.0 million, ₱35,658.6 million and ₱5,796.5 million, respectively, as at December 31, 2020.

The tables below summarize the maturity profile of the JFC Group's other financial liabilities based on the contractual undiscounted cash flows as at December 31, 2021 and 2020:

	2021				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
	(in Millions)				
Financial Liabilities					
Trade payables and other current liabilities*	₱8,299.4	₱22,505.2	₱—	₱—	₱30,804.6
Short term debt	—	513.5	—	—	513.5
Long-term debt (including current portion)	—	5,437.8	18,284.0	—	23,721.8
Senior debt securities	—	—	18,140.1	21,477.4	39,617.5
Lease liabilities	—	7,514.1	23,309.2	26,303.3	57,126.6
Total Financial Liabilities	₱8,299.4	₱35,970.6	₱59,733.3	₱47,780.7	₱151,784.0

*Excluding statutory obligations such as local and other taxes payable, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱2,148.2 million as at December 31, 2021.

	2020				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
	(in Millions)				
Financial Liabilities					
Trade payables and other current liabilities*	₱5,974.0	₱23,386.5	₱—	₱—	₱29,360.5
Short term debt	—	15,875.5	—	—	15,875.5
Long-term debt (including current portion)	—	4,720.1	14,438.5	99.6	19,258.2
Senior debt securities	—	—	14,314.5	14,314.5	28,629.0
Lease liabilities	—	7,717.9	23,171.1	21,183.8	52,072.8
Total Financial Liabilities	₱5,974.0	₱51,700.0	₱51,924.1	₱35,597.9	₱145,196.0

*Excluding statutory obligations such as local and other taxes payable, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱2,005.5 million as at December 31, 2020.

Price Risk

Price risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market prices (other than those arising from interest rate or foreign exchange rate risk), whether those changes are caused by factors specific to the individual financial instrument or contract, or by factors affecting all similar contracts or financial instruments traded in the market.

The JFC Group's price risk exposure relates to financial assets whose values will fluctuate as a result of changes in market prices.

The JFC Group's price risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments.

The JFC Group's has no significant concentration of price risk.



The JFC Group is not exposed to significant equity price risk on its investment in quoted equity securities consisting of investment in golf and club shares.

At the reporting date, the JFC Group's exposure to other price risk arises from the changes in fair value of bond funds. The JFC Group has determined that an increase/(decrease) ranging from 1% to 5% on the market prices could have an impact of approximately ₱6.3 million ₱1,035.7 million on the profit or loss and equity before income tax as at December 31, 2021 and 2020, respectively.

This analysis was performed for reasonably possible movements in the market index with all other variables held constant. The correlation of variables will have a significant effect in determining the ultimate impact on price risk, but to demonstrate the impact due to changes in variables, variables had to be changed on an individual basis.

Capital Management Policy

Capital includes equity attributable to equity holders of the Parent Company.

The primary objective of the JFC Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The JFC Group has sufficient capitalization.

The JFC Group generates cash flows from operations sufficient to finance its organic growth. It declares cash dividends representing at least one-third of its consolidated net income, a ratio that would still leave some additional cash for future expansion. If needed, the JFC Group would borrow money for acquisitions of new businesses.

As at December 31, 2021 and 2020, the JFC Group's debt ratio and net debt ratio are as follows:

Debt Ratio

	2021	2020
Total debt (a)	₱136,654,072	₱142,778,265
Total equity attributable to equity holders of the Parent Company	55,601,549	38,539,260
Total debt and equity attributable to equity holders of the Parent Company (b)	₱192,255,621	₱181,317,525
Debt ratio (a/b)	71%	79%

Net Debt Ratio

	2021	2020
Total debt	₱136,654,072	₱142,778,265
Less cash and cash equivalents, short-term investments and current portion of financial assets at FVTPL	39,185,277	57,461,051
Net debt (a)	97,468,795	85,317,214
Total equity attributable to equity holders of the Parent Company	55,601,549	38,539,260
Net debt and equity attributable to equity holders of the Parent Company (b)	₱153,070,344	₱123,856,474
Net debt ratio (a/b)	64%	69%



32. Fair Value of Financial Assets and Liabilities

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 measurement date.

Financial Instruments Which Carrying Amounts Approximate Fair Value. Management has determined that the carrying amounts of cash and cash equivalents, short-term investments, receivables, operating lease receivables, trade payables and other current liabilities, based on their notional amounts, reasonably approximate their fair values because of their short-term nature or due to the immaterial effect of discounting when the present value of future cash flows from these instruments are calculated.

Financial Assets at FVTPL. The fair value of bond funds and quoted shares of stock in golf and leisure clubs are based on quoted prices. The JFC Group does not have the intention to dispose its quoted shares of stock in the near term.

Investment Properties. The fair value of the investment properties is determined by independent appraisers using the market data and cost approach, which considers the local market conditions, the extent, character and utility of the property, sales and holding prices of similar parcels of land and the highest and best use of the investment properties.

Finance Lease Receivables, Security and Other Deposits, Employee Car Plan Receivables, Long-term Debt and Lease Liabilities. Management has determined that the estimated fair value of security and other deposits, noncurrent portion of employee car plan receivables, long-term debt and derivative asset or liability are based on the discounted value of future cash flows using applicable rates as follows:

	2021	2020
Finance lease receivables	3.90%-5.36%	3.90%-5.36%
Security and other deposits	1.28%-21.57%	1.00%-15.43%
Employee car plan receivables	0.73%-8.55%	0.93%-8.62%
Long-term debt	1.03%-4.12%	0.17%-3.00%
Lease liabilities	0.18%-22.48%	0.64%-22.48%

The following tables provide the fair value measurement hierarchy of the JFC Group's recurring financial assets and liabilities.

Quantitative disclosure fair value measurement hierarchy for assets as at December 31, 2021:

	Carrying Value	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value -					
Financial assets at FVTPL	₱14,412,902	₱14,412,902	₱-	₱14,412,902	₱-
Assets for which fair values are disclosed:					
Land assets held for sale	1,015,616	2,397,837	-	-	2,397,837
Finance lease receivables	56,674	56,674	-	-	56,674
Other noncurrent assets:					
Security and other deposits	3,069,781	1,769,413	-	-	1,769,413
Employee car plan receivables	137,861	112,199	-	-	112,199



Quantitative fair value measurement hierarchy for assets as at December 31, 2020:

	Carrying Value	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:					
Financial assets at FVTPL	₱35,692,357	₱35,692,357	₱–	₱35,692,357	₱–
Assets for which fair values are disclosed:					
Investment properties:					
Land	572,722	1,461,244	–	–	1,461,244
Buildings	–	76,027	–	–	76,027
Finance lease receivables	70,800	70,800	–	–	70,800
Other noncurrent assets:					
Security and other deposits	2,913,340	2,333,851	–	–	2,333,851
Employee car plan receivables	138,935	127,969	–	–	127,969

Quantitative fair value measurement hierarchy for liabilities as at December 31, 2021:

	Date of Valuation	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Liabilities measured at fair value -					
Derivative liability - interest rate swap	December 31, 2021	₱12,795	₱–	₱12,795	₱–
Liabilities disclosed at fair value:					
Tenants' deposit	December 31, 2021	6,092	–	–	6,092
Long-term debt	December 31, 2021	17,635,816	–	–	17,635,816

Quantitative disclosure fair value measurement hierarchy for liabilities as at December 31, 2020:

	Date of Valuation	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Liabilities measured at fair value -					
Derivative liability - interest rate swap	December 31, 2020	₱141,480	₱–	₱141,480	₱–
Liabilities measured at fair value:					
Tenants' deposit	December 31, 2020	6,849	–	–	6,849
Long-term debt	December 31, 2020	19,990,261	–	–	19,990,261

There were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements during the year.



33. Notes to the Statements of Cash Flows

For the years ended December 31, 2021 and 2020, movements in the JFC Group's liabilities and equity arising from financing activities follow:

2021															
	January 1, 2021	Cash Flows	Dividends Declared (Note 19)	Issuance Cost/ Premium Paid (Note 19)	Granted Stock Options to Employees and Subsidiaries (Note 22)	Interest Expense (Note 23)	Deferred Tax Assets (Note 24)	Amortization of Debt Issue Cost (Note 18)	Cumulative Translation Adjustments	Share in Net Losses of Non- controlling Interest (Note 11)	Share in Cumulative Translation Adjustments of Non-controlling Interest (Note 11)	Additions (Note 29)	Rent Concessions (Note 29)	Pre- termination of Lease (Note 29)	December 31, 2021
(in Millions)															
Dividends and Distributions payable (see Note 16)	P579.1	(P3,084.8)	P1,965.1	P—	P—	P1,155.1	P—	P—	P21.5	P—	P—	P—	P—	P—	P636.0
Short-term debt (Note 18)	15,875.5	(15,695.5)	—	—	—	—	—	—	330.0	—	—	—	—	—	510.0
Long-term debt (Note 18)	19,258.3	2,734.3	—	—	—	—	—	24.3	343.3	—	—	—	—	—	22,360.2
Senior debt securities (Note 18)	28,629.0	—	—	—	—	—	—	19.8	1,777.3	—	—	—	—	—	30,426.1
Interest payable (Note 16)	543.8	(2,179.3)	—	—	—	2,181.2	—	—	—	—	—	—	—	—	545.7
Lease liabilities (Note 29)	39,083.7	(8,137.8)	—	—	—	1,963.8	—	—	1,520.3	—	—	11,011.9	(478.7)	(1,779.6)	43,183.6
Preferred stock (Note 19)	—	11,919.7	—	80.3	—	—	—	—	—	—	—	—	—	—	12,000.0
Common stock (Note 19)	1,122.2	2.1	—	—	—	—	—	—	—	—	—	—	—	—	1,124.3
Additional paid-in capital (Note 19)	9,913.9	321.7	—	(80.3)	155.5	—	20.5	—	—	—	—	—	—	—	10,331.3
Senior perpetual securities (Note 19)	30,588.0	(10,490.6)	—	167.4	—	—	—	—	—	—	—	—	—	—	20,264.8
Non-controlling interest (Note 11)	(1,095.4)	100.5	(28.5)	—	—	—	—	—	—	(479.7)	(179.1)	—	—	—	(1,682.2)
Total liabilities and equity on financing activities	P144,498.1	(P24,509.7)	P1,936.6	P167.4	P155.5	P5,300.1	P20.5	P44.1	P3,992.4	(P479.7)	(P179.1)	P11,011.9	(P478.7)	(P1,779.6)	P139,699.8



2020

	January 1, 2020	Cash Flows	Acquisition of a Subsidiary (Note 11)	Dividends Declared (Note 19)	Coupon Paid (Note 19)	Granted Stock Options to Employees and Subsidiaries	Interest Expense (Note 23)	Deferred Tax Assets (Note 24)	Amortization of Debt Issue Cost (Note 18)	Cumulative Translation Adjustments	Share in Net Losses of Non- controlling Interest (Note 11)	Share in Cumulative Translation Adjustments of Non-controlling Interest (Note 11)	Additions (Note 29)	Rent Concessions (Note 29)	Pre- termination of Lease (Note 29)	December 31, 2020
<i>(in Millions)</i>																
Dividends and coupons payable (see Note 16)	₱87.9	(₱1,430.0)	₱-	₱1,431.1	₱490.1	₱-	₱-	₱-	₱-	₱-	₱-	₱-	₱-	₱-	₱-	₱579.1
Short-term debt (Note 18)	22,180.3	(5,944.8)	-	-	-	-	-	-	-	(360.0)	-	-	-	-	-	15,875.5
Long-term debt (Note 18)	22,595.7	(3,030.0)	-	-	-	-	-	-	19.0	(326.4)	-	-	-	-	-	19,258.3
Senior debt securities (Note 18)	-	29,499.0	-	-	-	-	-	-	10.4	(880.4)	-	-	-	-	-	28,629.0
Interest payable (Note 16)	167.3	(1,471.8)	-	-	-	-	1,848.3	-	-	-	-	-	-	-	-	543.8
Lease liabilities (Note 29)	47,307.4	(7,803.1)	-	-	-	-	1,938.5	-	-	(951.1)	-	-	6,240.0	(1,411.8)	(6,236.2)	39,083.7
Capital stock (Note 19)	1,110.1	12.1	-	-	-	-	-	-	-	-	-	-	-	-	-	1,122.2
Additional paid-in capital (Note 19)	8,797.4	1,268.7	-	-	-	188.3	-	(340.5)	-	-	-	-	-	-	-	9,913.9
Senior perpetual securities (Note 19)	-	30,010.3	-	-	577.7	-	-	-	-	-	-	-	-	-	-	30,588.0
Non-controlling interest (Note 11)	(318.2)	9.1	293.0	-	-	-	-	-	-	-	(1,122.9)	43.6	-	-	-	(1,095.4)
Total liabilities and equity on financing activities	₱101,927.9	₱41,119.5	₱293.0	₱1,431.1	₱1,067.8	₱188.3	₱3,786.8	(₱340.5)	₱29.4	(₱2,517.9)	(₱1,122.9)	₱43.6	₱6,240.0	(₱1,411.8)	(₱6,236.2)	₱144,498.1

Noncash Activities

In 2021, the principal noncash transactions under investing activities pertain to transfer of land assets held-for-sale to other current assets from property, plant and equipment and investment properties amounting to ₱503.7 million and ₱511.9 million, respectively.



34. Events after Reporting Period

Completion of the Acquisition of Milkshop International Co. Ltd.

On February 22, 2022, the Parent Company, through its wholly owned subsidiary, JWPL, completed the acquisition of 51% ownership in Milkshop International Co. Ltd. under the same terms disclosed by JWPL on November 3, 2021.

Dividend Declaration

On March 14, 2022, the BOD of the Parent Company approved a regular cash dividend of ₱8.20525 per share and ₱10.60125 per share of preferred shares-Series A and preferred shares-Series B, respectively, to stockholders of record as of March 29, 2022. The cash dividend is expected to be paid out on April 18, 2022.



INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
and Subsidiaries
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Ave., Ortigas Center
Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Parent Company) and its subsidiaries (the JFC Group) as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021 and have issued our report thereon dated March 22, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to the Supplementary Schedules are the responsibility of the JFC Group's management. These schedules are presented for purposes of complying with Revised Securities Regulation Code Rule 68 and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022



INDEPENDENT AUDITOR'S REPORT COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
and Subsidiaries
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Ave., Ortigas Center
Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Parent Company) and its subsidiaries (the JFC Group) as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021, and have issued our report thereon dated March 22, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the JFC 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 Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the JFC Group's consolidated financial statements as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES
INDEX TO THE SUPPLEMENTARY SCHEDULES
DECEMBER 31, 2021

Supplementary Schedules Required by Annex 68-J

- A. Financial Assets (Temporary Investments, Time Deposits and Financial Assets at Fair Value through Profit or Loss)
- B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)*
- C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements
- D. Long-term Debt
- E. Indebtedness to Related Parties*
- F. Guarantees of Securities of Other Issuers*
- G. Capital Stock

Schedule of Financial Soundness Indicators

Reconciliation of Retained Earnings for Dividend Declaration

Conglomerate Map

** These schedules, which are required by Revised SRC Rule 68, have been omitted because they are not applicable*

JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

AND SUBSIDIARIES**SCHEDULE A: FINANCIAL ASSETS -Temporary Investments, Time Deposits and Financial Assets at Fair Value through Profit or Loss (FVTPL)
FOR THE YEAR ENDED DECEMBER 31, 2021**

	Name of Issuing Entity and Association of each use	Amount shown in the Consolidated Statement of Financial Position	Income Received and Accrued
<i>(Amounts in millions)</i>			
<i>Financial Assets at Amortized Cost</i>			
Cash in banks and cash equivalents	N/A	₱24,390.5	₱67.5
Short-term investments	N/A	79.7	9.5
Receivables:			
Trade	N/A	5,357.9	—
Employee car plan	N/A	137.9	—
Advances to employees	N/A	326.1	—
Retirement fund	N/A	694.4	—
Others	N/A	5.7	—
Finance lease receivables	N/A	56.7	—
Security and other deposits	N/A	3,069.8	—
Operating lease receivables	N/A	55.5	—
		34,174.20	77.0
<i>Financial Assets at FVTPL:</i>			
Investments in bond funds	JP Morgan Chase Bank, N.A.	8,170.8	—
Investments in bond funds	Citibank	6,242.1	—
Equity investments	Manila Polo Club	21.5	—
Equity investments	Tagaytay Highlands	11.4	—
Equity investments	Tagaytay Midlands	0.7	—
Equity investments	The Palms Country Club	0.8	—
Equity investments	The Rockwell Club	0.3	—
Equity investments	Valle Verde Country Club, Inc.	0.3	—
Equity investments	Club Filipino	0.3	—
Equity investments	Celebrity Sports Plaza	0.1	—
Equity investments	Tagaytay Country Club	0.4	—
Equity investments	Others	4.4	—
		14,453.1	—
Total Financial Assets		₱48,627.3	₱77.0

JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

AND SUBSIDIARIES

SCHEDULE C: RECEIVABLE FROM RELATED PARTIES ELIMINATED DURING THE CONSOLIDATION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021

Name of Debtor	Balance at Beginning of Year	Additions	Amount Collected	Equitized	Current	Noncurrent	Balance at End of Year
<i>(Amounts in thousands)</i>							
Jollibee Foods Corporation	₱985,131	₱10,216,642	(₱6,718,627)	₱—	₱4,483,146	₱—	₱4,483,146
Freemont Foods Corporation	2,068,362	7,019,132	(7,263,354)	—	1,824,140	—	1,824,140
Zenith Foods Corporation	3,523,029	3,413,735	(3,889,480)	—	3,047,284	—	3,047,284
Grandworth Resources Corporation	2,598	13,011	(2,466)	—	13,143	—	13,143
Fresh N' Famous Foods, Inc.	1,655,983	5,035,178	(5,035,329)	—	1,655,832	—	1,655,832
Red Ribbon Bakeshop, Inc.	1,421,648	2,737,915	(2,785,875)	—	1,373,688	—	1,373,688
Mang Inasal Philippines Inc.	162,495	385,415	(49,550)	—	498,360	—	498,360
Honeybee Foods Corporation	2,284,207	3,837,177	(2,233,999)	—	3,887,385	—	3,887,385
Tokyo Teriyaki Corporation	2,539,274	2,213,618	(102,615)	—	4,650,277	—	4,650,277
Red Ribbon Bakeshop, Inc. (USA)	1,002,650	450,694	(196,099)	—	1,257,245	—	1,257,245
Jollibee Worldwide Pte. Ltd.	2,684,061	10,945,782	(334,619)	—	13,295,224	—	13,295,224
Jollibee Vietnam Corporation Ltd.	1,089,744	250,590	(11,691)	—	1,328,643	—	1,328,643
Jollibee (China) Food & Beverage Management Co. Ltd. (formerly Shanghai Chunlv Co. Ltd.)	292,399	154,226	(174,086)	—	272,539	—	272,539
Golden Beeworks Pte. Ltd.	109,080	131,592	(199,983)	—	40,689	—	40,689
Burger King Entities	2,412,092	2,461,511	(2,118,964)	—	1,744,639	1,010,000	2,754,639
SuperFoods Group	1,895,948	352,013	(5,776)	—	2,242,185	—	2,242,185
JSF Investments Pte. Ltd.	1,663,000	179,513	(22,480)	—	1,820,033	—	1,820,033
Beijing Golden Coffee Cup Food & Beverage Management Co., Ltd.	1,220,232	478,075	(269,020)	—	1,429,287	—	1,429,287
Beijing Yong He King Food and Beverage Co., Ltd.	504,122	838,343	(783,881)	—	558,584	—	558,584
Shenzhen Yong He King Food and Beverage Co., Ltd.	66,273	199,666	(235,782)	—	30,157	—	30,157
Happy Bee Foods Processing (Anhui) Co. Ltd.	69,703	9,984	(73,906)	—	5,781	—	5,781
Super Magnificent Coffee Co. Ltd.	14,040,534	558,507	(260,952)	—	14,338,089	—	14,338,089
SJBF LLC	1,754,789	6,192,537	(38,321)	—	7,909,005	—	7,909,005
ICT LLC	1,402,017	2,787	(579,101)	—	825,703	—	825,703
Others	314,127	812,784	(113,571)	—	1,013,340	—	1,013,340
Total	₱45,163,498	₱58,890,427	(₱33,499,527)	₱—	₱69,544,398	₱1,010,000	₱70,554,398

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

SCHEDULE D: LONG - TERM DEBT
FOR THE YEAR ENDED DECEMBER 31, 2021

Title of Issue and Type of Obligation	Amount Authorized by Indenture	Amount Shown Under Caption Current Portion of Long-term Debt in Related Consolidated Statement of Financial Position	Amount Shown Under Caption Noncurrent Portion of Long-term Debt in Related Consolidated Statement of Financial Position
<i>(Amounts in thousands)</i>			
US dollar-denominated:			
Ten-year unsecured loan	₱2,493,334	₱623,333	₱1,870,001
Eight-year unsecured loan	1,453,500	15,300	1,438,200
Six-year unsecured loan	387,600	387,600	—
Vietnam dong-denominated:			—
Five-year unsecured loan	28,088	28,088	—
Five-year unsecured loan	106,688	88,907	17,781
Five-year unsecured loan	305,666	169,814	135,852
Five-year unsecured loan	242,330	88,120	154,210
Five-year unsecured loan	416,929	111,181	305,748
Philippine peso-denominated:			
Five-year unsecured loan	400,000	400,000	—
Five-year unsecured loan	525,000	525,000	—
Five-year unsecured loan	200,000	200,000	—
Five-year unsecured loan	150,000	150,000	—
Five-year unsecured loan	4,000,000	—	4,000,000
Five-year unsecured loan	3,000,000	—	3,000,000
Five-year unsecured loan	1,000,000	—	1,000,000
Seven-year unsecured loan	2,730,000	840,000	1,890,000
Seven-year unsecured loan	2,100,000	600,000	1,500,000
Seven-year unsecured loan	2,025,000	540,000	1,485,000
Seven-year unsecured loan	900,000	200,000	700,000
Unamortized debt issue costs	(103,958)	(16,778)	(87,180)
Total	₱22,360,177	₱4,950,565	₱17,409,612

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

SCHEDULE G: CAPITAL STOCK
FOR THE YEAR ENDED DECEMBER 31, 2021

Title of issue	Number of shares authorized	Number of Shares Issued and Outstanding	Number of Shares Reserved for Options, Warrants, Conversions, and Other Rights	Number of Shares Held by		
				Affiliates	Directors, officers and employees	Others
Preferred Stock	20,000,000	12,000,000	—	—	—	—
Common Stock	1,430,000,000	1,107,164,233	16,447,340	597,824,965	28,440,643	480,898,625

JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

AND SUBSIDIARIES**SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS****FOR THE YEARS ENDED DECEMBER 31, 2021, 2020 and 2019**

		<u>2021</u>	<u>2020</u>	<u>2019</u>
i.	Current ratio			
	<u>Current assets</u>	1.43:1	1.36:1	0.68:1
	Current liabilities			
ii.	Acid test ratio			
	<u>Cash and cash equivalents + Short-term investments + Current</u>			
	<u>receivables</u>	0.70	0.49	0.43
	Current liabilities			
iii.	Solvency ratio			
	<u>Net income + Depreciation and Amortization</u>	0.14	0.01	0.16
	Total liabilities			
iv.	Debt to equity ratio			
	<u>Total Debt*</u>	71.1%	78.7%	71.5%
	Total Debt + Equity Attributable to Equity Holders of the Parent Company			
	Net Debt to equity ratio			
	<u>Total Debt* – Cash and cash equivalents – Short-term investments</u>	66.8%	75.8%	67.5%
	(Total Debt* – Cash and cash equivalents – Short-term investments) +			
	Equity attributable to Equity Holders of the Parent Company			
v.	Asset to equity ratio			
	<u>Total assets</u>	3.79	5.47	3.51
	Equity Attributable to Equity Holders of the Parent Company			
vi.	Interest rate coverage ratio			
	<u>Earnings (loss) before interest expense and taxes</u>	2.48	(2.5)	4.3
	Interest expense			

		<u>2021</u>	<u>2020</u>	<u>2019</u>	
vii.	Return on equity	<u>Net Income (Loss) Attributable to Equity Holders of the Parent Company</u>	12.7%	(25.0%)	14.5%
		Average Equity Attributable to Equity Holders of the Parent Company			
viii.	Return on assets	<u>Net income (loss)</u>	2.6%	(6.0%)	4.0%
		Total assets			
ix.	Net profit margin	<u>Net income (loss)</u>	3.6%	(9.8%)	4.2%
		Revenue			
x.	Debt Service Coverage ratio	<u>Net income (loss)</u>	0.04	(0.09)	0.06
		Total liabilities			

**Including both total current and total noncurrent liabilities*

JOLLIBEE FOODS CORPORATION**Doing business under the name and style of Jollibee****Reconciliation of Retained Earnings for Dividend Declaration**

Unappropriated Retained Earnings, beginning	₱16,861,899,210
Adjustments:	
Deferred tax assets, beginning	(3,659,492,626)
Unrealized foreign exchange gain - net (except those attributable to Cash and cash equivalents), beginning	(297,030,609)
Accretion of interest on financial assets, beginning	(70,359,610)
Unrealized gain on financial assets at fair value through profit or loss	(88,516,876)
Unappropriated Retained Earnings Available for Dividend Declaration, beginning	12,746,499,489
Add: Net income actually earned/realized during the period	
Net income of the Parent Company closed to Retained Earnings	4,954,527,408
Less: Unrealized foreign exchange gain – net of cash-related foreign exchange	(139,032,499)
Accretion of interest on financial assets	(16,317,823)
Unrealized gain on financial assets at fair value through profit or loss	(24,718,197)
Increase in deferred tax assets	(947,248,853)
Net income actually earned/realized during the year	3,827,210,036
Add/Less:	
Release of appropriation during the year	20,000,000,000
Appropriation made during the year	(18,700,000,000)
Dividends declared during the year	(1,965,108,308)
Treasury shares	(180,511,491)
Unappropriated Retained Earnings Available for Dividend Declaration, ending	₱15,728,089,726

JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

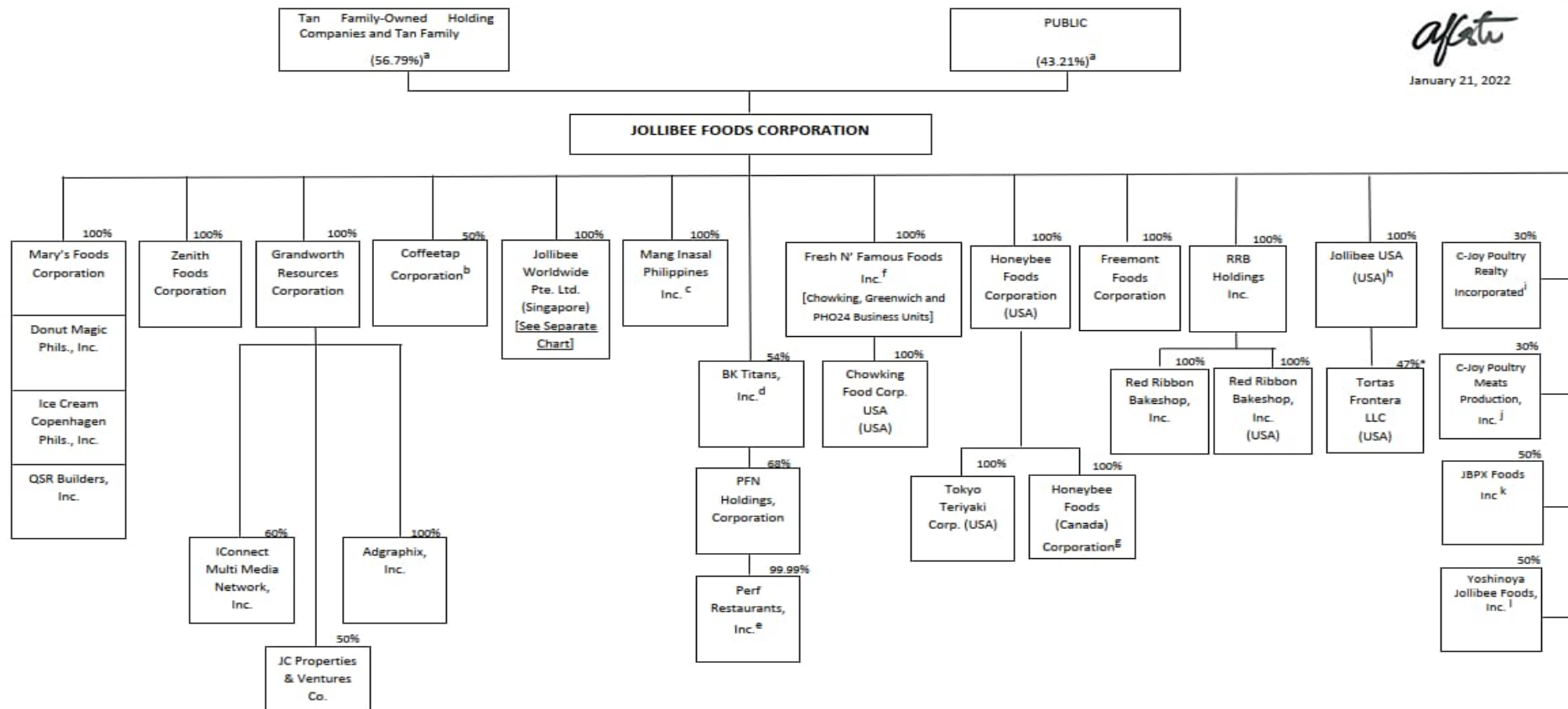
AND SUBSIDIARIES

CONGLOMERATE MAP

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JOLLIBEE GROUP OF COMPANIES

Legal Structure as of December 31, 2021



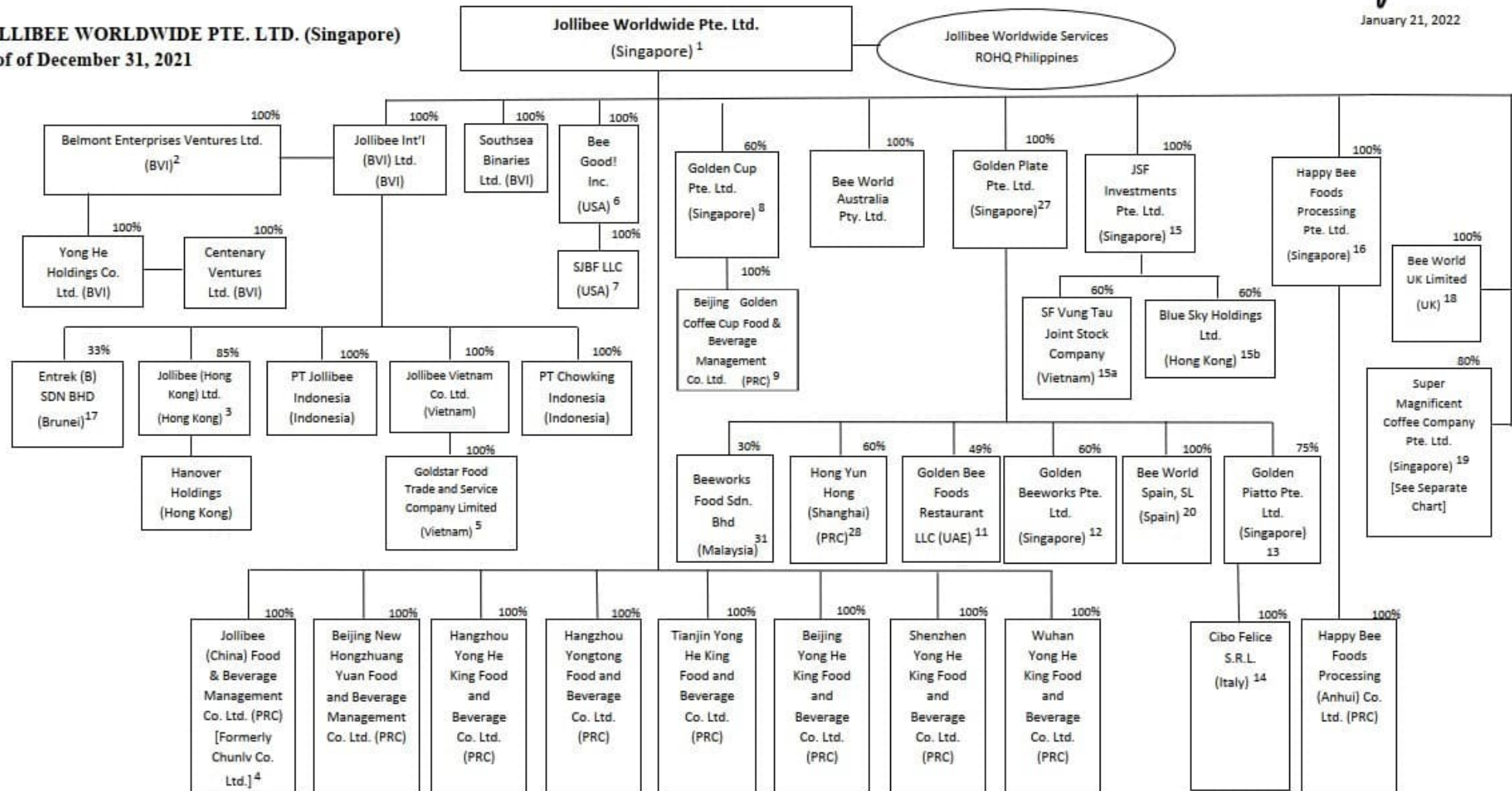
afatu
January 21, 2022

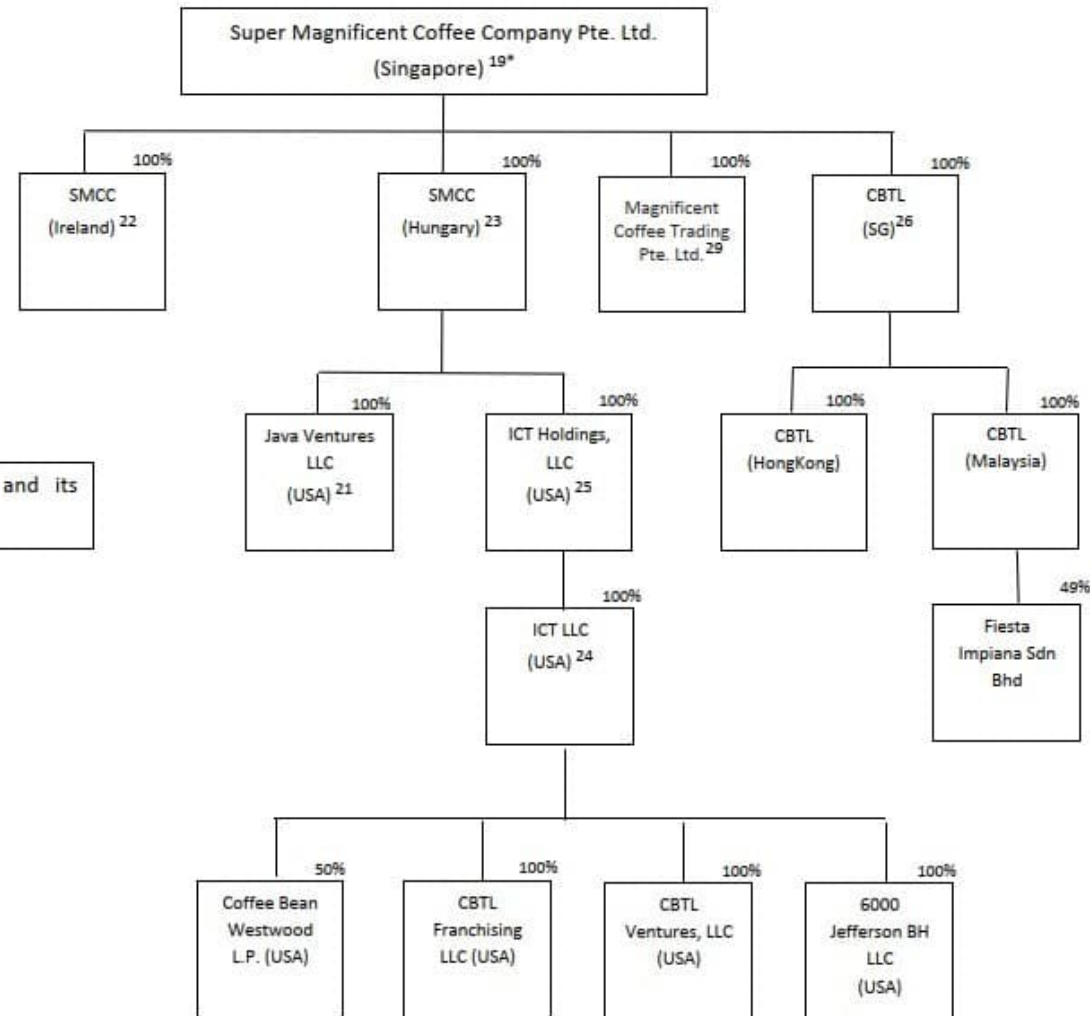
Notes:

- a. Per Public Ownership Report (quarterly report) as of December 31, 2021.
No individual shareholder directly or indirectly owns 25% or more of the shareholdings of Jollibee Foods Corporation.
- b. For dissolution.
- c. In April 2016, JFC acquired the remaining 30% making MIPI a wholly owned subsidiary of JFC.
- d. Owned through Chanceux, Inc., which is 100% owned by JFC.
- e. Subsidiaries: PERF Trinoma, Inc. and PERF MOA Pasay, Inc.
- f. On April 25, 2018, JFC disclosed that it will bring PHO24 to the Philippines.
On May 29, 2018, the Amended Articles of Incorporation was issued to include in the corporate name PHO24.
- g. On May 7, 2015, Honeybee Foods (Canada) Corporation was incorporated.
- h. On September 7, 2018, JFC, through its wholly owned subsidiary JFC USA, acquired 47% of the fully diluted membership interests in Tortas Frontera LLC which owns the Tortas Frontera business founded by Chef Rick Bayless.
- i. On May 24, 2016, JFC subscribed to 30% of the shareholdings in the Cargill entities.
On April 17, 2019, amended corporate name from Cargill Joy Poultry Realty, Inc. to C-Joy Poultry Realty Incorporated.
- j. On May 24, 2016, JFC subscribed to 30% of the shareholdings in the Cargill entities.
On December 18, 2018, amended corporate name from Cargill Joy Poultry Meats Production Inc. to C-Joy Poultry Meats Production, Inc.
- k. On September 27, 2018, JFC entered into a joint venture agreement to bring Panda Express restaurants to the Philippines.
On July 3, 2019, JBPX Foods Inc. (the JV entity) was incorporated.
- l. On February 15, 2021, JFC entered into a joint venture agreement to operate Yoshinoya restaurants in the Philippines.
On June 18, 2021, Yoshinoya Jollibee Foods, Inc. Doing business under the name and style of YOSHINOYA (the JV company) was incorporated.


January 21, 2022

JOLLIBEE WORLDWIDE PTE. LTD. (Singapore)
as of of December 31, 2021





*Note: Restructuring involving SMCC Singapore and its subsidiaries took effect on October 1, 2019.

Notes:

1. On December 23, 2016, JWPL completely divested its shareholdings in Chow Fun Holdings LLC (New Mexico).
 December 7, 2020 2016, JWPL completely divested its shareholdings in Guangxi San Pin Wang Food and Beverage Management Co. Ltd. (PRC).
 On May 8, 2018, JFC, through JWPL, invested up to SGD45Mn in Titan Dining LP, a private equity fund that has executed (through a wholly owned subsidiary) a binding agreement for the acquisition of 100% of the Asia Pacific master franchise holder of the "Tim Ho Wan" brand, Tim Ho Wan Pte. Ltd. and its affiliate Dim Sum Pte. Ltd., which owns and operates Tim Ho Wan stores in Singapore.
 On June 28, 2019, Super Magnificent Coffee Company Pte. Ltd. (Singapore) was incorporated with Jollibee Worldwide Pte. Ltd. as sole shareholder.
 On July 24, 2019, Jollibee Worldwide Pte. Ltd. entered into an agreement to invest USD100Mn for the acquisition of The Coffee Bean & Tea Leaf® Brand.
 On September 23, 2019, Brewheal Pte. Ltd. became a shareholder of SMCC SG for 20% with JWPL as shareholder for the remaining 80%.
 On October 2, 2019, JFC disclosed that, through JWPL, it will increase its capital commitment to Titan Dining LP from SGD45Mn to SGD120Mn. The fund size was increased from SGD100Mn to SGD200Mn. As a result, JFC's investment will constitute 60% of the fund.
 On October 20, 2020, JFC disclosed that, through JWPL, it purchased the 25% participating interest of Aragon Investments SPC in Titan Dining LP. JFC's participating interest in the Titan fund increased from 65% to 85%.
 On August 11, 2021, JFC disclosed that it will buy the shares of the remaining partners in the fund that owns the Tim Ho Wan brand. JWPL, which already owns an 85% participating interest in the fund purchased the remaining 15% interests of other investors in Titan Dining LP. JFC's participating interest in the Titan fund increased from 85% to 100%.
 On November 1, 2021, JFC disclosed that the fund size of Titan increased to S\$250,000,000, with additional investors. JWPL's total commitment to the fund shall comprise 90% of the increased fund size and total commitments.
2. On August 28, 2019, Shanghai Belmont Enterprises Management and Adviser Co., Ltd. was deregistered with the Shanghai Administration for Industry and Commerce.
 On December 23, 2019, Shanghai Belmont Enterprises Management and Adviser Co., Ltd. was completely dissolved and liquidated.
3. Jollibee International (BVI) Ltd. owns 85% of Jollibee (Hong Kong) Limited.
4. On January 21, 2015, Shanghai Yong He King Food and Beverage Co. Ltd. merged with Jollibee (China) Food & Beverage Management Co. Ltd.
5. On September 10, 2016, the Enterprise Registration Certificate of Goldstar Food Trade and Service Company Limited was issued.
6. On October 8, 2015, Bee Good! Inc. (USA) was incorporated.
7. On December 14, 2018, JFC disclosed that, through its wholly owned subsidiary Bee Good! Inc., it acquired Smashburger Master LLC's 15% stake in SJBF LLC making JFC the sole owner of the Smashburger® business.
8. On December 22, 2014, Golden Cup Pte. Ltd. (SG) was incorporated. Jasmine Asset Holding Ltd. (BVI) owns the remaining 40%.
9. On July 3, 2015, Beijing Golden Coffee Cup Food & Beverage Management Co. Ltd. was incorporated.
10. [Number purposely left blank]
11. On January 28, 2015, Golden Bee Foods Restaurant LLC (UAE) was incorporated. Golden Crown Foods LLC (UAE) owns the remaining 51%.
12. On July 19, 2012, Golden Beeworks Pte. Ltd. (SG) was incorporated. Beeworks, Inc. (BVI) owns the remaining 40%.
13. On April 12, 2017, Golden Piatto Pte. Ltd. (SG) was incorporated. Blackbird Holdings Pte. Ltd. (SG) owns the remaining 25%.
14. On July 31, 2017, Cibo Felice S.R.L. (Italy) was incorporated.
15. JWPL owns 99.99% of JSF Investments Pte. Ltd. Sky Apex Investments Limited owns 1 share in JSF Investments Pte. Ltd.
 On November 18, 2016, JSF entered into an agreement to increase its shareholding in SF Vung Tau Joint Stock Company (SFVT) to 60%, subject to completion of documentary requirements.
 On May 11, 2017, JFC disclosed that JSF owns 60% of SFVT. SFVT's books reflected JSF as 60% owner as of April 28, 2017.
 On July 31, 2019, Sky Apex Investments Limited transferred its 1 share in JSF Investments Pte. Ltd. to Jollibee Worldwide Pte. Ltd. making JSF a wholly owned subsidiary of JWPL.
- 15a. VTI Joint Stock, VTI Ltd. and Mr. Le Thai Anh collectively owns the remaining 40% of SF Vung Tau Joint Stock Company.
 Subsidiaries of SF Vung Tau Joint Stock Company are Highlands Coffee Joint Stock Company, Quantum Corporation, Pho Viet Joint Stock Company, Pho 24 Corporation.
- 15b. Sky Apex Investments Limited owns the remaining 40% of Blue Sky Holdings Ltd.

16. Formerly Jollibee Foods Processing Pte. Ltd., amended name effective October 1, 2014. Effective November 23, 2016, JWPL owns 100% of Happy Bee Foods Processing Pte. Ltd. (SG).
17. Entrek (B) SDN BHD (Brunei) shareholders are: Jollibee International (BVI) Ltd. – 33.33%, Abdul Razak Holdings – 33.33%, Valencia Investments Limited – 33.33%
18. On April 16, 2018, Bee World UK Limited (UK) was incorporated.
19. On June 28, 2019, Super Magnificent Coffee Company Pte. Ltd. (Singapore) was incorporated with Jollibee Worldwide Pte. Ltd. as sole shareholder.
On September 23, 2019, Brewheal Pte. Ltd. became a shareholder of SMCC SG for 20% with JWPL as shareholder for the remaining 80%.
On September 24, 2019, SMCC SG completed the acquisition of 100% of The Coffee Bean & Tea Leaf [®].
20. On May 23, 2019, Bee World Spain, Sociedad Limitada was incorporated and registered in the Mercantile Registry of Madrid.
21. On June 4, 2019, Java Ventures LLC (USA) was incorporated with JWPL as sole shareholder.
On September 23, 2019, Java Ventures LLC (USA) became a wholly owned subsidiary of SMCC (Hungary).
22. On August 22, 2019, Super Magnificent Coffee Company Ireland Limited [SMCC Ireland] was incorporated.
23. On September 11, 2019, Super Magnificent Coffee Company Hungary Kft. [SMCC Hungary] was incorporated.
On October 1, 2019, SMCC Hungary transferred CBTL SG to SMCC SG.
24. On September 24, 2019, International Coffee & Tea, LLC became a wholly owned subsidiary of SMCC Hungary.
On October 1, 2019, following the restructuring, the following entities became subsidiaries of ICT LLC (USA): Coffee Bean Westwood L.P. (USA), CBTL Franchising LLC (USA), CBTL Ventures, LLC (USA) and 6000 Jefferson BH LLC (USA).
25. On September 24, 2019, ICT Holdings LLC (USA) was formed and ICT LLC (USA) became its subsidiary.
26. On October 1, 2019, CBTL SG was transferred from (i) ICT LLC (USA) to SMCC Hungary and then from (ii) SMCC Hungary to SMCC SG. Subsidiaries of CBTL SG are: CBTL (HongKong) and CBTL (Malaysia). CBTL Malaysia owns 49% of Fiesta Impiana Sdn Bhd (Malaysia).
27. On November 13, 2019, Golden Plate Pte. Ltd. entered into a joint venture agreement with Dim Sum Pte. Ltd. to form a joint venture company in the People's Republic of China to develop and operate Tim Ho Wan stores in Shanghai and such other cities within the PRC as may be agreed with the franchisor.
28. On November 18, 2019, Hong Yun Hong (Shanghai) Food and Beverages Management Co. Ltd. was incorporated.
On March 13, 2020, Hong Yung Hong (Shanghai) Food and Beverages Management Co. Ltd. executed a Unit Franchise Agreement with Tim Ho Wan Pte. Ltd. (as franchisor) granting it the right and license to operate a Tim Ho Wan store in Shanghai.
29. On December 7, 2020, Magnificent Coffee Trading Pte. Ltd. was incorporated with Super Magnificent Coffee Company Pte. Ltd. as its sole shareholder.
30. On May 11, 2021, Bee World Australia Pty. Ltd. was incorporated with Jollibee Worldwide Pte. Ltd. as its sole shareholder.
31. On August 12, 2021, Beeworks Food Sdn. Bhd. was incorporated in Malaysia. Beeworks Investment Pte. Ltd owns 70% while Golden Plate Pte. Ltd owns 30%.

List of Deregistered Entities and Dates of Effectivity of Deregistration:

1. On February 22, 2012 - Beijing Shang Shi Lin Food & Beverage Management Company Ltd. (PRC)
2. On March 29, 2013 - Kuai Le Feng Food and Beverage (Shenzhen) Co. Ltd. (PRC)
3. On May 1, 2013 - Colossus Global Limited (BVI), Granite Management Limited (BVI), Cosmic Resources Limited (BVI), All Great Resources Limited (BVI), Eastpower Resources Limited (BVI), Eaglerock Development Limited (BVI) and All Great Resources Limited (BVI)
4. On July 1, 2014 - Shanghai Yong He King Food and Beverage Co. Ltd.
5. On August 14, 2019 - 12 Hotpot (Shanghai) Food and Beverage Management Co. Ltd. (PRC).
6. On December 17, 2020 - WJ Investments Pte Ltd was officially dissolved and liquidated.

Annex “E-2”

Audited Parent Financial Statements for the year ended December 31, 2021

**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The management of **JOLLIBEE FOODS CORPORATION** (the Company) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2021 and 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.

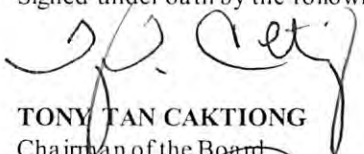
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or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

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

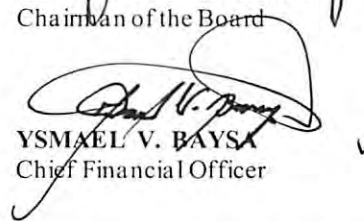
The Board of Directors reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

SyCip Gorres Velayo & Co., the independent auditor appointed by the stockholders for the years ended December 31, 2021 and 2020, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Signed under oath by the following:


TONY TAN CAKTIONG
Chairman of the Board


ERNESTO TANMANTIONG
President and Chief Executive Officer


YSMAEL V. BAYSA
Chief Financial Officer


MARILOU N. SIBAYAN
VP-Global Comptrollership and Tax

REPUBLIC OF THE PHILIPPINES)
CITY OF PASIG)S.S

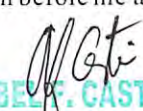
Before me, a notary public in and for the city named above, personally appeared the following:

Name	Proof of Identification
Tony Tan Caktiong	Passport No. P3722018B, issued on November 4, 2019 and expiring on November 3, 2029
Ernesto Tanmantiong	Passport No. P8719063A, issued on September 12, 2018 and expiring on September 11, 2028
Ysmael V. Baysa	Passport No. P6503801B, issued on March 17, 2021 and expiring on March 16, 2031
Marilou N. Sibayan	SSS Number: 03-9964176-9

Who are personally known to me and to me known to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took on oath before me as to such instrument.

Witness my hand and seal this MAR 22 2022.

Doc. No. 180
Page No. 37
Book No. 3
Series of 2022


ANA ISABELLE CASTELO
Notary Public - Pasig City
Notarial Commission No. 157 Expiring on December 2021
147 Jollibee Plaza 10 F, Ortigas Jr. Avenue,
Ortigas Center Pasig City
PTR No. 0451026 1-10-20 / Pasig City
IUP No. 100197 1-10-20 / Pasig City
MCLE Compliance No. VI-0018881 / 3-5-19
Roll of Attorney's No. 70174

Lerma Valdezco

From: Clarisa Guerra
Sent: Friday, March 25, 2022 7:25 AM
To: Lerma Valdezco
Subject: FW: Your BIR AFS eSubmission uploads were received

From: eafs@bir.gov.ph <eafs@bir.gov.ph>
Sent: Friday, March 25, 2022 7:09 AM
To: Rodalyn Ferrer <roda.ferrer@jws.com.ph>
Cc: Clarisa Guerra <issa.hornilla@jws.com.ph>
Subject: Your BIR AFS eSubmission uploads were received

This is an EXTERNAL email, exercise caution.

Hi JOLLIBEE FOODS CORPORATION,

Valid files

- EAFS000388771AFSTY122021.pdf
- EAFS000388771ITRTY122021.pdf
- EAFS000388771OTHTY122021.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-857LG7K904NVMVTQTPZVX1MYV07AFL9G5**
Submission Date/Time: **Mar 25, 2022 07:08 AM**
Company TIN: **000-388-771**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

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BUREAU OF INTERNAL REVENUE
AFS eSUBMISSION

File Upload



All files successfully uploaded

Transaction Code:

AFS-0-857LG7K904NVMVTQTPZVX1MYV07AFL9G5

Submission Date/Time:

Mar 25, 2022 07:08 AM



SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex, Roxas Boulevard, Pasay City, 1307 Metro Manila Philippines

Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph



The following document has been received:

Receiving: Jojit Licudine

Receipt Date and Time: March 25, 2022 08:01:12 AM

Company Information

SEC Registration No.: 0000077487

Company Name: JOLLIBEE FOODS CORPORATION DOING BUSINESS UNDER THE NAME AND STYLE OF JOLLIBEE

Industry Classification: K74000

Company Type: Stock Corporation

Document Information

Document ID: OST1032520228267201

Document Type: Financial Statement

Document Code: FS

Period Covered: December 31, 2021

Submission Type: Parent

Remarks: None

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

						7	7	4	8	7

COMPANY NAME

J	O	L	L	I	B	E	E		F	O	O	D	S		C	O	R	P	O	R	A	T	I	O	N		D	O	I	
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		S	T	Y	L	E		O	F		J	O	L	L	I	B	E	E												

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

1	0	/	F		J	o	l	l	i	b	e	e		P	l	a	z	a		B	u	i	l	d	i	n	g	,	
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g	a	s		C	e	n	t	e	r	,		P	a	s	i	g		C	i	t	y								

Form Type

A	A	F	S

Department requiring the report

S	E	C	

Secondary License Type, If Applicable

N	/	A	

COMPANY INFORMATION

Company's Email Address

www.jollibee.com.ph

Company's Telephone Number

(02) 8634-1111

Mobile Number

+63928-5037915

No. of Stockholders

2,988

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

Mr. Ysmael V. Baysa

Email Address

yvb@jollibee.com.ph

Telephone Number/s

(02) 8688-7104

Mobile Number

—**CONTACT PERSON'S ADDRESS****10/F Jollibee Plaza Building, 10 F. Ortigas Jr. Avenue, Ortigas Center, 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 of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue, Ortigas Center
Pasig City

Report on the Audit of the Parent Company Financial Statements

Opinion

We have audited the parent company financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Company), which comprise the parent company statements of financial position as at December 31, 2021 and 2020, and the parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for the years then ended, and notes to the parent company financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

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

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

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



In preparing the parent company 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 and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company 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 parent company financial statements.

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

- Identify and assess the risks of material misstatement of the parent company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the parent company financial statements, including the disclosures, and whether the parent company 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.



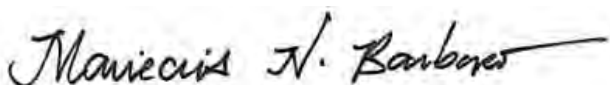
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

The supplementary information required under Revenue Regulations 15-2010 for purposes of filing with the Bureau of Internal Revenue is presented by the management of Jollibee Foods Corporation Doing business under the name and style of Jollibee in a separate schedule. Revenue Regulations 15-2010 requires the information to be presented in the notes to financial statements. Such information is not a required part of the basic financial statements. The information is also not required by Revised Securities Regulation Code Rule 68. Our opinion on the basic financial statements is not affected by the presentation of the information in a separate schedule.

The engagement partner on the audit resulting in this independent auditor's report is Mariecris N. Barbaso.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022



JOLLIBEE FOODS CORPORATION**Doing business under the name and style of Jollibee****PARENT COMPANY STATEMENTS OF FINANCIAL POSITION**

	December 31	
	2021	2020
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 5, 31 and 32)	₱4,563,177,886	₱3,263,900,538
Receivables and contract assets (Notes 6, 31 and 32)	7,879,014,566	7,284,525,556
Financial assets at fair value through profit or loss (Notes 9, 31 and 32)	–	1,783,218,236
Inventories (Note 7)	332,186,059	388,119,495
Current portion of:		
Advances to related parties (Notes 29, 31 and 32)	12,256,044,400	3,558,044,400
Lease receivables (Notes 30, 31 and 32)	–	6,348,766
Noncurrent assets held for sale (Note 14)	434,092,829	–
Other current assets (Notes 8, 31 and 32)	3,094,900,026	2,702,090,500
Total Current Assets	28,559,415,766	18,986,247,491
Noncurrent Assets		
Advances to related parties - net of current portion (Notes 29, 31 and 32)	3,111,400,815	1,010,000,000
Financial assets at fair value through profit or loss - net of current portion (Notes 9, 31 and 32)	38,438,040	31,998,040
Investments in subsidiaries and interests in joint ventures and associates (Note 10)	49,396,643,978	46,433,587,611
Property, plant and equipment (Note 11)	3,637,706,250	4,223,957,562
Intangible assets (Note 12)	238,890,584	331,180,444
Investment properties (Notes 13 and 32)	742,432,875	1,198,195,694
Right-of-use assets (Note 30)	4,179,573,401	4,483,600,232
Lease receivables - net of current portion (Notes 30, 31 and 32)	20,980,607	20,821,641
Deferred tax assets - net (Note 26)	1,800,284,191	2,517,719,997
Other noncurrent assets (Notes 15, 31 and 32)	529,276,202	634,715,813
Total Noncurrent Assets	63,695,626,943	60,885,777,034
	₱92,255,042,709	₱79,872,024,525
LIABILITIES AND EQUITY		
Current Liabilities		
Trade payables and other current liabilities and contract liabilities (Notes 16, 21, 29, 31 and 32)	₱6,757,525,204	₱6,228,714,147
Short-term debt (Notes 18, 31 and 32)	–	6,833,357,000
Current portion of:		
Long-term debt (Notes 18, 31 and 32)	3,239,292,786	3,363,876,119
Due to related parties (Notes 29, 31 and 32)	3,170,087,079	58,643,289
Lease liabilities (Notes 30, 31 and 32)	519,410,739	639,103,197
Total Current Liabilities	13,686,315,808	17,123,693,752

(Forward)

	December 31	
	2021	2020
Noncurrent Liabilities		
Provisions (Note 17)	₱858,892,176	₱858,892,176
Noncurrent portion of:		
Long-term debt (Notes 18, 31 and 32)	8,820,392,685	8,088,685,470
Lease liabilities (Notes 30, 31 and 32)	5,042,789,831	5,339,953,065
Contract liabilities (Note 21)	164,700,000	49,830,000
Pension liability (Note 27)	1,360,359,264	1,574,194,007
Total Noncurrent Liabilities	16,247,133,956	15,911,554,718
Total Liabilities	29,933,449,764	33,035,248,470
Equity		
Capital stock:		
Preferred (Note 19)	12,000,000,000	—
Common - net of subscriptions receivable (Note 19)	1,107,164,233	1,105,078,938
Additional paid-in capital (Note 28)	10,230,967,491	9,825,631,209
Remeasurement loss on pension - net of tax (Note 27)	(687,347,598)	(775,321,811)
Retained earnings (Note 20):		
Appropriated for future expansion	18,700,000,000	20,000,000,000
Unappropriated	21,151,320,310	16,861,899,210
	62,502,104,436	47,017,287,546
Less cost of common stock held in treasury (Notes 19 and 20)	180,511,491	180,511,491
Total Equity	62,321,592,945	46,836,776,055
	₱92,255,042,709	₱79,872,024,525

See accompanying Notes to Parent Company Financial Statements.



JOLLIBEE FOODS CORPORATION**Doing business under the name and style of Jollibee****PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME**

	Years Ended December 31	
	2021	2020
REVENUES		
Net sales (Notes 21 and 29)	₱19,802,786,327	₱18,073,761,408
Royalty and set-up fees (Notes 21 and 29)	5,449,519,682	4,219,147,522
Rent income (Notes 13, 29 and 30)	211,385,366	218,782,467
Service revenue and others (Notes 21 and 29)	3,042,453,799	3,064,665,481
	28,506,145,174	25,576,356,878
PFRS 15 impact on system-wide advertising fees (Note 21)	1,690,323,614	1,170,323,709
	30,196,468,788	26,746,680,587
COST OF SALES AND SERVICES (Notes 22 and 29)		
Cost of sales	16,130,700,466	15,657,858,708
Cost of services	2,336,916,924	1,615,069,948
	18,467,617,390	17,272,928,656
GROSS PROFIT	11,728,851,398	9,473,751,931
EXPENSES		
General and administrative expenses (Notes 23 and 29)	5,753,649,759	9,385,764,977
Advertising and promotions (Note 29)	39,472,547	39,158,794
	5,793,122,306	9,424,923,771
INTEREST INCOME (EXPENSE) (Notes 24 and 29)		
Interest income	241,240,017	255,749,624
Interest expense	(766,759,845)	(987,988,853)
	(525,519,828)	(732,239,229)
OTHER INCOME - NET (Notes 25 and 29)	1,146,588,725	1,143,045,061
INCOME BEFORE INCOME TAX	6,556,797,989	459,633,992
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 26)		
Current	1,224,461,973	945,004,498
Deferred	377,808,608	(545,427,544)
	1,602,270,581	399,576,954
NET INCOME	4,954,527,408	60,057,038
OTHER COMPREHENSIVE INCOME (LOSS)		
Item not to be reclassified to profit or loss in subsequent periods:		
Remeasurement gain (loss) on pension (Note 27)	191,139,122	(272,937,472)
Income tax effect	(103,164,909)	81,881,242
	87,974,213	(191,056,230)
TOTAL COMPREHENSIVE INCOME (LOSS)	₱5,042,501,621	(130,999,192)
Earnings Per Share for Net Income (Loss) (Note 33)		
Basic	₱5.302	(₱10.445)
Diluted	5.293	(10.433)

See accompanying Notes to Parent Company Financial Statements.



JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

	Capital Stock (Note 19)		Subscriptions Receivable (Note 19)	Additional Paid-in Capital (Note 28)	Remeasurement Loss on Pension - Net of Tax (Note 27)	Retained Earnings (Note 20)		Cost of Common Stock Held in Treasury (Notes 19 and 20)	Total Equity
	Preferred	Common				Appropriated for Future Expansion	Unappropriated		
Balance as at January 1, 2021	₱-	₱1,122,256,822	(₱17,177,884)	₱9,825,631,209	(₱775,321,811)	₱20,000,000,000	₱16,861,899,210	(₱180,511,491)	₱46,836,776,055
Net income during the year	-	-	-	-	-	-	4,954,527,408	-	4,954,527,408
Other comprehensive income	-	-	-	-	87,974,213	-	-	-	87,974,213
Total comprehensive income	-	-	-	-	87,974,213	-	4,954,527,408	-	5,042,501,621
Movements in other equity accounts:									
Issuances of:									
Preferred stock (Note 19)	12,000,000,000	-	-	(80,324,347)	-	-	-	-	11,919,675,653
Common stock (Note 19)	-	2,085,295	-	321,749,069	-	-	-	-	323,834,364
Cash dividends (Note 20)	-	-	-	-	-	-	(1,965,106,308)	-	(1,965,106,308)
Cost of stock options granted to own employee (Notes 23, 26 and 28)	-	-	-	119,113,259	-	-	-	-	119,113,259
Cost of stock options granted to employees of subsidiaries (Notes 10 and 28)	-	-	-	36,425,564	-	-	-	-	36,425,564
Deferred tax on unexercised stock options (Note 26)	-	-	-	8,372,737	-	-	-	-	8,372,737
Reversal of appropriated retained earnings during the year (Note 19)	-	-	-	-	-	(20,000,000,000)	20,000,000,000	-	-
Appropriation during the year (Note 19)	-	-	-	-	-	18,700,000,000	(18,700,000,000)	-	-
Balances at December 31, 2021	₱12,000,000,000	₱1,124,342,117	(₱17,177,884)	₱10,230,967,491	(₱687,347,598)	₱18,700,000,000	₱21,151,320,310	(₱180,511,491)	₱62,321,592,945
Balance as at January 1, 2020	₱-	₱1,110,148,458	(₱17,177,884)	₱8,705,937,239	(₱584,265,581)	₱20,000,000,000	₱18,232,931,889	(₱180,511,491)	₱47,267,062,630
Net income during the year	-	-	-	-	-	-	60,057,038	-	60,057,038
Other comprehensive loss	-	-	-	-	(191,056,230)	-	-	-	(191,056,230)
Total comprehensive income (loss)	-	-	-	-	(191,056,230)	-	60,057,038	-	(130,999,192)
Movements in other equity accounts:									
Issuances of common stock	-	12,108,364	-	1,268,689,151	-	-	-	-	1,280,797,515
Cash dividends (Note 20)	-	-	-	-	-	-	(1,431,089,717)	-	(1,431,089,717)
Deferred tax on unexercised stock options (Note 26)	-	-	-	(337,284,841)	-	-	-	-	(337,284,841)
Cost of stock options granted to own employee (Notes 23, 26 and 28)	-	-	-	161,089,923	-	-	-	-	161,089,923
Cost of stock options granted to employees of subsidiaries (Notes 10 and 28)	-	-	-	27,199,737	-	-	-	-	27,199,737
Balances at December 31, 2020	₱-	₱1,122,256,822	(₱17,177,884)	₱9,825,631,209	(₱775,321,811)	₱20,000,000,000	₱16,861,899,210	(₱180,511,491)	₱46,836,776,055

See accompanying Notes to Parent Company Financial Statements.



JOLLIBEE FOODS CORPORATION**Doing business under the name and style of Jollibee****PARENT COMPANY STATEMENTS OF CASH FLOWS**

	Years Ended December 31	
	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	₱6,556,797,989	₱459,633,992
Adjustments for:		
Depreciation and amortization (Notes 11, 12, 13, 22, 23 and 30)	1,725,070,589	2,096,690,119
Interest expense (Note 24)	766,759,845	987,988,853
Write-off of long-outstanding liabilities (Note 25)	(675,807,021)	(1,033,390,515)
Rent concessions (Note 30)	(318,367,954)	(417,554,738)
Interest income (Note 24)	(241,240,017)	(255,749,624)
Net unrealized foreign exchange loss (gain)	(222,972,246)	136,309,820
Movements in pension liability (Note 27)	175,634,379	95,877,084
Gain on pre-termination of leases (Note 30)	(166,141,922)	(82,683,680)
Provisions (reversals) of impairment on:		
Property, plant and equipment (Notes 11 and 23)	(131,614,247)	199,918,477
Trade receivables (Notes 6 and 23)	57,146,358	83,864,453
Inventories (Notes 7 and 23)	(6,806,737)	131,774,411
Interest in an associate (Notes 10 and 24)	—	773,892,486
Stock options expense (Notes 23 and 28)	119,113,259	161,089,923
Dividend income (Notes 25 and 29)	(90,000,000)	(80,000,000)
Net loss on retirement of property, plant and equipment and intangibles (Notes 11, 12, 22 and 23)	50,556,763	57,687,832
Gain on financial assets at fair value through profit or loss (Notes 9 and 25)	(24,718,197)	(78,536,876)
Amortization of debt issue costs (Note 18)	17,123,882	16,707,214
Net loss on disposals of property, plant and equipment (Notes 11 and 25)	12,512,767	31,193,261
Straight line amortization of rent revenue (Note 30)	6,189,800	4,392,413
Provisions and contingencies (Notes 17 and 30)	—	828,391,537
Income before working capital changes	7,609,237,290	4,117,496,442
Decrease (increase) in:		
Receivables and contract assets	(512,386,779)	(1,402,545,822)
Short-term investments	—	1,030,800,000
Inventories	62,740,173	145,229,291
Other current assets	(356,037,225)	(71,813,318)
Increase (decrease) in:		
Trade payables and other current liabilities	1,210,190,410	(1,461,043,650)
Due to related parties	3,111,443,790	(655,013,120)
Net cash generated from operations	11,125,187,659	1,703,109,823
Income taxes paid	(1,016,399,248)	(945,004,498)
Interest received	224,706,104	246,294,282
Contributions to plan assets (Note 27)	(198,330,000)	—
Net cash provided by operating activities	10,135,164,515	1,004,399,607
CASH FLOWS FROM INVESTING ACTIVITIES		
Additions to investments in subsidiaries and interests in a joint venture and associates (Note 10)	(2,926,630,803)	—
Proceeds from redemption of financial assets at fair value through profit or loss (Note 9)	1,801,496,433	—
Acquisitions of:		
Property, plant and equipment (Note 11)	(314,709,806)	(486,272,604)
Intangible assets (Note 12)	(11,112,858)	—
Investments at fair value through profit or loss (Note 9)	—	(1,700,271,360)
Dividends received from subsidiaries (Notes 25 and 29)	90,000,000	80,000,000

(Forward)

	Years Ended December 31	
	2021	2020
Decrease (increase) in:		
Advances to related parties	(₱10,799,400,815)	(₱2,450,000,000)
Other noncurrent assets	102,703,096	216,685,513
Proceeds from disposal of property, plant and equipment (Notes 11 and 35)	161,612,473	92,935,261
Net cash used in investing activities	(11,896,042,280)	(4,246,923,190)
CASH FLOWS FROM FINANCING ACTIVITIES (Note 35)		
Payments of:		
Short-term debt (Note 18)	(6,833,357,000)	—
Dividends (Note 20)	(1,839,613,225)	(1,429,993,698)
Lease liabilities (Note 30)	(719,676,382)	(710,014,077)
Interest (Notes 18 and 24)	(464,648,044)	(584,453,455)
Long-term debt (Note 18)	—	(2,590,000,000)
Proceeds from:		
Issuances of capital stock (Note 19)	12,243,510,017	1,280,797,515
Availment of:		
Long-term debt (Note 18)	590,000,000	—
Short-term debt (Note 18)	—	6,833,357,000
Net cash provided by financing activities	2,976,215,366	2,799,693,285
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	1,215,337,601	(442,830,298)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	83,939,747	(67,092,093)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	3,263,900,538	3,773,822,929
CASH AND CASH EQUIVALENTS AT END OF YEAR	₱4,563,177,886	₱3,263,900,538

See accompanying Notes to Parent Company Financial Statements.



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee

NOTES TO PARENT COMPANY FINANCIAL STATEMENTS

1. General Information

Corporate Information

Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Company/Parent Company) is a Philippine company primarily involved in the development, operations and franchising of Quick Service Restaurants (QSR) under the “Jollibee” trade name mainly in the Philippines. The operations and franchising of Jollibee QSR outside the Philippines are handled through the Company’s subsidiaries, investees and franchisees. The Company was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on January 11, 1978.

On June 1, 2021, the BOD of the Company approved the amendment to the Second Article of the Articles of Incorporation (AOI) to clarify and ensure, for avoidance of doubt of the Parent Company, in pursuit of its primary business purpose, can invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests therein. The amendment of AOI of the Parent Company was approved by the Parent Company’s shareholders during the Parent Company’s annual stockholders’ meeting on June 25, 2021, and by the Philippine SEC on August 11, 2021.

The Company has subsidiaries and investees also engaged in the development, operations and franchising of restaurants under the trade names “Greenwich”, “Chowking”, “Yonghe King”, “Red Ribbon”, “Hong Zhuang Yuan”, “Mang Inasal”, “Burger King”, “Highlands Coffee”, “Pho 24”, “Hard Rock Cafe”, “Dunkin Donuts”, “Smashburger”, “Tortazo”, “Tim Ho Wan”, “The Coffee Bean & Tea Leaf”, “Panda Express” and “Yoshinoya”. Other subsidiaries are engaged in manufacturing and property leasing activities in support of the systems of the Company and its subsidiaries and in other business activities. The list of the Company’s subsidiaries is presented in Note 10.

The Company’s common and preferred shares are listed and traded in the Philippine Stock Exchange beginning July 14, 1993 and October 14, 2021, respectively.

The registered office address of the Company is 10/F Jollibee Plaza Building, 10 F. Ortigas Jr. Avenue, Ortigas Center, Pasig City.

Coronavirus (Covid-19) Pandemic

2020

In June 2020, JFC Group implemented significant changes to its global business structure (business transformation initiative). This business transformation initiative enabled the JFC Group to address and adapt to the impact of Covid-19. The changes include the rationalization of the number of restaurants within certain geography or area, the rationalization of resources deployed in the restaurants, implementation of safety and social distancing protocol in the dining area, investment in digital commerce and technology, the increase in the capacity for delivery-to-home and office, take out and drive thru, the installation of mobile applications to facilitate food ordering and payment, the establishment of “cloud kitchen” or unmarked delivery outlets with no dine-in facility located in discreet, low rent sites and the rationalization of production and distribution facilities. The changes include the transformation of support and management groups in the field and in the offices.



In relation to this business transformation initiative, the Company incurred costs of rationalization of resources included under personnel costs, loss on disposals and retirements of property, plant and equipment, impairment loss on property, plant and equipment and other costs incidental to stores amounting to ₱1,412.4 million in 2020 (see Notes 11, 21, 22 and 29).

2021

The Company, though still faced significant challenges due to restrictions related to the pandemic, showed sequential improvement in its sales performance. The Company adapted by further strengthening in-store safety protocols, as well as accelerating delivery and takeout channels – developing messenger bots, better websites and apps, and increasing its presence in food aggregators so that customers can order easily through these channels without leaving their homes.

The Company's profit and cash flows recovered strongly compared with 2020 reflecting the successful execution of its business transformation initiative in 2020.

The Company has assessed the following impact of Covid-19 on its assets and liabilities in 2021 and 2020:

- Collectability of accounts with customers continues to be closely monitored. An increase in the provision for impairment of trade receivables has been identified because of extended credit terms provided to the franchisees.
- Recognition of impairment losses on inventories, property, plant and equipment and derecognition of right-of-use assets and lease liabilities relating to pre-termination of closed and nonperforming stores.
- The uncertainty in determining key assumptions within the assessment of future taxable income of the Company was considered upon which recognition of deferred tax assets is assessed, including forecast of revenue and expenses, among others.

The Company continues to monitor the risks and the ongoing impact of Covid-19 on its business.

Approval and Authorization for Issuance of Financial Statements

The accompanying parent company financial statements were reviewed and approved by the Audit Committee on March 18, 2022, and approved and authorized for issuance by the Board of Directors (BOD) on March 22, 2022.

2. Basis of Preparation, Statement of Compliance and Changes in Accounting Policies and Disclosures

Basis of Preparation

The accompanying parent company financial statements have been prepared on the historical cost basis, except for financial assets at fair value through profit or loss (FVTPL) which are measured at fair value. The parent company financial statements are presented in Philippine peso, which is the Company's functional and presentation currency under Philippine Financial Reporting Standards (PFRS). All values are rounded to the nearest peso, except when otherwise indicated.

Statement of Compliance

The accompanying parent company financial statements have been prepared in compliance with PFRS.



New Standards, Interpretations and Amendments adopted by the Company

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new accounting pronouncements starting January 1, 2021. Adoption of these pronouncements did not have any significant impact on the parent company statement of financial position and performance unless otherwise indicated.

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

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

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

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

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

The Company adopted the amendment beginning January 1, 2021. The Company applied the practical expedient to all the rent concessions that meet the criteria above. The waiver of lease payments was recognized in profit or loss in the year when the event or condition that triggers those changes in lease payments occur.

In 2021, the Company received rent concessions from lessors amounting to ₱318.4 million (see Note 30). The Company applied the practical expedient and accounted for the rental waivers and discounts as negative variable lease payments charged against rent expense.

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

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

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



The Company 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

These amendments had no impact on the financial statements of the Company.

Future Changes in Accounting Policies

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Company does not expect the future adoption of the said pronouncements to have significant impact on its financial statements. The Company intends to adopt the following pronouncements when these become effective.

Effective beginning on or after January 1, 2022

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

The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

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

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

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

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

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



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

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

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

- *Annual Improvements to PFRSs 2018-2020 Cycle*

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

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

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

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

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

The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The Company 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 Company.

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

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



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

Effective beginning on or after January 1, 2023

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

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

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

An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

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

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

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

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

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

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

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

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



Effective beginning on or after January 1, 2024

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

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

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

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

Effective beginning on or after January 1, 2025

▪ PFRS 17, *Insurance Contracts*

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

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

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

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

PFRS 17 is effective for reporting years beginning on or after January 1, 2025, with comparative figures required. Early application is permitted. Adoption of this standard is not expected to have any impact to the Company.



Deferred effectivity

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

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

On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (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.

3. Summary of Significant Accounting Policies

Current versus Noncurrent Classification

The Company presents assets and liabilities in the parent company statement of financial position based on current/noncurrent classification. An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent 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 classified as current when it is:

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

The Company classifies all other liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

Fair Value Measurement

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 by the Company.



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 best economic 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 fair value for financial instruments traded in active markets at the reporting date is based on their quoted price or binding dealer price quotations, without any deduction for transaction costs. Where the Company has financial assets and financial liabilities with offsetting positions in market risks or counterparty credit risk, it has elected to use the measurement exception to measure the fair value of its net risk exposure by applying the bid or ask price to the net open position as appropriate. For all other financial instruments not traded in an active market, the fair value is determined by using valuation techniques deemed to be appropriate in the circumstances. Valuation techniques include the market approach (i.e., using recent arm's length market transactions adjusted as necessary and reference to the current market value of another instrument that is substantially the same), the income approach (i.e., discounted cash flow analysis and option pricing models making as much use of available and supportable market data as possible) and the cost approach (i.e., based on the amount required to replace the service capacity of an asset).

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

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

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

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

The Company's management determines the policies and procedures for both recurring fair value measurement and non-recurring measurement. At each reporting date, management analyzes the movements in the values of assets and liabilities which are required to be remeasured or reassessed as per the Company's accounting policies. For this analysis, management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. For short-term trade receivables and payables, the Company determines the fair value based on their invoice amount, when the effect of discounting is immaterial.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Cash and Cash Equivalents

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



Financial Instruments

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

Financial Instruments

Financial Assets

Initial Recognition and Measurement. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI) and FVTPL.

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

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

The Company has no financial assets at FVOCI as at December 31, 2021 and 2020.

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

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

Financial Assets at Amortized Cost (Debt Instruments). This category is the most relevant to the Company. The Company measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- 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.

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



The Company's cash in banks, short-term deposits, short-term investments, receivables (excluding statutory receivables), advances to related parties, lease receivables, and refundable deposits are classified under this category as at December 31, 2021 and 2020.

Financial Assets at FVTPL. Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or FVOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at FVTPL are carried in the parent company statement of financial position at fair value with net changes in fair value recognized in the parent company statement of comprehensive income.

The Company's investments in golf and leisure club shares and bond funds are classified under this category as at December 31, 2021 and 2020.

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

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

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

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

Impairment of Financial Assets. The Company recognizes an allowance for ECLs for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows the Company expects to receive discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.



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

For cash in banks and short-term deposits, the Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Company's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Company assesses that there is significant increase in credit risk of a financial asset when default occurs.

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

For advances to related parties, refundable deposits and lease receivables, the Company applies the general approach and calculates ECL based on the 12-month ECLs or lifetime ECLs, depending on whether there has been a significant increase in credit risk on the financial instruments since initial recognition.

The Company considers a financial asset in default when contractual payments are 30 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The Company incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. To do this, the Company has considered a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs.

Based on the Company's evaluation and assessment and after taking into consideration external actual and forecast information, the Company considers two or more economic scenarios and the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The Company has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses. The Company considers macro-economic factors such as gross domestic product growth rates and inflation rates in its analysis.

Write-off Policy. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.



Financial Liabilities

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

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

The Company has no financial liabilities at FVTPL or as derivatives designated as hedging instruments in an effective hedge as at December 31, 2021 and 2020.

Subsequent Measurement. The measurement of financial liabilities depends on their classification as described below.

- *Loans and Borrowings, and Payables.* This is the category relevant to the Company. After initial recognition, interest-bearing loans and borrowings, and payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs, including debt issue costs for the Company's debts that are an integral part of the EIR. The EIR amortization is included as interest expense in the parent company statement of comprehensive income.

The Company's financial liabilities include trade payables and other current liabilities (excluding local and other taxes payable, liabilities to government agencies and accrual for gift certificates), short-term and long-term debt, due to related parties and lease liabilities, which are all classified as loans and borrowings as at December 31, 2021 and 2020.

- *Debt Issue Costs.* Debt issue costs are specific incremental costs, other than those paid to the lender, that are directly related to issuing a debt instrument. These are presented in the parent company statement of financial position as a reduction from the related debt instrument and are amortized through the EIR amortization process.

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

Classification of Financial Instruments Between Liability and Equity

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

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



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

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

Offsetting of Financial Instruments

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

Contract Balances

Contract Assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade Receivables. A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

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

Inventories

Inventories are valued at the lower of cost and net realizable value. Costs are accounted for as follows:

Processed inventories	- Standard costing, which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using first in, first out (FIFO). Cost includes direct materials, labor and a proportion of manufacturing overhead costs based on normal operating capacity.
Food supplies, packaging, store and other supplies, and novelty items	- Standard costing, which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using FIFO.

Net realizable value of processed inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.



Net realizable value of food supplies, packaging, store and other supplies is the current replacement cost.

Net realizable value of novelty items is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Other Current Assets

Other current assets include creditable withholding taxes, which will be applied against the Company's corporate income tax due; prepaid expenses which are expenses paid in advance and recorded as asset before they are utilized or expire; and deposits which pertain to deposits to suppliers to be applied for future purchases. Prepaid expenses include unamortized portion of prepaid car plan benefits shouldered by the Company on the availment of its employees' car assistance plan.

Property, Plant and Equipment

Property, plant and equipment, except land and construction in progress, are stated at cost less accumulated depreciation and amortization and any accumulated impairment in value. Such cost includes the cost of replacing part of property, plant and equipment at the time that cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing. Land is stated at cost less any impairment in value.

The initial cost of property, plant and equipment consists of its purchase price, including import duties and nonrefundable taxes and any other costs directly attributable to bringing the asset to its working condition and location for its intended use. Cost also includes any related asset retirement obligation and interest incurred during the construction period on funds borrowed to finance the construction of the asset. Expenditures incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to profit or loss in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property, plant and equipment.

Depreciation and amortization are calculated on a straight-line basis over the following estimated useful lives of the assets:

Buildings, commercial condominium units and improvements	5 - 40 years
Leasehold improvements	2 - 10 years or term of the lease, whichever is shorter
Office, store and food processing equipment	1 - 15 years
Furniture and fixtures	3 - 5 years
Transportation equipment	3 - 5 years

The residual values, if any, useful lives and depreciation and amortization method of the assets are reviewed at the end of each financial period and adjusted prospectively, if appropriate.

Fully depreciated assets are retained in the accounts until they are disposed or retired.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising from the derecognition of the asset (calculated as the difference between the disposal proceeds and the carrying amount of the asset) is recognized in profit or loss in the period the asset is derecognized.



Construction in progress represents assets under construction and is stated at cost less any impairment in value. This includes the cost of construction and other direct costs. Cost also includes interest on borrowed funds incurred during the construction period. Construction in progress is not depreciated until such time that the relevant assets are completed and ready for use.

Intangible Assets

Intangible assets acquired separately are measured at cost on initial recognition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment loss. The useful lives of intangible assets are assessed at the individual asset level as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life using the straight-line method and assessed for impairment whenever there is an indication that the intangible assets may be impaired. At a minimum, the amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates.

The estimated useful lives used in amortizing the intangible assets are disclosed in Note 12.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in profit or loss when the asset is derecognized.

Investment Properties

Investment properties consist of land and buildings and building improvements held by the Company for capital appreciation and rental purposes. Investment properties, except land, are carried at cost, including transaction costs, less accumulated depreciation and amortization and any impairment in value. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-to-day servicing of an investment property. Land is carried at cost less any impairment in value.

The depreciation of buildings and building improvements are calculated on a straight-line basis over the estimated useful lives of the assets which are five (5) to thirty-five (35) years.

The residual values, if any, useful lives and method of depreciation and amortization of the assets are reviewed and adjusted, if appropriate, at each financial year-end.

Investment property is derecognized when either it has been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in profit or loss in the year of retirement or disposal.

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



Investments in Subsidiaries

Investments in subsidiaries are accounted for at cost less any impairment in value. A subsidiary is an entity controlled by the Company. The Company controls an entity when it is exposed or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Interests in Joint Ventures and an Associate

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not in control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. The Company's interests in joint ventures and an associate are accounted for at cost less any impairment in value.

Upon loss of significant influence over the associate or joint control over the joint ventures, the Company measures and recognizes its remaining investment at its fair value. Any difference between the carrying amount of the former associate or former jointly controlled entities upon loss of significant influence or joint control, and the fair value of the remaining investment and proceeds from disposal is recognized in profit or loss. When the remaining interest in the former jointly controlled entity constitutes significant influence, it is accounted for as interest in an associate.

Noncurrent Assets Held for Sale

Noncurrent assets held for sale are carried at the lower of its carrying amount and fair value less costs to sell. At reporting date, the Company classifies assets as held for sale (disposal group) when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case the asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale must be highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset and an active program to locate a buyer and complete the plan must have been initiated. Further, the asset must be actively marketed for sale at a price that is reasonable in relation to its current fair value. In addition, the sale should be expected to qualify for recognition as a completed sale within one year from the date of classification.

The Company measures noncurrent asset held for sale at the lower of its carrying amount and fair value less cost to sell.

Impairment of Nonfinancial Assets

The carrying values of investments in and advances to subsidiaries and interests in a joint venture and an associate, property, plant and equipment, right-of-use assets, intangible assets with definite useful life, investment properties, and other noncurrent assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and if the carrying value exceeds the estimated recoverable amount, the asset or cash generating unit (CGU) are written down to their recoverable amounts. The recoverable amount of the asset is the greater of fair value less costs to sell or value in use.

The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's-length transaction between knowledgeable, willing parties, less costs of disposal. 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 largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Impairment losses are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value on a systematic basis over its remaining useful life.

Equity

Capital Stock and Additional Paid-in Capital. Capital stock is measured at par value for all shares issued. Proceeds and/or fair value of considerations received in excess of par value, if any, are recognized as additional paid-in capital. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax.

Additional paid-in capital is also credited for the cost, including income tax effect, of the Company's equity-settled share-based payments to its employees and employees of its subsidiaries.

Subscriptions Receivable. Subscriptions receivable represents common stock subscribed and issued by the Parent Company but payment from the shareholders has not yet been received.

Retained Earnings. Retained earnings represent the Company's accumulated earnings, net of dividends declared.

Dividends. The Company recognizes a liability to make cash distribution to its equity holders when the distribution is authorized by the BOD and the distribution is no longer at the discretion of the Company. A corresponding amount is recognized directly in equity. Dividends for the year that are approved after the financial reporting date are dealt with as an event after the reporting period.

Other Comprehensive Income. Other comprehensive income comprises items of income and expense (including reclassification adjustments) that are not recognized in profit or loss. This includes remeasurement gains or losses on pension and their income tax effects.

Treasury Shares. Acquisitions of treasury shares are recorded at cost. The total cost of treasury shares is shown in the parent company statement of financial position as a deduction from the total equity. Upon re-issuance or resale of the treasury shares, cost of common stock held in treasury account is credited for the cost of the treasury shares determined using the simple average method. Gain on sale is credited to additional paid-in capital. Losses are charged against additional paid-in capital but only to the extent of previous gain from original issuance, sale or retirement for the same class of stock. Otherwise, losses are charged directly to retained earnings.

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as a principal or as an agent. The



Company has concluded that it is acting as principal in majority of its revenue arrangements. The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods. Revenue from sale of goods is recognized at the point in time when control is transferred to the customer, which is normally upon delivery. Sales returns and discounts are deducted from sales to arrive at net sales shown in the parent company statement of comprehensive income.

Royalty Fees. Revenue from royalty fees is recognized as the royalty accrues based on certain percentages of the franchisees' net sales.

Set-up Fees. Revenue from set-up fees is recognized on a straight-basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

Service Fees. Revenue is recognized in the period in which the service has been rendered.

Management Fees. Revenue is recognized in the period in which the administration services has been rendered based on a certain percentage of the total costs incurred.

System-wide Advertising Fees. Revenues consisting of reimbursements of network advertising and promotional costs from franchisees are recognized upon performance of service.

Dividend Income

Dividend income is recognized when the Company's rights as a shareholder to receive the payment is established.

Interest Income

Interest income is recognized as the interest accrues, taking into account the effective yield on the asset.

Other Income

Other income is recognized when there is an incidental economic benefit, other than the usual business operations, that will flow to the Company through an increase in asset or reduction in liability and that can be measured reliably.

Cost and Expenses

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

Advertising and promotions expenses include costs incurred for advertising schemes and promotional activities for new products.

Pension Benefits

The pension liability is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets.

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

Pension expense comprise the following:

- Service cost; and
- Net interest on the pension liability.



Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as part of pension expense in profit or loss. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the pension liability is the change during the period in the liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the pension liability. Net interest on the pension liability is recognized under “Cost of sales and services” and “General and administrative expenses” in the parent company statement of comprehensive income as part of pension expense.

Remeasurements comprising actuarial gains and losses, return on plan assets (excluding net interest) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

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

Employee Leave Entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. The Company recognizes undiscounted liability for leave expected to be settled wholly within twelve months after the end of the annual reporting period.

Share-based Payments

The Company has stock option plans granting management, consultants and selected employees an option to purchase a fixed number of the Company’s shares of stock at a stated price during a specified period (“equity-settled transactions”).

The cost of the options granted to the Company’s management, consultants and employees that become vested is recognized in profit or loss with an equivalent credit to additional paid-in capital over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (“vesting date”). The cost of the options granted to management, consultants and employees of subsidiaries, on the other hand, is recognized as additional investment in those subsidiaries.

The fair value is determined using the Black-Scholes Option Pricing Model. The cumulative expense recognized for share-based transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit in profit or loss or the investment account for a period represents the movement in cumulative expense recognized as of the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, provided that all other performance conditions are satisfied.



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

Where a share-based award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if there were a modification of the original award.

Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the agreement at inception date of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that is not explicitly specified in an arrangement.

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

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

Warehouses	15 - 35 years
Land	5 - 20.5 years
QSR outlets	2 - 25.5 years
Office and parking spaces	2 - 11 years

Right-of-use assets are subject to impairment.

- *Lease Liabilities.* At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.



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

- *Short-term Leases and Leases of Low-value Assets.* The Company applies the short-term lease recognition exemption to its short-term leases of outside seating space and office space. It also applies the lease of low-value assets recognition exemption to leases that are considered of low value (i.e., below USD5,000 or approximately ₱250,000). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.
- *Lease Modification.* Lease modification is defined 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).

A lessee shall account for a lease modification as a separate lease if both:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- The consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, at the effective date of the lease modification a lessee shall:

- Allocate the consideration in the modified contract;
- Determine the lease term of the modified lease; and
- Remeasure the lease liability by discounting the revised lease payments using a revised discount rate. The revised discount rate is determined as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, of the lessee's incremental borrowing rate at the effective date of the modification, if the interest rate implicit in the lease cannot be readily determined. The lessee shall account for the remeasurement of the lease liability by:
 - Decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease. The lessee shall recognize in profit or loss any gain or loss relating to partial or full termination of the lease.
 - Making corresponding adjustment to the right-of-use asset for all other lease modifications.

As a practical expedient, a lessee may elect not to assess whether a rent concession occurring as a direct consequence of Covid-19 pandemic is a lease modification and only if all of the following conditions are met:



- The change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- Any reduction in lease payments affects only payments originally due on or before June 30, 2021; and,
- There is no substantive change to other terms and conditions of the lease.

Rent concession received from lessors are accounted for as negative variable lease payments in profit or loss.

Company as Lessor. Leases which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rent income. Rent income from operating leases is recognized as income in profit or loss on a straight-line basis over the lease term.

Foreign Currency-Denominated Transactions

Transactions in foreign currencies are recorded in Philippine peso using the Company rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are restated using the closing rate of Company at the reporting date. All differences are taken to profit or loss. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the Company rates as at the dates of the initial transactions. Nonmonetary items measured at fair value in a foreign currency are translated using the Company rates at the date when the fair value was determined.

Taxes

Current Tax. Current tax liabilities for the current and prior periods are measured at the amount expected to be paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at reporting date.

Current income tax relating to items recognized directly in equity is recognized directly in equity (not in profit or loss). 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 balance sheet liability method, on all temporary differences at reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

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



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

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit; and
- in respect of deductible temporary differences associated with investments in subsidiaries and interests in a joint arrangement and an associate, 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 future taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

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

Deferred tax relating to items recognized outside profit or loss are recognized also outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

Value-added Tax. Revenue, expenses and assets are recognized net of the amount of VAT, if applicable.

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as part of “Trade payables and other current liabilities” account in the parent company statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as part of “Other current assets” account in the parent company statement of financial position.

Earnings per Share (EPS) Attributable to Equity Holders of the Parent Company

Basic EPS is calculated by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the year, after considering the retroactive effect of stock dividend declaration, if any.

Diluted EPS is computed by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the period, adjusted for any potential common shares resulting from the assumed exercise of outstanding stock options. Outstanding stock options will have dilutive effect under the treasury stock method only when the average market price of the underlying common share during the period exceeds the exercise price of the option.



Where the EPS effect of the shares to be issued to management and employees under the stock option plan would be anti-dilutive, the basic and diluted EPS would be stated at the same amount.

For the parent company financial statements, the EPS is presented on the basis of the consolidated net income.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and 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 assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

Contingencies

Contingent liabilities are not recognized in the parent company financial statements. These are disclosed in the notes to the parent company financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the parent company financial statements but disclosed in the notes to the parent company financial statements when an inflow of economic benefits is probable.

Business Segments

The Company is organized and managed separately according to the nature of business. The three major operating businesses of the Company are food service, franchising and leasing. These operating businesses are the basis upon which the Company reports its operating segment information presented in the consolidated financial statements filed with the SEC.

Events after the Reporting Period

Post year-end events that provide additional information about the parent company financial position at the reporting date (adjusting events) are reflected in the parent company financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the parent company financial statements when material.

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the parent company financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

The Company believes the following represents a summary of these significant judgments, estimates and assumptions and the related impact and associated risks on the parent company financial statements.



Judgments

In the process of applying the Company's accounting policies, management has made the following judgments, apart from those involving estimations and assumptions, which have the most significant effect on the amounts recognized in the parent company financial statements.

Revenue Contracts with Customers - Determining the Timing of Satisfaction of Set-up Fees. The Company undertakes activities prior to store opening (e.g., initial training, site development, systems set-up, etc.) as indicated in the franchise agreement. The Company determines whether these activities are capable of being distinct (i.e., whether the franchisee can benefit on each of these activities on a standalone basis) and whether these activities are distinct within the context of the franchise agreement (i.e., whether these activities can be separated from the franchise license granted to the franchisee).

The Company determined that revenue from set-up fees should be recognized on a straight-basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

Principal versus Agent Consideration. The Company's agreement with the franchisee includes the right to charge the franchisee its share in the Company's nationwide advertising and marketing efforts as well as fees for the Company's administration of various advertisements, network and media placements. The Company determined that it is acting as principal for the nationwide advertising because it is the Company who retains the right to direct the service provider of the advertisements, network and media placements, and has the discretion on how to price the advertising fee charges. The Company considers both the legal form and the substance of its agreement to determine each party's respective roles in the agreement.

Determining the Lease Term of Contracts with Renewal Options - Company as a Lessee. The Company has lease contracts that include renewal options. The Company applies judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew the lease. The Company typically exercises its option to renew for these leases because there will be a significant negative effect on operations if a replacement asset is not readily available.

Estimates and Assumptions

The key estimates and assumptions concerning the future and other key sources of estimation uncertainty at reporting date that has a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. The Company based its assumptions and estimates on parameters available when the parent company financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of Receivables and Contract Assets. The Company uses a provision matrix to calculate ECLs for its receivables and contract assets. The provision rates are based on days past due.

The provision matrix is initially based on the Company's historical observed default rates. The Company calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.



The assessment of the correlation between historical observed default rates, forward-looking information, and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast of economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

Other than the considerations on the impact of Covid-19 on macroeconomic factors used as inputs to the ECL calculation, there have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Provision for impairment loss on receivables amounted to ₱57.1 million and ₱83.9 million in 2021 and 2020, respectively (see Notes 6 and 23).

The carrying value of receivables and contract assets amounted to ₱7,879.0 million and ₱7,284.5 million in 2021 and 2020, respectively (see Note 6).

Net Realizable Value of Inventories. The Company writes down inventories to net realizable value, through the use of an allowance account, whenever the net realizable value of inventories becomes lower than cost due to damage, physical deterioration, obsolescence, changes in price levels or other causes (i.e., Covid-19 pandemic).

Estimates of net realizable value are based on the most reliable evidence available at the time the estimates are made of the amounts the inventories are expected to be realized. These estimates take into consideration fluctuations of prices or costs directly relating to events occurring after reporting date to the extent that such events confirm conditions existing at the reporting date. The allowance account is reviewed on a regular basis to reflect the accurate valuation in the financial records.

Provision for inventory obsolescence amounted to nil and ₱131.8 million in 2021 and 2020, respectively (see Notes 7 and 23). Reversal of allowance for inventory obsolescence amounted to ₱6.8 and nil in 2021 and 2020, respectively (see Notes 7 and 23). The carrying value of inventories amounted to ₱332.1 million and ₱388.1 million as at December 31, 2021 and 2020, respectively (see Note 7).

Impairment of Property, Plant and Equipment, Intangible Assets, Investment Properties and Right-of-Use Assets. The Company performs annual impairment review of property, plant and equipment, intangible assets, investment properties and right-of-use assets when certain impairment indicators are present. Management has identified store closures and pre-termination of underlying lease agreements due to Covid-19 pandemic as impairment indicators and has performed impairment assessment on its property, plant and equipment and right-of-use assets and has identified the related lease pre-termination costs, if any.

Determining the fair value of assets, which requires the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the Company to make estimates and assumptions that can materially affect the parent company financial statements. Future events could cause the Company to conclude that the assets are impaired. Any resulting impairment loss could have a material adverse impact on the Company's financial position and performance.



The aggregate carrying amounts of property, plant and equipment, intangible assets, investment properties and right-of-use assets as at December 31 follow:

	2021	2020
Property, plant and equipment (see Note 11)	₱3,637,706,250	₱4,223,957,562
Intangible assets (see Note 12)	238,890,584	331,180,444
Investment properties (see Note 13)	742,432,875	1,198,195,694
Right-of-use assets (see Note 30)	4,179,573,401	4,483,600,232
	₱8,798,603,110	₱10,236,933,932

Impairment of Investments in Subsidiaries and Interests in and Advances to a Joint Venture and Associates. An impairment test of investments in subsidiaries and interest in joint venture and associates is performed when events or changes in circumstances indicate that the carrying value may not be recoverable. This requires management to make an estimate of the expected long-term growth rates and earnings before interest, taxes, depreciation and amortization (EBITDA) from the subsidiaries, joint venture and associates, and also consider market data in determining a discount rate in order to calculate the present value of those cash flows.

Provisions for impairment loss on interest in an associate amounted to nil million and ₱773.9 million in 2021 and 2020, respectively (see Notes 10 and 23). The carrying values of investments in subsidiaries and interests in a joint venture and associates as at December 31 follow:

	2021	2020
Investment in subsidiaries (see Note 10)	₱47,090,140,221	₱45,660,745,138
Interests in (see Note 10):		
Joint venture	196,750,009	66,023,459
Associates	2,109,753,748	706,819,014
	₱49,396,643,978	₱46,433,587,611

Recognition of Deferred Tax Assets. The carrying amount of deferred tax assets at each reporting date is reviewed and reduced to the extent that sufficient taxable profits will not be available to allow all or part of the deferred tax assets to be utilized. The Company's assessment on the recognition of deferred tax assets is based on forecasted taxable income. This forecast is based on future expectations on revenues and expenses as well as management's plans and strategies. The effect of Covid-19 pandemic on the macroeconomic factors are also used in developing the assumptions.

The carrying amount of deferred tax assets amounted to ₱2,952.5 million and ₱3,994.7 million as at December 31, 2021 and 2020, respectively (see Note 26). There were no unrecognized deferred tax assets as at December 31, 2021 and 2010.

Present Value of Defined Benefit Obligation. The pension expense as well as the present value of the defined benefit obligations are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates and future salary increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligations.

Future salary increases are based on budgeted salary increases.



Pension liability amounted to ₱1,360.4 million and ₱1,574.2 million as at December 31, 2021 and 2020, respectively. The Company recognized net pension expense of ₱172.2 million and ₱96.3 million in 2021 and 2020, respectively (see Notes 22, 23 and 27).

Share-based Payments. The Company measures the cost of its equity-settled transactions with management and employees by reference to the fair value of the equity instruments at the grant date. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about these inputs. The fair value of the share option is being determined using the Black-Scholes Option Pricing Model. The expected life of the stock options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of the Company.

Total expense arising from share-based payments recognized by the Company amounted to ₱119.1 million and ₱161.1 million in 2021 and 2020, respectively (see Notes 23 and 28).

Fair Value of Financial Assets and Liabilities. When the fair values of financial assets and financial liabilities recorded or disclosed in the parent company statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The fair value of financial assets and liabilities are discussed in Note 32.

Provisions and Contingencies. The Company is currently involved in litigations, claims and disputes which are normal to its business. Cost estimates for the resolution of these claims has been developed in consultation with the Company's legal counsels and based upon an analysis of potential results. The inherent uncertainty over the outcome of these matters is brought about by the differences in the interpretation and application of laws and rulings. Management believes that the ultimate liability, if any, with respect to these litigations, claims and disputes will not materially affect the financial position and performance of the Company.

The Company recognized provisions amounting to nil and ₱828.4 million in 2021 and 2020, respectively (see Note 23). The carrying amount of the Company's provisions for litigations, claims and disputes amounted to ₱858.9 million and ₱858.9 million as at December 31, 2021 and 2020, respectively (see Notes 17 and 30).

5. Cash and Cash Equivalents

Cash and Cash Equivalents

This account consists of:

	2021	2020
Cash on hand	₱76,385,357	₱87,976,355
Cash in banks	1,481,844,982	1,394,363,155
Short-term deposits	3,004,947,547	1,781,561,028
	₱4,563,177,886	₱3,263,900,538



Cash in banks earn interest at the respective savings or special demand deposit rates. Short-term deposits are made for varying periods of up to three months depending on the immediate cash requirements of the Company and earn interest at the respective short-term deposit rates.

Interest income earned from cash and cash equivalents amounted to ₱6.9 million and ₱14.3 million in 2021 and 2020, respectively (see Note 24).

6. Receivables and Contract Assets

This account consists of:

	2021	2020
Trade receivables from:		
Franchisees and customers	₱995,402,315	₱1,184,263,418
Related parties (see Note 29)	5,496,744,882	3,297,776,103
	6,492,147,197	4,482,039,521
Less allowance for impairment loss	165,221,169	108,074,811
	6,326,926,028	4,373,964,710
Receivable from retirement fund (see Note 29)	598,784,204	512,019,872
Employee advances	151,216,920	67,391,967
Current portion of employee car plan receivables (see Note 15)	21,807,842	26,313,216
Interest receivable	6,413,716	6,197,626
Others	22,456,146	24,269,331
	7,127,604,856	5,010,156,722
Contract assets (see Note 29)	751,409,710	2,274,368,834
	₱7,879,014,566	₱7,284,525,556

The terms and conditions of the receivables are as follows:

- Trade receivables from franchisees and customers are noninterest-bearing and are generally collectible on a 14-day term.
- The terms and conditions of receivables from related parties are discussed in Note 29.
- Receivable from retirement fund pertains to amounts advanced by the Company to its retiring employees which are normally collected from the retirement fund in the next financial year.
- Employee advances, current portion of employee car plan receivables, interest receivable, and other receivables are expected to be collected within the next financial year.
- Other receivables consist of receivables from the Social Security System (SSS) and insurance claims.
- The Company classifies unbilled revenues to franchisees and customers, and related parties as contract assets. Additions in contract assets in 2021 of ₱751.4 million pertain to the revenues earned during the year and will be billed in 2022. Contract assets as at December 31, 2020 amounting to ₱2,274.4 million were billed and collected in 2021.



The movements in allowance for impairment loss on trade receivables as at December 31 follow:

	2021	2020
Balance at beginning of year	₱108,074,811	₱24,210,358
Provision (see Note 23)	57,146,358	83,864,453
Balance at end of year	₱165,221,169	₱108,074,811

The provisions were based on the Company's expected credit loss.

7. Inventories

This account consists of the following items:

	2021	2020
At cost:		
Food supplies and processed inventories	₱127,151,644	₱153,893,317
Packaging, store and other supplies	153,456,902	160,374,389
At net realizable value -		
Novelty items	51,577,513	73,851,789
Total inventories at lower of cost and net realizable value	₱332,186,059	₱388,119,495

The Company assesses the age of novelty items on hand in determining the amount of provision for inventory obsolescence or reversal to be recognized. Based on this assessment, the Company recognized a provision for inventory obsolescence of nil and ₱131.8 million in 2021 and 2020, respectively, and a reversal of allowance for inventory obsolescence of ₱6.8 million and nil in 2021 and 2020, respectively (see Note 23).

The cost of novelty items carried at net realizable value amounted to ₱187.8 million and ₱216.9 million as at December 31, 2021 and 2020, respectively.

The movements in the allowance for inventory obsolescence on novelty items as at December 31 are as follows:

	2021	2020
Balance at beginning of year	₱143,053,397	₱11,278,986
Provision (see Note 23)	—	131,774,411
Reversal (see Note 23)	(6,806,737)	—
Balance at end of year	₱136,246,660	₱143,053,397

As at December 31, 2021 and 2020, no inventories have been pledged as security or collateral for any of the Company's liabilities.



8. Other Current Assets

This account consists of:

	2021	2020
Prepaid expenses:		
Taxes	₱2,353,600,662	₱1,910,488,825
Rent	414,688,682	407,636,429
Car plan benefits	28,832,551	40,234,949
Other prepayments	22,107,477	15,045,629
Deposits to suppliers and others	275,670,654	328,684,668
	₱3,094,900,026	₱2,702,090,500

Terms and conditions of other current assets are as follows:

- Prepaid taxes represent creditable withholding taxes that the Company can apply against its corporate income tax in the following year and prepaid real property taxes.
- Prepaid rent pertains to short-term leases of store and office spaces that are paid in advance and expected to be applied in the next financial year.
- Other prepayments consist of unused office and operating supplies and the unexpired portion of advertising, insurance and other expenses paid in advance expected to be utilized in the next financial year.
- Deposits to suppliers are generally applied to purchases of inventories and services within the next financial year.

9. Financial Assets at Fair Value through Profit or Loss

This account consists of:

	2021	2020
Investment in bond funds	₱—	₱1,783,218,236
Investment in club shares	38,438,040	31,998,040
	38,438,040	1,815,216,276
Less current portion	—	1,783,218,236
Noncurrent portion	₱38,438,040	₱31,998,040

The investment in club shares includes investment in shares of stocks of Manila Polo Club, Tagaytay Highlands and other golf and leisure clubs.

The movement in financial assets at FVTPL are as follows:

	2021	2020
Balance at beginning of year	₱1,815,216,276	₱36,408,040
Additions	—	1,700,271,360
Redemption	(1,801,496,433)	—
Market-to-market gain on financial assets at FVTPL (see Note 25)	24,718,197	78,536,876
Balance at end of year	₱38,438,040	₱1,815,216,276



The fair value of financial assets at FVTPL have been determined directly by reference to quoted prices in active market or inputs other than quoted prices that are directly or indirectly observable (see Note 32).

10. Investments in Subsidiaries and Interests in Joint Ventures and Associates

The carrying values of investments are as follows:

	2021	2020
Subsidiaries:		
Jollibee Worldwide Pte. Ltd. (JWPL)	₱30,691,265,355	₱30,684,319,283
Mang Inasal Philippines Inc. (Mang Inasal)	4,990,230,194	4,988,515,828
Honeybee Foods Corporation (HFC)	3,013,970,016	3,007,136,068
RRB Holdings, Inc. (RRBH)	2,536,686,024	2,535,126,802
Fresh N' Famous Foods Inc. (Fresh N' Famous)	2,372,753,212	2,367,371,081
Zenith Foods Corporation (Zenith)	2,097,222,827	1,003,882,841
Jollibee Foods Corporation (USA) (Jollibee USA)	974,629,000	671,479,000
Grandworth Resources Corporation (Grandworth)	270,000,000	270,000,000
BKTitans Inc. (BKTitans)*	68,162,049	67,702,045
Freemont Foods Corporation (Freemont)	59,930,558	59,930,558
The Coffee Bean and Tea Leaf (CBTL)**	6,405,205	3,624,600
Smashburger**	8,885,781	1,657,032
	47,090,140,221	45,660,745,138
Interests in joint ventures:		
JBPX Foods Inc. (Panda Express)	131,750,009	66,023,459
Yoshinoya Jollibee Foods, Inc.	65,000,000	—
Interests in associates:		
CentralHub Industrial Centers, Inc.	1,402,934,734	—
C-Joy Poultry Meats Production Inc. (C-Joy Poultry)	696,233,514	696,233,514
C-Joy Poultry Realty Inc. (C-Joy Realty)	10,585,500	10,585,500
	2,306,503,757	772,842,473
	₱49,396,643,978	₱46,433,587,611

*Owned through Chanceux, Inc., which is wholly owned by the Company.

**Owned through Jollibee Worldwide Pte. Ltd., which is wholly owned by the Company.

The movements in this account are as follows:

	2021	2020
Investments in subsidiaries:		
Balance at beginning of year	₱45,673,860,138	₱45,646,660,401
Additional investments	1,392,969,519	—
Share-based payments to employees of subsidiaries (see Note 28)	36,425,564	27,199,737
	47,103,255,221	45,673,860,138
Less allowance for impairment loss	13,115,000	13,115,000
Balance at end of year (Carried Forward)	47,090,140,221	45,660,745,138



	2021	2020
Balance at end of year (<i>Brought Forward</i>)	₱47,090,140,221	₱45,660,745,138
Interests in joint ventures and associates:		
Balance at beginning of the year	1,546,734,959	310,014,959
Additional investments	1,533,661,284	—
Conversion of advances	—	1,236,720,000
	3,080,396,243	1,546,734,959
Less allowance for impairment loss (see Note 23)	773,892,486	773,892,486
Balance at end of year	2,306,503,757	772,842,473
Advances to an associate:		
Balance at beginning of the year	—	1,240,606,190
Interest income	—	17,470,358
Interest received	—	(21,356,548)
Conversion of advances	—	(1,236,720,000)
Balance at end of year	—	—
	₱49,396,643,978	₱46,433,587,611

Investments in Subsidiaries

Investments in Zenith. In 2021, the Company made additional cash investments of ₱1,089.8 million to Zenith for it to finance its investing activities during the year.

Investments in Jollibee USA. In 2021, the Company made additional cash investments of ₱303.2 million to Jollibee USA. These additional investments were made to finance the investing activities during the year.

Interests in Joint Ventures

Yoshinoya Jollibee Foods, Inc. (Yoshinoya). On February 15, 2021, the JFC Group, through the Parent Company, entered into an agreement with Yoshinoya International Philippines, Inc. (YIPI) to establish a joint venture entity to own and expand Yoshinoya restaurants in the Philippines.

The joint venture entity, incorporated as Yoshinoya Jollibee Foods, Inc. on June 18, 2021, is 50% owned by the Parent Company and 50% owned by YIPI. On May 20, 2021, the Company made an initial investment amounting to ₱65.0 million.

On October 29, 2021, Yoshinoya executed a Franchise Agreement with YIPI with effective date on November 1, 2021. Subsequently, Yoshinoya acquired from YIPI and operated the existing Yoshinoya stores in the Philippines.

JBPX Foods Inc. (Panda Express). On August 27, 2021, the Company made additional investments amounting to ₱65.7 million proportionate to its ownership interest in Panda Express.

Interests in Associates

CentralHub Industrial Centers, Inc. (CentralHub). On July 7, 2021, the BOD approved the plan to invest in CentralHub, a company in the industrial real estate business. CentralHub intends to register and operate as a Real Estate Investment Trust (REIT) company, with a planned initial public offering in 2022.



On August 19, 2021, the Company, together with its wholly owned subsidiary, Zenith, CentralHub and other investors entered into a Shareholder's Agreement in connection with the investments by the Company, Zenith and other investors in CentralHub, through a combination of cash subscription and exchange of certain parcel of land assets, subject to fulfillment of certain closing conditions, for shares of common stock of CentralHub. On the same date, the Company paid cash subscription of ₱1,402.9 million. Pending the application with and approval by the Philippine SEC of the increase in authorized capital stock of CentralHub, the cash subscription of the Company was accounted for as deposits for future stock subscription (DFFS) by the latter.

On September 3, 2021, the Philippine SEC approved the increase in authorized capital stock of CentralHub and the conversion of DFFS to capital stock. Consequently, the Company owns 28.24% ownership interest in CentralHub. As at December 31, 2021, the Company has not made additional investments through exchange of its land assets for an additional 13.24% ownership interest in CentralHub pending fulfillment of all closing conditions as required by the Shareholder's Agreement. On February 24, 2022, the Philippine SEC issued the confirmation of valuation of such land assets. Upon fulfillment of all closing conditions, the Company will exchange its land assets for additional shares of common stock of CentralHub.

Stock Option Grants to Employees of Subsidiaries

The Company has stock option grants to the employees of its subsidiaries under the Management Stock Option Program (MSOP). Details about the MSOP are disclosed in Note 28. The cost of those stock option grants for the years ended December 31, 2021 and 2020 were charged to the investment in the relevant subsidiary as follows:

	2021	2020
Smashburger	₱7,228,749	₱1,657,032
JWPL	6,946,072	3,475,392
HFC	6,833,948	5,532,972
Fresh N' Famous	5,382,131	6,058,455
Zenith	3,520,467	2,660,673
CBTL	2,780,605	3,624,600
Mang Inasal	1,714,366	1,747,037
RRBH	1,559,222	2,218,485
BKTitans	460,004	225,091
	₱36,425,564	₱27,199,737

The Company's subsidiaries as at December 31, 2021 and 2020 include the following:

	Country of Incorporation	Principal Activities	2021		2020	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Fresh N' Famous Foods Inc. (Fresh N' Famous) - Chowking Food Corporation USA	Philippines	Food service	100	—	100	—
	United States of America (USA)	Holding company	—	100	—	100
Zenith Foods Corporation (Zenith)	Philippines	Food service	100	—	100	—
Freemont Foods Corporation (Freemont)	Philippines	Food service	100	—	100	—
RRB Holdings, Inc. (RRBH):	Philippines	Holding company	100	—	100	—
Red Ribbon Bakeshop, Inc. (RRBI)	Philippines	Food service	—	100	—	100
Red Ribbon Bakeshop, Inc. USA (RRBI USA)	USA	Food service	—	100	—	100
Mang Inasal Philippines Inc. (Mang Inasal)	Philippines	Food service	100	—	100	—
Grandworth Resources Corporation (Grandworth):	Philippines	Leasing	100	—	100	—
Adgraphix, Inc. (Adgraphix)	Philippines	Digital printing	—	100	—	100
IConnect Multi Media Network, Inc. (IConnect)	Philippines	Dormant	—	60	—	60
JC Properties & Ventures Co.	Philippines	Dormant	—	50	—	50
Honeybee Foods Corporation (HFC):	USA	Food service	100	—	100	—
Tokyo Teriyaki Corporation (TTC)	USA	Food service	—	100	—	100
Honeybee Foods (Canada) Corporation (HFCC)	Canada	Food service	—	100	—	100



	Country of Incorporation	Principal Activities	2021		2020	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Jollibee Worldwide Pte. Ltd. (JWPL):	Singapore	Holding company	100	–	100	–
Regional Operating Headquarters of JWPL (JWS)	Philippines	Financial accounting, human resources and logistics services	–	100	–	100
Golden Plate Pte., Ltd. (GPPL):	Singapore	Holding company	–	100	–	100
- Golden Beeworks Pte. Ltd.	Singapore	Food service	–	60	–	60
- Golden Piatto Pte. Ltd.	Singapore	Holding company	–	75	–	75
• Cibo Felice S.R.L.	Italy	Food service	–	100	–	100
- Bee World Spain, Sociedad Limitada	Spain	Food service	–	100	–	100
- Hong Yun Hong (Shanghai) Food and Beverages Management Company Ltd.	People's Republic of China (PRC)	Food service	–	60	–	60
Golden Cup Pte.Ltd.	Singapore	Holding company	–	60	–	60
- Beijing Golden Coffee Cup Food & Beverage Management Co., Ltd.	PRC	Food service	–	100	–	100
Beijing New Hongzhuangyuan Food and Beverage Management Co., Ltd. (Hong Zhuang Yuan)	PRC	Food service	–	100	–	100
Southsea Binaries Ltd. (Southsea)	British Virgin Island (BVI)	Holding company	–	100	–	100
Beijing Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Shenzhen Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Hangzhou Yongtong Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Hangzhou Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Wuhan Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Tianjin Yong He King Food and Beverage Co., Ltd.	PRC	Food service	–	100	–	100
Happy Bee Foods Processing Pte. Ltd. (HBFPP)	Singapore	Holding company	–	100	–	100
- Happy Bee Foods Processing (Anhui) Co. Ltd.	PRC	Food service	–	100	–	100
JSF Investments Pte. Ltd. (JSF):	Singapore	Holding company	–	100	–	100
- SF Vung Tau Joint Stock Company	Vietnam	Holding company	–	60	–	60
• Highland Coffee Service Joint-stock Company	Vietnam	Food service	–	100	–	100
• Quantum Corporation	Vietnam	Food service	–	100	–	100
• Pho Viet Joint Stock Company	Vietnam	Food service	–	100	–	100
• Pho 24 Service Trade Manufacture Corporation	Vietnam	Food service	–	100	–	100
- Blue Sky Holdings Limited	Hong Kong	Holding company	–	60	–	60
• Sino Ocean Limited	Hong Kong	Food service	–	100	–	100
• Blue Sky Holdings (Macau) Limited	Macau	Food service	–	100	–	100
Jollibee (China) Food & Beverage Management Co.Ltd.	PRC	company Management	–	100	–	100
Jollibee International (BVI) Ltd. (JIBL):	BVI	Holding company	–	100	–	100
- Jollibee Vietnam Corporation Ltd.	Vietnam	Food service	–	100	–	100
• Goldstar Food Trade and Service Company Limited (GSC)	Vietnam	Food service	–	100	–	100
- PT Chowking Indonesia	Indonesia	Dormant	–	100	–	100
- PT Jollibee Indonesia	Indonesia	Dormant	–	100	–	100
- Jollibee (Hong Kong) Limited	Hong Kong	Dormant	–	85	–	85
- Belmont Enterprises Ventures Limited (Belmont):	BVI	Holding company	–	100	–	100
• Shanghai Belmont Enterprises Management and Adviser Co., Ltd. (SBEMAC)	PRC	service Business management	–	–	–	–
• Yong He Holdings Co., Ltd.	BVI	Holding company	–	100	–	100
• Centenary Ventures Ltd.	BVI	Holding company	–	100	–	100
Bee Good! Inc. (BGI)	USA	Holding company	–	100	–	100
- SJBFL LLC (SJBFL)	USA	Food service	–	100	–	100
Bee World UK Limited (UK)	UK	Food service	–	100	–	100
Super Magnificent Coffee Company Pte. Ltd. (SMCC-SG)	Singapore	Holding company	–	80	–	80
- Super Magnificent Coffee Company Ireland Limited (SMCC-IE)	Ireland	Holding company	–	100	–	100
- Super Magnificent Coffee Company Hungary Kft. (SMCC-HU)	Hungary	Holding company	–	100	–	100
• Java Ventures, LLC (JVL)	USA	Holding company	–	100	–	100
• International Coffee & Tea, LLC (ICTL)	USA	Food service	–	100	–	100
• 6000 Jefferson BH, LLC	USA	Holding company	–	100	–	100
• CBTL Ventures, LLC	USA	Food service	–	100	–	100
• CBTL Franchising, LLC	USA	Franchising company	–	100	–	100



	Country of Incorporation	Principal Activities	2021		2020	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
- The Coffee Bean & Tea Leaf (Singapore) Pte., Ltd. (CBTL-SG) ^(d)	Singapore	Food service	–	100	–	100
• The Coffee Bean & Tea Leaf (Malaysia) Sdn. Bhd.	Malaysia	Food service	–	100	–	100
• The Coffee Bean & Tea Leaf (Hongkong) Limited	Hong Kong	Dormant	–	100	–	100
- Magnificent Coffee Trading Pte. Ltd.	Singapore	Food Service	–	100	–	100
Chanceux, Inc.	Philippines	Holding company	100	–	100	–
BKTitans Inc. (BKTitans)	Philippines	Holding company	–	54	–	54
- PFN Holdings Corporation	Philippines	Holding company	–	99	–	99
• PERF Restaurants, Inc.	Philippines	Food service	–	100	–	100
• PERF Trinoma	Philippines	Food service	–	100	–	100
• PERF MOA	Philippines	Food service	–	100	–	100
Jollibee Foods Corporation (USA)	USA	Holding company	100	–	100	–
Donut Magic Phils., Inc. (Donut Magic) ^(a)	Philippines	Dormant	100	–	100	–
Ice Cream Copenhagen Phils., Inc. (ICCP) ^(a)	Philippines	Dormant	100	–	100	–
Mary's Foods Corporation (Mary's) ^(a)	Philippines	Dormant	100	–	100	–
QSR Builders, Inc.	Philippines	Dormant	100	–	100	–

(a) On June 18, 2004, the stockholders of the JFC Group approved the Plan of Merger of the three (3) dormant companies. The application is pending approval from the SEC as at December 31, 2021.

Interest in and Advances to C-Joy Poultry

On May 30, 2019, loans totaling to ₱615.0 million were extended by the Company to C-Joy Poultry payable on May 29, 2020. The loans were subject to interest rate based on PHP BVAL Reference Rates for the 6-month tenor (6-month BVAL) plus spread of 0.50%.

On June 28, 2019, additional loan was extended amounting to ₱315.0 million due on June 26, 2020. The loan was subject to interest rate based on 6-month BVAL plus spread of 0.50%.

On December 20, 2019, additional loan amounting to ₱306.7 million was extended subject to interest rate based on 6-month BVAL plus spread of 0.50%.

On May 20, 2020, the BOD approved the conversion of C-Joy Poultry's advances to equity. On September 9, 2020, upon ratification of the BOD Minutes of Special Meeting dated May 20, 2020, total advances amounting ₱1,236.7 million were converted to additional interest in C-Joy Poultry.

In 2021 and 2020, the Company recorded provision for impairment on its interest in C-Joy Poultry amounting to nil and ₱773.9 million, respectively (see Note 23).



11. Property, Plant and Equipment

The rollforward analysis of this account follows:

	2021							
	Land	Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of year	₱28,586,733	₱512,590,716	₱4,669,397,348	₱5,127,798,889	₱557,657,862	₱490,470,580	₱1,449,724,311	₱12,836,226,439
Additions	–	–	35,327,707	115,838,521	2,460,810	34,762,726	126,320,042	314,709,806
Retirements and disposals	–	(34,581,107)	(607,534,894)	(439,476,919)	(99,265,096)	(23,929,321)	(13,149,502)	(1,217,936,839)
Reclassifications (see Note 14)	(10,000,000)	–	16,812,458	65,839,784	1,938,520	–	(84,590,762)	(10,000,000)
Balance at end of year	18,586,733	478,009,609	4,114,002,619	4,870,000,275	462,792,096	501,303,985	1,478,304,089	11,922,999,406
Accumulated Depreciation and Amortization								
Balance at beginning of year	–	467,859,044	2,994,556,074	4,045,759,818	491,481,968	412,693,496	–	8,412,350,400
Additions (see Notes 22 and 23)	–	11,944,876	321,207,397	430,064,917	33,580,309	37,838,069	–	834,635,568
Retirements and disposals	–	(34,109,351)	(495,699,844)	(383,396,907)	(97,625,150)	(19,165,790)	–	(1,029,997,042)
Balance at end of year	–	445,694,569	2,820,063,627	4,092,427,828	427,437,127	431,365,775	–	8,216,988,926
Accumulated Impairment Losses								
Balance at beginning of year	–	–	109,447,897	81,328,028	2,380,992	–	6,761,560	199,918,477
Reversal (see Note 23)	–	–	(69,906,641)	(53,126,021)	(1,820,025)	–	(6,761,560)	(131,614,247)
Balance at end of year	–	–	39,541,256	28,202,007	560,967	–	–	68,304,230
Net Book Value	₱18,586,733	₱32,315,040	₱1,254,397,736	₱749,370,440	₱34,794,002	₱69,938,210	₱1,478,304,089	₱3,637,706,250



2020

	Land	Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of year	₱28,586,733	₱512,590,716	₱4,923,241,223	₱5,202,910,265	₱578,638,879	₱496,490,758	₱1,324,323,839	₱13,066,782,413
Additions	—	—	46,463,616	140,561,180	7,025,801	7,483,036	284,738,971	486,272,604
Retirements and disposals	—	—	(364,515,022)	(306,384,947)	(30,004,863)	(13,503,214)	(2,420,532)	(716,828,578)
Reclassifications	—	—	64,207,531	90,712,391	1,998,045	—	(156,917,967)	—
Balance at end of year	28,586,733	512,590,716	4,669,397,348	5,127,798,889	557,657,862	490,470,580	1,449,724,311	12,836,226,439
Accumulated Depreciation and Amortization								
Balance at beginning of year	—	455,209,540	2,828,776,360	3,697,715,483	458,582,689	380,735,075	—	7,821,019,147
Additions (see Notes 22 and 23)	—	12,649,504	421,811,063	596,600,252	61,343,464	43,741,094	—	1,136,145,377
Retirements and disposals	—	—	(256,031,349)	(248,555,917)	(28,444,185)	(11,782,673)	—	(544,814,124)
Balance at end of year	—	467,859,044	2,994,556,074	4,045,759,818	491,481,968	412,693,496	—	8,412,350,400
Accumulated Impairment Losses								
Balance at beginning of year	—	—	—	—	—	—	—	—
Retirements and disposals (see Note 23)	—	—	109,447,897	81,328,028	2,380,992	—	6,761,560	199,918,477
Balance at end of year	—	—	109,447,897	81,328,028	2,380,992	—	6,761,560	199,918,477
Net Book Value	₱28,586,733	₱44,731,672	₱1,565,393,377	₱1,000,711,043	₱63,794,902	₱77,777,084	₱1,442,962,751	₱4,223,957,562

The construction in progress account as at December 31, 2021 and 2020 mainly pertains to costs incurred for the building of new stores and renovation of old stores. The outstanding projects as at December 31, 2021 are expected to be completed within the next financial year. Reclassifications from construction in progress account to the property, plant and equipment accounts mainly arise from the completion of the construction of new stores. As at December 31, 2021 and 2020, no borrowing costs have been capitalized.



Net loss on retirement of property, plant and equipment amounted to ₱31.7 million and ₱57.7 million in 2021 and 2020, respectively (see Notes 22 and 23). The Company disposed property, plant and equipment with carrying amount of ₱157.6 million and ₱114.3 million for a total consideration of ₱145.1 million and ₱92.9 million in 2021 and 2020, respectively. Net loss on sale amounting to ₱12.5 million and ₱31.2 million in 2021 and 2020, respectively were recognized on the disposals of property, plant and equipment (see Note 25).

Provision for impairment loss on property, plant and equipment amounted to nil and ₱199.9 million in 2021 and 2020, respectively (see Note 23). Management reassessed the recoverable amount of the Company's property, plant and equipment, and recognized reversal of provision amounting to ₱131.6 million and nil in 2021 and 2020, respectively (see Note 23).

In 2021 and 2020, no items of property, plant and equipment have been pledged as security or collateral for any of the Company's liabilities.



12. Intangible Assets

This account consists of:

	2021	2020
Cost		
Balance at beginning of year	₱858,694,116	₱858,694,116
Additions	11,112,858	—
Retirements	(69,573,919)	—
Balance at end of year	800,233,055	858,694,116
Accumulated Amortization		
Balance at beginning of year	527,513,672	441,502,513
Amortization (see Note 23)	84,547,178	86,011,159
Retirements	(50,718,379)	—
Balance at end of year	561,342,471	527,513,672
Net Book Value	₱238,890,584	₱331,180,444

Intangible assets mainly pertain to computer software relating to the Company's Enterprise Resource Planning (ERP) application which the Company started using on August 1, 2014. The useful life of the computer software is ten (10) years.

In 2021, the Company recognized loss on retirement of computer software amounting to ₱18.9 million (see Note 23).

The Company's intangible assets also include trademarks and patents amortized over its useful life of five (5) years with net book value of ₱9.7 million and ₱1.1 million as at December 31, 2021 and 2020, respectively.

13. Investment Properties

The rollforward analysis of this account follows:

	2021		
	Buildings and Building		
	Land	Improvements	Total
Cost			
Balance at beginning of year	₱624,727,733	₱985,738,865	₱1,610,466,598
Reclassifications (see Note 14)	(424,092,829)	—	(424,092,829)
Balance at beginning of year	200,634,904	985,738,865	1,186,373,769
Accumulated Depreciation			
Balance at beginning of year	—	412,270,904	412,270,904
Additions (see Notes 22 and 23)	—	31,669,990	31,669,990
Balance at end of year	—	443,940,894	443,940,894
Net Book Value	₱200,634,904	₱541,797,971	₱742,432,875



	2020		
	Buildings and Building		
	Land	Improvements	Total
Cost			
Balance at beginning and end of year	₱624,727,733	₱985,738,865	₱1,610,466,598
Accumulated Depreciation			
Balance at beginning of year	—	380,600,914	380,600,914
Additions (see Notes 22 and 23)	—	31,669,990	31,669,990
Balance at end of year	—	412,270,904	412,270,904
Net Book Value	₱624,727,733	₱573,467,961	₱1,198,195,694

Rent income derived from income-generating properties amounted to ₱197.7 million and ₱200.6 million in 2021 and 2020, respectively (see Note 30). Direct operating costs relating to the investment properties, which include depreciation and maintenance expenses, totaled ₱55.2 million and ₱71.9 million in 2021 and 2020, respectively.

In 2015, the Company entered into an agreement to develop a commercial and office condominium building (the “Project”) in a parcel of its land in consideration for cash and assigned units in the Project. The completion of the transaction is conditional upon fifty percent (50%) completion of the Project, as certified by the general contractor of the Project, and when all of the assigned units are fully constructed and accepted in accordance with the specifications contained in the Agreed Design. As at December 31, 2021 and 2020, the assigned units have not been accepted by and conveyed to the Company.

The Company’s investment properties have an aggregate fair value of ₱3,043.1 million and ₱4,383.9 million as at December 31, 2021 and 2020, respectively, as determined by an independent appraiser who holds a recognized and relevant professional qualification. The fair value represents the amount at which the assets and liabilities can be exchanged in an orderly transaction between market participants to sell the asset or transfer the liability at the measurement date under current market conditions in accordance with International Valuation Standards. In determining the fair value of the investment properties, the independent appraisers used the market data approach for land and cost approach for buildings and building improvements. For land, fair value is based on sales and listings of comparable properties within the vicinity after adjustments for differences in location, size and shape of the lot, time elements and other factors between the properties and their comparable properties. For buildings and building improvements, fair value is based on the current cost to replace the properties in accordance with prevailing market prices for materials, labor, contractors’ overhead, profit and fees in the locality after adjustments for depreciation due to physical deterioration, and functional and economic obsolescence based on personal inspection of the buildings and building improvements and in comparison, to similar new properties.

While the fair value of the investment properties was not determined as at December 31, 2021, the Company’s management believes that there were no conditions present in 2021 that would significantly reduce the fair value of the investment properties from that determined in the most recent valuation.

No investment properties have been pledged as security or collateral as at December 31, 2021 and 2020.



14. Noncurrent Assets Held for Sale

In 2021, the Company engaged property agents to start marketing all its land assets, including improvements attached thereto, except for certain parcels of land assets to be exchanged for shares of common stock of CentralHub (see Note 10) and units in the Project (see Note 13) which related transactions are expected to be completed in 2022. Based on current market conditions, a sale within 12 months was highly probable. The lower of the carrying amount and fair value less costs to sell of all its land assets were reclassified as held for sale as at December 31, 2021.

As at December 31, 2021, the lower of the carrying amount and fair value less costs to sell of its land assets amounting to ₱434.1 million were reclassified as held for sale.

Noncurrent Assets Held for Sale are categorized under Level 3 fair value measurement (see Note 32).

15. Other Noncurrent Assets

This account consists of:

	2021	2020
Refundable deposits	₱464,105,927	₱539,267,721
Noncurrent portion of:		
Prepaid car plan benefits	34,643,595	32,214,850
Employee car plan receivables (see Note 6)	10,525,791	34,455,154
Prepaid rent	13,849,675	21,426,279
Deferred compensation car plan	5,470,371	7,027,706
Others	680,843	324,103
	₱529,276,202	₱634,715,813

The terms and conditions of other noncurrent assets are as follows:

- Refundable deposits represent security deposits for operating leases entered by the Company as a lessee (see Note 30). The refundable deposits are recoverable from the lessors at the end of the related lease terms and are presented at amortized cost. The discount rates used range from 1.28% to 21.57% and 2.0% to 21.57% in 2021 and 2020, respectively. The difference between the fair value at initial recognition and the notional amount of the refundable deposits is recognized as right-of-use asset. Accretion of interest pertaining to refundable deposits amounted to ₱13.7 million and ₱4.8 million in 2021 and 2020 (see Note 24).
- Employee car plan receivables are presented at amortized cost. The difference between the fair value at initial recognition and the notional amount of the employee car plan receivables is recognized as deferred compensation and amortized on a straight-line basis over the credit period. Accretion of interest pertaining to employee car plan receivables amounted to ₱2.6 million and ₱5.2 million in 2021 and 2020, respectively (see Note 24).
- Prepaid rent pertains to the variable leases of store and office spaces that are paid in advance which is net of current portion.



16. Trade Payables and Other Current Liabilities and Contract Liabilities

This account consists of:

	2021	2020
Trade payables:		
Suppliers	₱1,108,204,410	₱1,027,335,508
Related parties (see Note 29)	1,691,958,608	1,052,315,337
Accruals for:		
Salaries, wages and employee benefits	810,180,637	441,579,493
Advertising and promotions	384,291,587	403,478,215
Rent	234,525,766	211,142,901
Repairs, maintenance and security	119,238,604	109,465,987
Professional fees	82,022,134	80,206,594
Delivery expenses	69,732,394	55,852,007
Electricity, other utilities and communication	62,167,060	97,413,977
Interest (see Notes 18 and 35)	40,223,357	74,336,526
Corporate events and research	18,664,382	39,433,975
Supplies	15,813,867	55,413,904
Retention	9,437,725	16,751,986
Trainings and seminars	5,963,705	104,000
Store operations	4,533,549	1,670,935
Insurance	3,921,229	2,000,000
Transportation and travel	1,835,755	2,587,594
Novelties	—	3,960,099
Others	206,479,631	189,746,781
Happy Plus liabilities	564,000,176	551,240,828
Customers' deposits	273,205,525	504,536,695
Local and other taxes payable	465,851,155	331,693,134
Dividends payable (see Note 35)	214,548,588	89,055,505
Unearned revenues from gift certificates	110,920,923	125,692,059
Other current liabilities	212,983,879	420,433,510
	6,710,704,646	5,887,447,550
Contract liabilities - current (see Note 21)	46,820,558	341,266,597
	₱6,757,525,204	₱6,228,714,147

The terms and conditions of the above liabilities are as follows:

- Trade payables are noninterest-bearing and are generally settled within a 30-day term.
- The terms and conditions of payables to related parties are discussed in Note 29.
- Accruals, local and other taxes payable and dividends payable are noninterest-bearing and are normally settled within the next financial year.
- Other accruals generally consist of amounts payable for representation and various activities of the Company.
- Happy Plus liabilities pertain to the Company's customer loyalty program and are generally applied to customer purchases or reimbursed to franchisees, depending on the actual usage, within the next financial year.



- Customers' deposits pertain to POS deposits and security deposits from leases with franchisees and subsidiaries, which are refundable at the end of the lease term and deposits for kiddie party packages. Accretion of interest pertaining to customers' deposits from operating leases amounted to ₱0.3 million and ₱0.4 million in 2021 and 2020, respectively. (see Note 24).
- Unearned revenues from gift certificates pertain to the Company's redeemable gift certificates which are recognized as revenue upon redemption.
- Other current liabilities consist mainly of payable for mascots, subscription in newspapers, staled checks and payable to contractors.

17. Provisions

The Company recognized provisions amounting to nil and ₱828.4 million in 2021 and 2020, respectively (see Note 23). The outstanding provisions amounting to ₱858.9 million as at December 31, 2021 and 2020 consist mainly of provisions for asserted claims which are normal to the Company's business. These include estimates of legal services, settlement amounts and other costs of claims made against the Company. Other information on the claims are not disclosed as this may prejudice the Company's position on such claims (see Note 30).

18. Short-term and Long-term Debt

Short-term Debt

The short-term debt consists of the following:

	Availment Date	Maturity Date	Interest Rate	Condition	2021	2020
USD-denominated						
USD30.0 Million BPI Loan	April 23, 2020	February 26, 2021/ September 24, 2021	2.5% Fixed rate	Unsecured	₱—	₱1,440,690,000
USD29.0 Million BPI Loan	April 29, 2020	February 26, 2021/ September 24, 2021	2.5% Fixed rate	Unsecured	—	1,392,667,000
PHP-denominated						
₱4,000.0 Million BPI Loan	April 15, 2020	April 10, 2021/ October 7, 2021	BVAL plus spread; quarterly	Unsecured	—	4,000,000,000
					₱—	₱6,833,357,000

USD 30.0 Million BPI Loan

On April 23, 2020, the Company availed a short-term loan from BPI amounting to USD30.0 million (₱1,520.1 million) subject to a 2.5% fixed interest rate which is payable on a quarterly basis. The principal is payable on February 26, 2021, the maturity date. On March 29, 2021, the loan agreement was extended up to September 24, 2021 and interest has been updated to a fixed rate of 1.2%. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD30.0 million (₱1,440.7 million), respectively.

USD 29.0 Million BPI Loan

On April 29, 2020, the Company availed a short-term loan from BPI amounting to USD29.0 million (₱1,464.8 million) subject to a 2.5% fixed interest rate which is payable on a quarterly basis. The principal is payable on February 26, 2021, the maturity date. On March 29, 2021, the loan agreement was extended up to September 24, 2021 and interest has been updated to a fixed rate of 1.2%. As at December 31, 2021 and 2020, the carrying value of the loan amounted to nil and USD29.0 million (₱1,392.7 million), respectively.



₱4,000.0 Million BPI Loan

On April 15, 2020, the Company availed a short-term loan from BPI amounting to ₱4,000.0 million subject to a variable interest rate based on three-month BVAL plus spread of 1.0%, subject to a floor of 5.0% which is payable and is reset on a quarterly basis. The principal is payable on April 10, 2021, the maturity date. On April 10, 2021, the loan agreement was extended up to October 7, 2021 and the variable interest has been updated based on three-month BVAL plus spread of 0.75%, subject to a floor of 2.0%. On October 6, 2021, the loan was refinance and converted into a five (5) year long-term debt.

Interest expense incurred related to short-term debt amounted to ₱131.3 million and ₱194.1 million in 2021 and 2020, respectively (see Note 24).

Long-term Debt

The long-term debt consists of the following:

	2021	2020
Principal	₱12,130,000,000	₱11,510,000,000
Unamortized debt issue cost	(70,314,529)	(57,438,411)
	12,059,685,471	11,452,561,589
Less current portion:		
Principal	3,255,000,000	3,380,000,000
Unamortized debt issue cost	(15,707,214)	(16,123,881)
	3,239,292,786	3,363,876,119
Noncurrent portion - net of debt issue cost	₱8,820,392,685	₱8,088,685,470

The details of long-term debt follow:

	Availment Date	Maturity Date	Interest Rate	Condition	2021	2020
PHP-denominated						
₱1,000.0 Million MBTC Loan	April 22, 2016	April 22, 2021	PDST-R2 plus spread; quarterly	Unsecured	₱—	₱124,583,333
₱1,600.0 Million MBTC Loan	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	398,400,000	796,800,000
₱2,100.0 Million BPI Loan	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	522,900,000	1,045,800,000
₱800.0 Million MUFG Loan	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	199,200,000	398,400,000
₱600.0 Million Citibank Loan	December 27, 2017	December 27, 2022	PDST-R2 plus spread; quarterly	Unsecured	149,400,000	298,800,000
₱4,200.0 Million MBTC Loan	March 27, 2018	March 27, 2025	PDST R-2 plus spread; quarterly	Unsecured	2,715,375,000	3,550,875,000
₱3,000.0 Million MBTC Loan	May 11, 2018	May 11, 2025	PDST R-2 plus spread; quarterly	Unsecured	2,089,017,613	2,685,803,256
₱2,700.0 Million MBTC Loan	August 15, 2018	August 15, 2025	PDST-R2 plus spread; quarterly	Unsecured	2,014,392,858	2,551,500,000
₱4,000.0 Million BPI Loan	October 06, 2021	October 07, 2026	BVAL plus spread; quarterly	Unsecured	3,971,000,000	—
					12,059,685,471	11,452,561,589
Less current portion - net of debt issue costs of ₱15.7 million and ₱16.1 million in 2021 and 2020, respectively					3,239,292,786	3,363,876,119
					₱8,820,392,685	₱8,088,685,470

₱4,000.0 Million BPI Loan

On October 6, 2021, the Company availed a 5-year unsecured loan acquired from a local bank amounting to ₱4,000.0 million split into two (2) tranches. The first tranche is subject to a floating rate based on PHP BVAL Reference Rate for three (3) months tenor plus spread of 0.75% or to an interest rate floor equal to the BSP Reverse Repurchase Rate. The second tranche is subject to a fixed rate of 3.9765% per annum. The Parent Company incurred debt issue cost of ₱30.0 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan is ₱3,971.0 million, net of unamortized debt issue cost of ₱29.0 million, as at December 31, 2021.



The future expected principal settlements of the long-term debt as at December 31 follow:

	2021	2020
2021	₱—	₱3,380,000,000
2022	3,255,000,000	3,255,000,000
2023	2,980,000,000	1,980,000,000
2024	2,980,000,000	1,980,000,000
2025	1,915,000,000	915,000,000
2026	1,000,000,000	—
	₱12,130,000,000	₱11,510,000,000

Debt Issue Cost

The movements in unamortized debt issue cost as at December 31 are as follows:

	2021	2020
Balance at beginning of year	₱57,438,411	₱74,145,625
Addition	30,000,000	—
Amortization	(17,123,882)	(16,707,214)
Balance at end of year	₱70,314,529	₱57,438,411

Interest expense incurred related to long-term debt amounted to ₱250.1 million and ₱420.4 million in 2021 and 2020, respectively, which include amortization of debt issue cost amounting to ₱17.1 million and ₱16.7 million in 2021 and 2020, respectively (see Note 24).

Accrued interest expense included in “Trade payables and other current liabilities” account amounted to ₱40.2 million and ₱74.3 million as at December 31, 2021 and 2020, respectively (see Note 16).

Debt Covenants

The Company is subject to certain debt covenants which include, among others, maintaining a Debt-to-Equity ratio, Debt-to-EBITDA ratio and Debt-to-Service Coverage Ratio. In 2020, the Debt-to-EBITDA ratio and Debt-to-Service Coverage Ratio were waived until December 31, 2021. Except for the ratios covered by the waiver, the Company is in compliance with the applicable debt covenants as at December 31, 2021 and 2020.

19. Equity

a. Preferred Stock

On May 11, 2021, the BOD of the Parent Company approved the amendment to the Seventh Article of the AOI of the Parent Company to reclassify 20,000,000 unissued common shares, with par value of ₱1.00 per share, out of the authorized capital stock of the Parent Company, into 20,000,000 cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, with a par value of ₱1.00 per share and the Parent Company’s plans to issue peso-denominated preferred shares within 2021. The amount of the planned preferred shares issuance is estimated at ₱8,000.0 million.

The issuance of the preferred shares was approved by the Parent Company’s shareholders during the Parent Company’s annual stockholders’ meeting on June 25, 2021, and is subject to the approval of the Philippine SEC.



On September 24, 2021, the Philippine SEC approved the shelf registration in the Philippines of 20,000,000 cumulative, non-voting, non-participating, non-convertible, redeemable, peso-denominated perpetual preferred shares to be offered within a period of three (3) years from the date of effectivity of the registration statement and granted the Parent Company the permit to sell 8,000,000 preferred shares and an over subscription option of up to 4,000,000 preferred shares, at an offer price of ₱1,000 per share in two (2) series: Preferred Shares-Series A and Series B with a dividend rate of 3.2821% and 4.2405% per annum, respectively.

On October 14, 2021, the Parent Company issued Preferred Shares-Series A and Series B totaling to 3,000,000 shares and 9,000,000 shares, respectively. The preferred shares were listed in the Philippine Stock Exchange on the same day.

The total number of shareholders of the Parent Company for Preferred Shares-Series A and Series B is 3 and 4, respectively, as at December 31, 2021.

b. Common Stock

The movements in this account are as follows:

	2021	2020
Authorized - ₱1 par value		
Balance at beginning of year	₱1,450,000,000	₱1,450,000,000
Reclassification to preferred shares	(20,000,000)	—
Balance at end of year	₱1,430,000,000	₱1,450,000,000
Issued and subscribed 1,109,673,751 shares in 2021 and 1,105,078,938 shares in 2020:		
Balance at beginning of the year	₱1,122,256,822	₱1,110,148,458
Issuances during the year	2,085,295	12,108,364
Balance at end of year	1,124,342,117	1,122,256,822
Subscription receivables	(17,177,884)	(17,177,884)
	₱1,107,164,233	₱1,105,078,938

The Company's common stock held in treasury consists of 16,447,340 shares costing ₱180.5 million as at December 31, 2021 and 2020.

As required by Revised SRC Rule 68, below is the summary of the Company's track record of registration of securities.

	Number of Shares Registered	Issue/Offer Price	Date of Approval	Number of Holders of Securities as at December 31	
				2021	2020
Common shares	75,000,000	₱9	June 21, 1993	2,981	2,999
Preferred shares - A	3,000,000	₱1,000	September 24, 2021	3	—
Preferred shares - B	9,000,000	₱1,000	September 24, 2021	4	—



20. Retained Earnings

Cash dividend declarations for 2021 and 2020 follow:

Declaration Date	Record Date	Payment Date	Cash Dividend per Share	Total Cash Dividends Declared
2021				
Common shares				
April 8	April 26	May 12	₱0.78	₱861,054,353
November 8	November 23	December 14	0.89	984,024,955
			₱1.67	₱1,845,079,308
Preferred Shares - Series A				
December 7	December 23	January 14, 2022	₱8.21	₱24,615,750
Preferred Shares - Series B				
December 7	December 23	January 14, 2022	₱10.60	₱95,411,250
2020				
April 7	April 27	May 22	₱0.62	₱680,527,691
November 9	November 24	December 14	0.68	750,562,026
			₱1.30	₱1,431,089,717

The Company has a cash dividend policy of declaring one-third of its net income for the year as cash dividends payable to all common stockholders. It uses its best estimate of its net income as basis for declaring such cash dividends. Actual cash dividends per share declared as a percentage of the consolidated basic earnings per share of the JFC Group are 31.5% and 12.4% in 2021 and 2020, respectively.

Preferred Shares-Series A and Series B shareholders, subject to the discretion of the BOD to the extent permitted by law, are entitled to dividends. If cash dividends are declared, cash dividends shall be as follows:

- Preferred Shares-Series A shall be at the fixed rate of 3.2821% per annum; and,
- Preferred Shares-Series B shall be at the fixed rate of 4.2405% per annum.

Cash dividends on Preferred Shares-Series A and Series B will be payable quarterly.

An important part of the Company's growth strategy is the acquisition of new businesses in the Philippines and abroad. Examples were acquisitions of 85% of Yonghe King in 2004 in PRC (₱1,200.0 million), 100% of Red Ribbon in 2005 (₱1,700.0 million), the remaining 20% minority share in Greenwich in 2007 (₱384.0 million), the remaining 15% share of Yonghe King in 2007 (₱413.7 million), 100% of Hong Zhuang Yuan restaurant chain in PRC in 2008 (₱2,600.0 million), 70% of Mang Inasal in 2010 (₱2,976.2 million), 100% of Chowking US operations in 2011 (₱693.3 million), 48% of WJ Investments Limited in 2012 (₱98.0 million), 40% of SJBF LLC, the parent company of the entities comprising the Smashburger in USA in 2015 (₱4,812.8 million, including transaction costs), the remaining 30% minority share each in Mang Inasal (₱2,000.0 million) and HBFPPPL (₱514.9 million) in 2016, 30% of C-Joy Poultry in 2016 (₱233.4 million), 30% of C-Joy Realty in 2016 (₱10.6 million), 100% of GSC in 2016 (₱8.6 million), acquisition of additional 10% of SuperFoods Group in 2017 (₱2,712.7 million), the



remaining 60% of SJBFL LLC in 2018 (P5,735.8 million), 80% of The Coffee Bean & Tea Leaf (P17,098.7 million) in 2019 and the remaining 30% minority share in Smashburger Long Island (P95.8 million) in 2020.

The Company plans to continue to make substantial acquisitions in the coming years. The Company uses its cash generated from operations and from debt financing to finance these acquisitions and capital expenditures. These limit the amount of cash dividends that the Company can declare and pay, resulting to a level of retained earnings higher than the paid-in capital stock.

Details of the appropriated retained earnings as at December 31 follow:

Projects	2021		2020	
	Timeline	Amount	Timeline	Amount
Capital expenditures	2022	P18,700,000,000	2019-2024	P12,000,000,000
Acquisition of businesses	—	—	2019-2024	8,000,000,000
		P18,700,000,000		P20,000,000,000

On December 7, 2021, the BOD approved the release of previously approved appropriated retained earnings in 2018 amounting to P20,000.0 million. On the same day, the BOD approved the appropriation of P18,700.0 million from the Parent Company's unappropriated retained earnings for capital expenditures in 2022.

The unappropriated retained earnings of the Company is also restricted for the payment of dividends to the extent of the cost of common stock held in treasury amounting to P180.5 million as at December 31, 2021 and 2020. The Company's retained earnings available for dividend declaration, determined based on the guidelines provided by the SEC, is presented in the consolidated financial statements filed with the SEC.

21. Revenues

Set out below is the disaggregation of the Company's revenue from contracts with customers for the year ended December 31:

Revenue Source	2021		
	Food Service	Franchising	Total
Sale of goods	P19,802,786,327	P—	P19,802,786,327
Royalty and set-up fees	—	5,449,519,682	5,449,519,682
Service revenue and others	3,042,453,799	—	3,042,453,799
	22,845,240,126	5,449,519,682	28,294,759,808
PFRS 15 impact on system-wide advertising fees	—	1,690,323,614	1,690,323,614
Total revenue from contracts with customers	P22,845,240,126	P7,139,843,296	P29,985,083,422

Timing of recognition:

Goods transferred at a point in time	P29,967,823,422
Services transferred over time	17,260,000
	P29,985,083,422

Revenue Source	2020		
	Food Service	Franchising	Total
Sale of goods	P18,073,761,408	P—	P18,073,761,408
Royalty and set-up fees	—	4,219,147,522	4,219,147,522
Service revenue and others	3,064,665,481	—	3,064,665,481
	21,138,426,889	4,219,147,522	25,357,574,411
PFRS 15 impact on system-wide advertising fees	—	1,170,323,709	1,170,323,709
Total revenue from contracts with customers	P21,138,426,889	P5,389,471,231	P26,527,898,120



Revenue Source	2020		Total
	Food Service	Franchising	
Timing of recognition:			
Goods transferred at a point in time			₱26,520,028,120
Services transferred over time			7,870,000
			₱26,527,898,120

Contract liabilities, net of current portion, amounted to ₱164.7 million and ₱49.8 million as at December 31, 2021 and 2020, respectively. The current portion of contract liabilities amounted to ₱46.8 million and ₱341.3 million as at December 31, 2021 and 2020, respectively (see Note 16).

Net Sales. Net sales pertain to sale of inventories less sales discounts for the years ended December 31, 2021 and 2020.

Royalty and Set-up Fees. The Company has existing Royalty and Service Agreements with certain subsidiaries and independent franchisees for the latter to operate QSR outlets under the “Jollibee” concept and trade name. In consideration thereof, the franchisees agree to pay set-up fees and monthly royalty fees equivalent to a certain percentage of the subsidiaries and independent franchisees’ net sales.

Contract Liabilities. The Company receives fees from independent franchisees pertaining to their share in the local store marketing charges which will be incurred in the subsequent year. The Company also receives set-up fees from independent franchisees to operate QSR outlets under the “Jollibee” concept and trade name and is recognized as revenue over the period of the franchise.

22. Cost of Sales and Services

This account consists of:

	2021	2020
Cost of Sales		
Cost of inventories (see Note 29)	₱8,843,447,612	₱8,275,633,289
Personnel expenses:		
Salaries, wages and employee benefits	1,234,191,526	1,528,787,668
Pension expense (see Note 27)	41,428,601	56,338,085
Contracted services	1,273,510,748	1,227,704,059
Depreciation and amortization for:		
Right-of-use assets (see Note 30)	756,249,084	821,432,906
Property, plant and equipment and investment properties (see Notes 11 and 13)	665,318,721	911,518,153
Electricity and other utilities	719,073,230	769,098,184
Freight	685,166,653	418,925,117
Supplies	428,012,788	387,677,137
Repairs and maintenance	233,074,325	232,317,236
Security and janitorial	217,860,321	224,919,349
Taxes and licenses	47,426,919	47,389,653

(Forward)



	2021	2020
Transportation and travel	₱34,166,541	₱46,967,303
Rent (see Notes 29 and 30)	(25,800,018)	(31,967,591)
Communication	20,387,209	24,585,178
Service fees (see Note 29)	11,444,443	8,472,669
Loss on retirement of property, plant and equipment and intangible assets (see Notes 11 and 12)	7,379,014	—
Representation and entertainment	4,669,663	13,913,476
Professional fees	1,122,791	672,828
Others	932,570,295	693,474,009
	16,130,700,466	15,657,858,708
Cost of Services		
Advertising expense (Note 29)	1,783,734,536	1,121,999,351
Cost of labor and materials	448,139,759	379,772,550
Depreciation and amortization (see Notes 11 and 13)	47,340,405	47,608,262
Service fees (see Note 29)	41,992,145	47,542,919
Taxes and licenses	8,115,178	9,421,752
Rent (see Note 30)	5,787,848	6,692,842
Professional fees	—	151,611
Others	1,807,053	1,880,661
	2,336,916,924	1,615,069,948
	₱18,467,617,390	₱17,272,928,656

Others consist of delivery costs, supplies and Company's share in common usage area and insurance.

23. General and Administrative Expenses

This account consists of:

	2021	2020
Personnel expenses:		
Salaries, wages and employee benefits	₱2,486,812,154	₱3,084,763,493
Stock options expense (see Note 28)	119,113,259	161,089,923
Pension expense (see Note 27)	130,777,826	39,918,659
Service and management fees (see Note 29)	1,075,220,223	1,192,829,969
Taxes and licenses	395,396,457	174,455,262
Professional fees	330,817,255	315,661,310
Depreciation and amortization for:		
Property, plant and equipment, intangible assets, and investment properties (see Notes 11, 12 and 13)	238,193,610	294,700,111
Right-of-use assets (see Note 30)	17,968,769	21,430,687
Provision for (reversal of) impairment losses on:		
Property, plant and equipment (see Note 11)	(131,614,247)	199,918,477
Trade receivables (see Note 6)	57,146,358	83,864,453
Inventories (see Note 7)	(6,806,737)	131,774,411
Interests in joint ventures and associates (see Note 10)	—	773,892,486
Rent (see Notes 29 and 30)	103,840,001	84,722,562

(Forward)



	2021	2020
Repairs and maintenance	₱91,088,694	₱89,310,925
Communication	68,128,835	129,880,494
Corporate events, research and others	61,050,353	278,479,047
Transportation and travel	54,219,955	158,387,190
Donations (see Note 29)	46,654,563	250,322,648
Loss on retirement of property, plant and equipment and intangible assets (see Notes 11 and 12)	43,177,749	57,687,832
Trainings and seminars	39,337,094	60,809,522
Subscriptions	38,279,911	22,590,527
Association dues	35,065,633	34,505,858
Electricity and other utilities	22,107,322	26,385,621
Contracted services	22,093,804	331,430,023
Representation and entertainment	14,671,942	10,927,726
Delivery charges	13,419,380	17,554,167
Supplies	13,281,054	10,304,655
Insurance	6,391,859	17,792,853
Security and janitorial	4,933,754	2,093,944
Provisions and contingencies (Note 17)	—	828,391,537
Others	362,882,929	499,888,605
	₱5,753,649,759	₱9,385,764,977

Others consist of building charges, amortization of debt issue costs, disallowed input vat on exempt sales and licenses.

24. Interest Income (Expense)

The Company's interest income and expenses consist of:

	2021	2020
Interest income:		
Advances to related parties (see Note 29)	₱217,994,071	₱231,457,754
Accretion of interest on refundable deposits and employee car plan receivables (see Note 15)	16,317,823	9,987,596
Cash and cash equivalents (see Note 5)	6,928,123	14,304,274
	241,240,017	255,749,624
Interest expense:		
Short-term and long-term debt (see Note 18)	(381,455,373)	(614,537,850)
Lease liabilities (see Note 30)	(336,193,882)	(365,350,451)
Due to related parties (see Note 29)	(49,079,502)	(8,059,509)
Accretion of interest on customers' deposits (see Note 16)	(31,088)	(41,043)
	(766,759,845)	(987,988,853)
	(₱525,519,828)	(₱732,239,229)



25. Other Income - Net

This account consists of:

	2021	2020
Write-off of long-outstanding liabilities	₱675,807,021	₱1,033,390,515
Pre-termination of lease (see Note 30)	166,141,922	82,683,680
Net foreign exchange gain (loss) (see Note 31)	137,452,793	(178,438,801)
Dividend income (see Note 29)	90,000,000	80,000,000
Net unrealized gain on financial assets at FVTPL (see Note 9)	24,718,197	78,536,876
Net loss on disposals of property, plant and equipment (see Note 11)	(12,512,767)	(31,193,261)
Insurance claims	6,441,565	12,188,607
Guarantee fee income (see Note 29)	1,392,194	3,740,086
Others	57,147,800	62,137,359
	₱1,146,588,725	₱1,143,045,061

In the normal course of business, the Company accrues liabilities based on management's best estimate of costs incurred, particularly in cases when the Company has not yet received final billings from suppliers and vendors. There are also ongoing negotiations and reconciliations with suppliers and vendors on certain liabilities recorded. These balances are continuously reviewed by management and are adjusted based on these reviews, resulting to write-off of certain liabilities as other income.

Others consist mainly of income from charges to truckers and suppliers and salary charges for borrowed staff.

26. Income Taxes

The provision for current income tax consists of the following:

	2021	2020
Final taxes on:		
Royalty fees	₱1,015,347,404	₱787,227,074
Interest income	1,051,844	2,230,385
RCIT in 2021 and MCIT in 2020	208,062,725	147,004,665
Deficiency basic income tax payments	—	8,542,374
	₱1,224,461,973	₱945,004,498

The details of the Company's deferred tax assets and liabilities are as follows:

	2021	2020
Deferred tax assets:		
Lease liabilities	₱1,390,550,142	₱1,793,716,879
NOLCO	437,739,140	707,880,558
Pension liability	340,089,816	472,258,202
Excess of MCIT over RCIT	329,223,812	610,788,869

(Forward)



	2021	2020
Provision for bonus	₱137,691,347	₱6,541,122
Cost of stock options	86,344,239	51,197,008
Provisions	54,797,779	65,757,334
Contract liability	46,395,000	22,119,000
Allowance for impairment losses on:		
Receivables	41,305,292	32,422,443
Inventories	34,061,665	42,916,019
Property, plant, equipment and other assets	17,736,828	61,236,227
Unrealized foreign exchange loss	28,308,310	118,987,475
Unaccrued discount on:		
Employee car plan receivables	6,542,963	1,180,653
Refundable deposits	945,394	6,585,634
Unamortized past service cost	811,675	1,134,469
	2,952,543,402	3,994,721,892
Deferred tax liabilities:		
Right-of-use assets	1,034,449,673	1,345,080,070
Unrealized foreign exchange gain	84,051,371	78,094,528
Operating lease receivables	15,688,829	8,151,122
Prepaid rent	13,953,745	16,901,800
Net unrealized gain on financial assets at FVTPL	2,748,000	26,666,063
Deferred compensation expense	1,367,593	2,108,312
	1,152,259,211	1,477,001,895
	₱1,800,284,191	₱2,517,719,997

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

The Company has incurred NOLCO before taxable year 2020 which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Year Incurred	Availment Period	Amount Incurred	Amount Applied	Balance at Reporting Date
2019	2020-2022	₱519,197,745	(₱519,197,745)	₱-

The Company has incurred NOLCO in taxable year 2020 which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover As One Act, as follows:

Year Incurred	Availment Period	Amount Incurred	Effect of CREATE Law	Amount Applied	Balance at Reporting Date
2020	2021-2025	₱1,840,404,115	₱724,869	(₱90,172,422)	₱1,750,956,562



As at December 31, 2021, the Company's excess MCIT over RCIT, which can be carried forward and claimed as tax credit against RCIT due are as follows:

Year Incurred	Expiry	Amount Incurred	Effect of CREATE Law	Balance at Reporting Date
2020	2023	₱147,004,665	(₱36,751,166)	₱110,253,499
2019	2022	218,970,313	—	218,970,313
		₱365,974,978	(₱36,751,166)	₱329,223,812

The movements in NOLCO and MCIT are as follows:

	2021	2020
NOLCO:		
Balance at beginning of year	₱2,359,601,860	₱519,197,745
Addition	—	1,840,404,115
Applied	(609,370,167)	—
Effect of CREATE Law	724,869	—
Balance at end of year	₱1,750,956,562	₱2,359,601,860
MCIT:		
Balance at beginning of year	₱610,788,869	₱654,417,808
Addition	—	147,004,664
Applied	(244,813,891)	—
Expired	—	(190,633,603)
Effect of CREATE Law	(36,751,166)	—
Balance at end of year	₱329,223,812	₱610,788,869

President Rodrigo Duterte signed into law on March 26, 2021 the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It took effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation on April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact to the Company:

- Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5 million and with total assets not exceeding ₱100 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.
- MCIT rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.
- Imposition of improperly accumulated earnings tax (IAET) is repealed.
- For investments prior to effectivity of CREATE:
 - Registered business enterprises granted only an income tax holiday (ITH) – can continue with the availment of the ITH for the remaining period of the ITH.



Applying the provisions of the CREATE Act, the Company has been subjected to the lower RCIT rate of 25% of taxable income or the reduced MCIT rate of 1% of gross income, effective July 1, 2020. Likewise, the impact on the December 31, 2020 consolidated balances had the CREATE Act been substantially enacted as of then, that were adjusted in 2021, are as follows:

Parent Company Statement of Financial Position

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Prepaid taxes	₱36.8
Deferred tax assets	(600.6)
Deferred tax liabilities	(245.9)
Remeasurement loss on net defined benefit plan	55.3
Additional paid-in capital	0.5

Parent Company Statement of Comprehensive Income

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Provision for current income tax	(₱36.8)
Provision for deferred income tax	298.8
Other comprehensive income	55.3

The reconciliation between provision for income tax computed using income before income tax at the statutory tax rate of 25% and 30% in 2021 and 2020, respectively, with the provision for income tax as shown in the parent company statement of comprehensive income are as follows:

	2021	2020
Provision for income tax at statutory tax rate	₱1,639,199,497	₱137,890,198
Tax effects of:		
Effect of CREATE Law	262,062,572	—
Effect of different tax rates for royalty fees and interest income	(254,157,089)	(394,728,783)
Dividend income	(22,500,000)	(24,000,000)
Tax effect of MSOP and ELTIP	(22,089,442)	122,409,525
Intrinsic value of stock options exercised	(6,163,282)	(126,585,051)
Nondeductible expenses	5,274,325	493,295,962
Intrinsic value of stock options exercised	(6,163,282)	(126,585,051)
Effect of different tax rates for capital gains	644,000	661,500
Expired MCIT and NOLCO	—	190,633,603
	₱1,602,270,581	₱399,576,954

27. Pension Liability

The Company has a funded, independently administered, non-contributory defined benefit retirement plan covering all regular and permanent employees with benefits based on years of service and latest compensation. The plan provides for a lump sum benefit payment upon retirement.

The funds are administered by a trustee bank. Subject to the specific instructions provided by the Company in writing, the Company directs the trustee bank to hold, invest and reinvest the funds, and keep the same invested, in its sole discretion, without distinction between principal and income, but not limited to, certain government securities and bonds, quoted equity securities, and short-term fixed income securities.



The existing regulatory framework, Republic Act No. 7641, Retirement Pay Law, requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The following tables summarize the components of "Pension expense", included under "Cost of sales and services" and "General and administrative expenses" accounts in the parent company statements of comprehensive income and "Pension liability" account in the parent company statements of financial position, which are based on the latest actuarial valuation.

Changes in pension liability of the Company in 2021 are as follows:

	Present Value of Defined Benefit Plan	Fair Value of Plan Assets	Pension Liability
At January 1, 2021	₱2,847,890,684	₱1,273,696,677	₱1,574,194,007
Net pension expense (see Notes 22 and 23):			
Current service cost	191,086,620	—	191,086,620
Net interest	99,032,650	45,853,080	53,179,570
Settlement loss (gain)	(72,059,763)	—	(72,059,763)
	218,059,507	45,853,080	172,206,427
Benefits paid	(96,772,206)	(96,772,206)	—
Settlements paid from plan assets	(26,549,973)	(26,549,973)	—
Remeasurements in OCI:			
Actuarial changes due to experience	55,596,498	—	55,596,498
Actuarial changes arising from changes in financial assumptions	(305,021,431)	—	(305,021,431)
Return on plan assets (excluding amount included in net interest)	—	(58,285,811)	58,285,811
	(249,424,933)	(58,285,811)	(191,139,122)
Contributions	—	198,330,000	(198,330,000)
Net transferred liability in/out:			
Transferred in	6,842,593	—	6,842,593
Transferred out	(3,414,641)	—	(3,414,641)
	3,427,952	—	3,427,952
At December 31, 2021	₱2,696,631,031	₱1,336,271,767	₱1,360,359,264

Changes in pension liability of the Company in 2020 are as follows:

	Present Value of Defined Benefit Plan	Fair Value of Plan Assets	Pension Liability
At January 1, 2020	₱2,856,759,302	₱1,651,379,851	₱1,205,379,451
Net pension expense (see Notes 22 and 23):			
Current service cost	200,710,037	—	200,710,037
Net interest	129,668,045	71,831,750	57,836,295
Settlement loss (gain)	(162,289,588)	—	(162,289,588)
	168,088,494	71,831,750	96,256,744
Benefits paid	(167,121,780)	(167,121,780)	—
Settlements paid from plan assets	(313,105,127)	(313,105,127)	—

(Forward)



	Present Value of Defined Benefit Plan	Fair Value of Plan Assets	Pension Liability
Remeasurements in OCI:			
Actuarial changes arising from changes in financial assumptions	(P50,487,575)	P—	(P50,487,575)
Actuarial changes due to experience	354,137,030	—	354,137,030
Return on plan assets (excluding amount included in net interest)	—	30,711,983	(30,711,983)
	303,649,455	30,711,983	272,937,472
Net transferred liability in/out:			
Transferred in	6,501,133	—	6,501,133
Transferred out	(6,880,793)	—	(6,880,793)
	(379,660)	—	(379,660)
At December 31, 2020	P2,847,890,684	P1,273,696,677	P1,574,194,007

The actual return on plan assets amounted to (P12.4 million) and P102.6 million in 2021 and 2020, respectively.

The maximum economic benefit available is a combination of expected refunds from the plan and reductions in future contributions. The overall expected rate of return on plan assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The following table sets forth the fair values, which are equal to the carrying values, of the plan assets recognized as at December 31:

	2021	2020
Cash in banks	P3,761,867	P22,230,986
Unitized Investment Trust Fund-FVTPL	87,410,452	8,014,311
Investment in debt securities	309,828,288	293,835,926
Investments in Philippine government securities:		
Fixed-rate treasury notes	546,098,349	607,432,970
Retail treasury bonds	400,937,505	345,488,028
Investments in quoted equity securities:		
Holding firms	168,872,639	183,174,887
Property	123,657,064	115,754,341
Banks	102,198,166	82,794,250
Telecommunication and IT	53,495,556	26,764,200
Food and beverage	45,098,788	39,368,790
Electricity, energy, power and water	37,150,935	15,672,630
Transportation services	32,356,000	19,048,640
Retail	11,352,770	11,675,190
Others	1,864,107	188,500
Interest and dividends receivable	13,302,884	16,890,188
Fund liabilities (see Note 29)	(601,113,603)	(514,637,160)
	P1,336,271,767	P1,273,696,677

The plan's assets and investments consist of the following:

- Investments in debt securities consist of long-term corporate bonds in the property sector, which bear interest ranging from 2.75% to 6.30% maturing from April 2022 to November 2028;



- Investments in government securities which consist of retail treasury bonds that bear interest from 2.375% to 6.25% and have maturities from December 2022 to June 2027 and fixed-rate treasury notes that bear interest ranging from 2.375% to 8.5% and have maturities from January 2022 to November 2032;
- Investments in shares of stocks listed in the Philippine Stock Exchange; and,
- Other financial assets held by the retirement plan are primarily accrued interest income on cash and cash equivalents, debt instruments and other securities.
- Fund liabilities pertain to the advances made by the Company for payments made to retired employees and accruals for trust fees.

The principal assumptions used to determine pension liability as at December 31 are as follows:

	2021	2020
Discount rate	4.90%	3.60%
Salary increase rate	6.00%	6.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the present value of the defined benefit obligation as at the end of the reporting period, assuming all other assumptions were held constant:

	Increase (Decrease) in Basis Points	2021	2020
Discount rate	50	(P102,222,854)	(P121,328,052)
	(50)	110,161,176	131,589,979
Salary increase rate	50	108,443,531	127,861,262
	(50)	(101,662,520)	(119,227,669)

The Company does not have a formal asset-liability matching strategy. The overall investment policy and strategy of the retirement plan is based on the Company suitability assessment, as provided by its trustee bank, in compliance with the Bangko Sentral ng Pilipinas requirements. It does, however, ensure that there will be sufficient assets to pay the retirement benefits as they fall due while attempting to mitigate the various risks of the plan.

The average duration of the defined benefit obligation is 10 years as at December 31, 2021 and 2020.

Shown below is the maturity analysis of the undiscounted benefit payments as at December 31:

	2021	2021
Less than 1 year	P671,738,676	P696,300,413
More than 1 year to 5 years	876,658,778	772,668,536
More than 5 years to 10 years	1,257,355,975	1,268,430,189
More than 10 years to 15 years	1,468,348,852	1,322,700,142
More than 15 years to 20 years	1,537,086,115	1,420,893,499
More than 20 years	2,864,963,013	3,261,048,834



28. Stock Options Plan

Senior Management Stock Option and Incentive Plan

On January 10, 2017 and December 17, 2002, the SEC approved the exemption requested by the Company on the registration requirements of 31,500,000 and 101,500,000 options, respectively, underlying the Company's common shares to be issued pursuant to the Company's Senior Management Stock Option and Incentive Plan (the Plan). The Plan covers selected key members of management of the Company, certain subsidiaries and designated affiliated entities.

The Plan is divided into two programs, namely, the MSOP and the Executive Long-term Incentive Program (ELTIP). The MSOP provides a yearly stock option grant program based on company and individual performance while the ELTIP provides stock ownership as an incentive to reinforce entrepreneurial and long-term ownership behavior of participants.

MSOP. The MSOP is a yearly stock option grant program open to members of the senior management committee of the Company and members of the management committee, key talents and designated consultants of some of the business units.

Each MSOP cycle refers to the period commencing on the MSOP grant date and ending on the last day of the MSOP exercise period. Vesting is conditional on the employment of the employee-participants in the Company within the vesting period. The options will vest at the rate of one-third of the total options granted on each anniversary of the MSOP grant date until the third anniversary.

The exercise price of the stock options is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of grant for the 1st to the 7th MSOP cycle. Starting with the 8th MSOP cycle, the exercise price of the options is determined by the Company with reference to the closing market price as at date of grant.

The options will vest at the rate of one-third of the total options granted from the start of the grant date on each anniversary date which will start after a year from the grant date. For instance, under the 1st MSOP cycle, the Compensation Committee of the Company granted 2,385,000 options to eligible participants on July 1, 2004. One-third of the options granted, or 795,000 options, vested and may be exercised starting July 1, 2005. The exercise period for the 1st MSOP cycle was until June 30, 2012. From July 1, 2005 to September 25, 2020, the Compensation Committee granted series of MSOP grants under the 2nd to 17th MSOP cycle to eligible participants. Under the most recent grant on August 5, 2021, the 18th MSOP cycle, the Compensation Committee granted 4,219,250 options. These options vest similar to the 1st MSOP cycle.

The options under MSOP expire eight years after grant date. The 1st, 2nd, 3rd 4th, 5th, 6th, 7th, 8th, 9th and 10th MSOP cycles expired in 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020 and 2021, respectively.

The Company does not pay cash as a form of settlement.



The movements in the number of stock options outstanding under MSOP and related weighted average exercise prices (WAEP) for the years ended December 31, 2021 and 2020 follow:

	2021		2020	
	Number of options	WAEP	Number of options	WAEP
Total options granted as at beginning of year	56,922,204	₱118.03	52,715,144	₱116.43
Options granted during the year	4,219,250	189.60	4,207,060	138.00
Total options granted as at end of year	61,141,454	₱122.96	56,922,204	₱118.03
Outstanding at beginning of year	19,415,930	₱191.22	17,905,148	₱200.38
Options granted during the year	4,219,250	189.60	4,207,060	138.00
Options exercised during the year	(2,031,961)	154.66	(1,223,364)	112.70
Options forfeited during the year	(618,234)	188.72	(1,472,914)	215.80
Outstanding at end of year	20,984,985	₱194.51	19,415,930	₱191.22
Exercisable at end of year	13,220,262	₱206.69	12,624,653	₱201.00

The weighted average share price was ₱200.38 and ₱147.16 in 2021 and 2020, respectively. The weighted average remaining contractual life for the stock options outstanding is 4.73 years and 4.70 years as at December 31, 2021 and 2020, respectively.

The weighted average fair value of stock options granted is ₱48.71 and ₱33.84 in 2021 and 2020, respectively. The fair value of the share options as at grant date is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the expiry date.

The inputs to the model used for the options granted on the dates of grant for each MSOP cycle are shown below:

MSOP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1 st	2004	1.72%	36.91%	6.20%	5-7 years	₱24.00	₱20.00
2 nd	2005	1.72%	36.91%	6.20%	5-7 years	29.00	27.50
3 rd	2006	1.72%	36.91%	6.20%	5-7 years	35.00	32.32
4 th	2007	1.70%	28.06%	6.41%	3-4 years	52.50	50.77
5 th	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
6 th	2009	2.00%	30.37%	5.28%	3-4 years	48.00	45.45
7 th	2010	2.00%	29.72%	5.25%	3-4 years	70.00	57.77
8 th	2011	2.00%	34.53%	4.18%	3-4 years	89.90	89.90
9 th	2012	2.00%	28.72%	3.50%	3-4 years	107.90	107.90
10 th	2013	2.00%	29.38%	2.68%	3-4 years	145.00	145.00
11 th	2014	2.00%	24.87%	2.64%	3-4 years	179.80	179.80
12 th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00
13 th	2016	2.00%	17.76%	2.63%	3-4 years	236.00	236.00
14 th	2017	2.00%	16.70%	3.92%	3-4 years	206.20	206.20
15 th	2018	2.00%	28.98%	4.95%	3-4 years	245.00	245.00
16 th	2019	2.00%	27.65%	4.18%	3-4 years	219.00	219.00
17 th	2020	2.00%	35.17%	2.40%	3-4 years	138.00	138.00
18 th	2021	1.70%	36.19%	2.29%	3-4 years	189.60	189.60

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.



ELTIP. The ELTIP entitlement is given to members of the senior management committee and designated consultants of the Company.

Each ELTIP cycle refers to the period commencing on the ELTIP entitlement date and ending on the last day of the ELTIP exercise period. Actual grant and vesting are conditional upon achievement of the JFC Group's medium to long-term goals and individual targets in a given period, and the employment of the employee-participants in the Company within the vesting period. If the goals are achieved, the options will be granted. For the 3rd ELTIP cycle, a percentage of the options to be granted are based on the percentage of growth in annual earnings per share such that 100%, 50% or 25% of the options are granted when percentage of growth in annual earnings per share are 12% and above, 10% to less than 12% or 8% to less than 10%, respectively. For the 4th ELTIP cycle, the percentage of the options to be granted and the target percentage of growth in annual earnings per share have been revised such that 150%, 100% or 50% of the options granted when percentage of growth in annual earnings per share are 15% and above, 12% to less than 15% or 10% to less than 12%, respectively.

The exercise price of the stock options under ELTIP is determined by the Company with reference to the prevailing market prices over the three months immediately preceding the date of entitlement for the first and second ELTIP cycles. Starting with the 3rd ELTIP cycle, the exercise price of the option is determined by the Company with reference to the closing market price as at date of the entitlement.

The options will vest at the rate of one-third of the total options granted on each anniversary date which will start after the goals are achieved. For instance, on July 1, 2004, the Compensation Committee gave an entitlement of 22,750,000 options under the 1st ELTIP cycle to eligible participants. One-third of the options granted, or 7,583,333 options, vested and were exercised starting July 1, 2007 until June 30, 2012. On July 1, 2008, October 19, 2012, August 25, 2015 and January 3, 2018, entitlement to 20,399,999, 24,350,000, 11,470,000 and 9,290,000 options were given to eligible participants under the 2nd, 3rd, 4th and 5th ELTIP cycles, respectively.

The stock options granted under the 1st, 2nd and 3rd ELTIP cycles expired on June 30, 2012, April 30, 2017 and April 30, 2020, respectively, while the stock options granted under the 4th ELTIP cycle will expire in 2023. The 5th ELTIP cycle was not granted to ELTIP participants as the JFC Group did not achieve the minimum hurdle rate of 10% of annual growth of the EPS due to the impact of the COVID-19 pandemic to JFC Group's business performance in 2020.

The Company does not pay cash as a form of settlement.

The movements in the number of stock options outstanding for the 3rd to 4th ELTIP cycles and related WAEP for the years ended December 31, 2021 and 2020 follow:

	2021		2020	
	Number of options	WAEP	Number of options	WAEP
Total options granted as at beginning and end of year	78,969,999	₱74.58	78,969,999	₱74.58
Outstanding at beginning of year	4,073,368	₱180.00	15,368,368	₱123.22
Options exercised during the year	(53,334)	180.00	(10,885,000)	105.00
Options forfeited during the year	(340,000)	180.00	(410,000)	110.56
Outstanding at end of year	3,680,034	₱180.00	4,073,368	₱180.00
Exercisable at end of year	3,680,034	₱180.00	4,073,368	₱180.00



The weighted average remaining contractual life for the stock options outstanding is 1.33 years and 2.33 years as at December 31, 2021 and 2020, respectively.

The fair value of stock options granted is ₱26.13 in 2015. There were no additional stock option grants under ELTIP in 2021 and 2020. The fair value of share options as at grant date is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the maturity date.

The inputs to the model used for the options granted on the dates of grant for each ELTIP cycle are as shown below:

ELTIP cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5 years	₱24.00	₱20.00
2nd	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
3rd	2012	2.00%	28.74%	3.60%	3-4 years	105.00	105.00
4th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The cost of the stock options charged to operations under “General and administrative expenses” account for both MSOP and ELTIP amounted to ₱119.1 million and ₱161.1 million in 2021 and 2020, respectively (see Note 23). The cost of share options for employees of the subsidiaries amounted to ₱36.4 million and ₱27.2 million in 2021 and 2020, respectively, and was recognized as additional investments in subsidiaries (see Note 10).

29. Related Party Transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Individuals owning, directly or indirectly, an interest in the voting power of the Company that give them significant influence over the enterprise; key management personnel, including directors and officers of the Company; and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In the normal course of business, the Company engages in transactions with its subsidiaries and other related parties.



The following table provides the summary of transactions that have been entered into with related parties as at and for the years ended December 31, 2021 and 2020:

Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
Subsidiaries						
Fresh N’ Famous (FNF)						
Sales	₱18,938,758	₱7,140,927	₱20,500,489	₱9,237,056	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	235,593,039	301,315,156	241,960,620	266,557,471	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	26,762,170	25,229,697	1,269,809	593,520	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	244,875,006	342,274,012	186,270,577	226,529,347	On demand; Noninterest-bearing	Unsecured; No impairment
Interest Income	19,724,957	5,810,959	3,855,528	4,939,315	On demand; Noninterest-bearing	Unsecured; No impairment
Interest expense	144,239	1,909,589	(122,603)	–	Monthly; Floating interest rate	Unsecured
Due to FNF	(150,000,000)	–	(150,000,000)	–	3-months term; Fixed interest rate	Unsecured
Due from FNF	250,000,000	400,000,000	650,000,000	400,000,000	1-year & 2-year term; Fixed interest rate	Unsecured, No impairment
Pass-on charges – Receivables	–	–	64,940,475	25,142,605	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges – Payables	–	–	(51,756)	(33,197,479)	On demand; Noninterest-bearing	Unsecured
Lease receivables	–	–	–	1,483,375	On demand; Noninterest-bearing	Unsecured; No impairment
Zenith						
Sales	80,880,065	260,326,590	816,991	15,145,307	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	93,082,927	129,976,526	83,254,068	108,381,562	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	114,911,871	108,449,309	219,848,330	145,564,044	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	759,690,602	721,090,552	702,678,916	583,566,757	On demand; Noninterest-bearing	Unsecured; No impairment
Interest income	41,853,008	67,753,671	12,893,173	29,494,674	On demand; Noninterest-bearing	Unsecured; No impairment
Purchases	8,907,693,237	8,355,106,028	(258,456,736)	(235,936,978)	On demand; Noninterest-bearing	Unsecured
Due from Zenith	–	1,450,000,000	750,000,000	1,350,000,000	6-month to 1-year term; Fixed interest rate	Unsecured; No impairment
Pass-on charges - Receivables	–	–	4,513,635	547,638	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Payables	–	–	(2,105,509)	(5,082,232)	On demand; Noninterest-bearing	Unsecured
Lease receivables	–	–	–	24,410,868	On demand; Noninterest-bearing	Unsecured; No impairment
RRBI						
Sales	824,061	390,398	739,178	338,327	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	71,811,672	95,734,169	65,927,257	78,060,077	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	5,248,615	6,317,244	901,878	185,163	On demand, Noninterest-bearing	Unsecured; No impairment
Management fee revenue	122,512,446	135,643,711	83,752,860	86,509,771	On demand; Noninterest-bearing	Unsecured; No impairment
Purchases	–	–	(1,078,581)	(1,078,581)	On demand; Noninterest-bearing	Unsecured
Interest Income	25,161,452	29,687,671	11,019,563	25,234,521	On demand; Noninterest-bearing	Unsecured; No impairment
Due from RRBI	–	700,000,000	700,000,000	700,000,000	1-year term; Fixed interest rate	Unsecured, No impairment

(Forward)



Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
Rent expense	P-	P-	P-	P-		
Pass-on charges – Receivables	–	–	18,072,740	16,346,461	On demand; Noninterest-bearing	Unsecured; No impairment
RRBH						
Interest expense	–	2,384,684	–	–	On demand; Noninterest-bearing	Unsecured
Grandworth						
Service fee revenue	7,294	9,901	6,339	64,464	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	–	2,981	–	1,159,011	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	405,694	256,570	175,709	(200,631)	On demand; Noninterest-bearing	Unsecured
Dividend income	90,000,000	–	–	–		
Rent expense	23,578,387	26,482,551	(15,424,285)	(14,729,194)	On demand; Noninterest-bearing	Unsecured
Pass-on charges – Receivables	–	–	2,732,954	1,575,000	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges – Payables	–	–	(790,180)	(3,707,543)	On demand; Noninterest-bearing	Unsecured
Freemont						
Sales	47,706,669	68,150,811	8,180,407	43,658,708	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	125,392,336	99,482,147	113,991,980	112,098,256	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	–	5,164	–	–	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	472,140,827	517,768,557	410,762,728	296,367,313	On demand; Noninterest-bearing	Unsecured; No impairment
Royalty fee income	987,054,060	861,432,188	261,840,633	421,930,207	On demand; Noninterest-bearing	Unsecured; No impairment
Advertising	329,018,020	224,713,586	–	2,122,654	On demand; Noninterest-bearing	Unsecured; No impairment
Interest income	20,610,551	21,205,479	10,113,489	21,205,479	On demand; Noninterest-bearing	Unsecured; No impairment
Dividend income	–	80,000,000	–	–		
Due from FFC	250,000,000	500,000,000	750,000,000	500,000,000	1-year & 2-year term; Fixed interest rate	Unsecured, No impairment
Pass-on charges – Receivables	–	–	107,262,200	341,342,487	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Payables	–	–	(583,526,139)	(134,894,598)	On demand; Noninterest-bearing	Unsecured
JWS						
Sales	1,766,196	25,615	–	–	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	29,484,013	40,151,724	56,750,793	50,693,775	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	35,845,535	50,409,769	8,694,117	5,652,155	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee expense	1,285,225,833	1,043,212,015	(710,547,480)	(586,874,378)	On demand; Noninterest-bearing	Unsecured
Interest expense	–	3,765,236	–	–	On demand; Noninterest-bearing	Unsecured

(Forward)



Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
Deposits from JWS	₱-	₱-	₱-	(₱24,000,000)	5 years; Noninterest-bearing	Unsecured
Pass-on charges - Receivables	-	-	2,789,586	11,313,693	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges – Payables	-	-	(69,264,239)	(1,549,838)	On demand; Noninterest-bearing	Unsecured
Mang Inasal						
Sales	361,859	186,300	100,749	104,941	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	51,549,584	51,240,514	41,157,009	34,682,755	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	8,439,015	7,608,608	3,306,981	-	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	110,758,112	107,542,050	72,250,750	29,359,563	On demand; Noninterest-bearing	Unsecured; No impairment
Interest income	3,821,009	-	2,174,940	-	On demand; Noninterest-bearing	Unsecured; No impairment
Dividend income	-	-	-	-		
Due from MIPI	300,000,000	-	300,000,000	-	2-year & 3-year term; Fixed interest rate	
Pass-on charges - Receivables	-	-	25,546,065	7,842,280	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges – Payables	-	-	-	(540,370)	On demand; Noninterest-bearing	Unsecured
PERFI						
Sales	3,760,587	1,491,678	15,540,743	15,007,826	On demand; Noninterest-bearing	Unsecured; No impairment
Service fee revenue	46,564,036	31,268,435	40,324,230	31,340,960	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	5,638,441	4,446,653	2,237,574	2,148,030	On demand; Noninterest-bearing	Unsecured; No impairment
Management fee revenue	95,872,626	93,572,500	64,634,233	72,073,971	On demand; Noninterest-bearing	Unsecured; No impairment
Interest income	57,182,567	89,529,616	184,646,335	140,417,046	On demand; Noninterest-bearing	Unsecured; No impairment
Due from PERFI	-	-	1,618,000,000	1,618,000,000	5 years; Interest-bearing	Unsecured; No impairment
Pass-on charges - Receivables	-	-	68,758,453	65,248,006	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Payables	-	-	(18,050)	-	On demand; Noninterest-bearing	Unsecured
PERF MOA Pasay, Inc.						
Service fee revenue	1,844	106,009	-	5,329	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	-	1,035	-	-		
PERF Trinoma, Inc.						
Sales	7,007	4,247	-	-		
Service fee revenue	2,212	94,085	181	181	On demand; Noninterest-bearing	Unsecured; No impairment
Rent revenue	-	1,035	-	-		
Adgraphix						
Marketing collaterals	10,793,579	8,854,410	(42,792,602)	(31,999,022)	On demand; Noninterest-bearing	Unsecured

(Forward)



Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
Chanceux, Inc.						
Due from Chanceux	₱—	₱—	₱44,400	₱44,400	On demand; Noninterest-bearing	Unsecured; No impairment
JWPL						
Royalty fee income	199,203,982	163,090,202	712,517,305	513,313,323	On demand; Noninterest-bearing	Unsecured; No impairment
Interest income	49,640,526	—	49,640,526	—	On demand; Noninterest-bearing	Unsecured; No impairment
Interest expense	48,935,263	—	(5,369,288)	—	On demand; Noninterest-bearing	Unsecured; No impairment
Due from JWPL	9,906,000,000	—	9,906,000,000	—	1-year; Interest-bearing	Unsecured; No impairment
Due to JWPL	(2,959,440,000)	—	(2,959,440,000)	—	5-years; Interest-bearing	Unsecured; No impairment
HFC						
Sales	946,586,675	455,112,890	1,505,582,843	542,029,155	On demand; Noninterest-bearing	Unsecured; No impairment
HFCC						
Royalty fee income	162,318,682	114,451,948	314,561,011	155,445,685	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Receivables	—	—	558,464	—	On demand; Noninterest-bearing	Unsecured; No impairment
Golden Beeworks Pte., Ltd.						
Sales	46,819,057	79,773,939	30,054,681	88,354,698	On demand; Noninterest-bearing	Unsecured; No impairment
Jollibee Vietnam Corporation Ltd.						
Sales	27,834,844	37,914,082	473,827,475	416,562,338	On demand; Noninterest-bearing	Unsecured; No impairment
Highlands Coffee						
Guarantee fee income	1,392,194	3,740,086	75,979,216	69,009,655	On demand; Noninterest-bearing	Unsecured; No impairment
Bee World UK Limited						
Sales	—	32,803	—	401,044	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Receivables	2,048,538	—	12,392,022	9,280,410	On demand; Noninterest-bearing	Unsecured; No impairment
Due to related parties	(2,003,790)	—	(2,003,790)	—	On demand; Noninterest-bearing	Unsecured
Cibo Felice S.R.L (Jb Italy)						
Sales	—	51,667	—	1,045,647	On demand; Noninterest-bearing	Unsecured; No impairment
Pass-on charges - Receivables	1,728,491	—	22,376,729	18,378,667	On demand; Noninterest-bearing	Unsecured; No impairment
SFVT						
Pass-on charges - Receivables	5,906,047	4,680,900	51,940,407	43,081,339	On demand; Noninterest-bearing	Unsecured; No impairment

(Forward)



Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
GSC						
Pass-on charges - Receivables	₱2,336,475	₱2,494,054	₱2,448,533	₱2,358,180	On demand; Noninterest-bearing	Unsecured; No impairment
Bee World Spain SLU						
Pass-on charges - Receivables	1,237,160	482,961	2,405,279	531,533	On demand; Noninterest-bearing	Unsecured; No impairment
JFCC						
Due to JFCC	—	—	(52,408,390)	(52,408,390)	On demand; Noninterest-bearing	Unsecured
Pass-on charges - Receivables	—	—	71,062,366	57,009,848	On demand; Noninterest-bearing	Unsecured; No impairment
PT Chowking Indonesia						
Pass-on charges - Receivables	—	—	24,077,725	22,740,074	On demand; Noninterest-bearing	Unsecured; No impairment
RRBI USA						
Pass-on charges - Receivables	—	—	509,856	480,104	On demand; Noninterest-bearing	Unsecured; No impairment
Hong Zhuang Yuan						
Due to Hong Zhuang Yuan	—	—	(6,234,899)	(6,234,899)	On demand; Noninterest-bearing	Unsecured
Pass-on charges - Receivables	—	—	918,326	846,860	On demand; Noninterest-bearing	Unsecured; No impairment
Shanghai Yong He King						
Pass-on charges - Receivables	—	—	26,277,520	24,350,498	On demand; Noninterest-bearing	Unsecured; No impairment
Beijing Yong He King						
Pass-on charges - Receivables	—	—	2,222,965	2,000,721	On demand; Noninterest-bearing	Unsecured; No impairment
Shenzhen Yong He King						
Pass-on charges - Receivables	—	—	2,928,010	2,700,146	On demand; Noninterest-bearing	Unsecured; No impairment
Hangzhou Yongtong						
Pass-on charges - Receivables	—	—	906,515	836,007	On demand; Noninterest-bearing	Unsecured; No impairment
Hangzhou Yong He King						
Pass-on charges - Receivables	—	—	834,137	769,223	On demand; Noninterest-bearing	Unsecured; No impairment
Wuhan Yong He King						
Pass-on charges - Receivables	—	—	1,554,819	1,407,068	On demand; Noninterest-bearing	Unsecured; No impairment

(Forward)



Category	Volume of Transactions		Outstanding Receivable (Payable)		Terms	Conditions
	2021	2020	2021	2020		
Tianjin Yonghe King						
Pass-on charges - Receivables	₱—	₱—	₱106,363	₱98,086	On demand; Noninterest-bearing	Unsecured; No impairment
SBEMAC						
Pass-on charges - Payables	—	—	(521,839)	(537,862)	On demand; Noninterest-bearing	Unsecured
BGCC						
Pass-on charges - Receivables	—	—	2,897,442	2,570,583	On demand; Noninterest-bearing	Unsecured; No impairment
Happy Bee Anhui						
Pass-on charges - Receivables	—	—	4,006,469	3,557,671	On demand; Noninterest-bearing	Unsecured; No impairment
BGI						
Pass-on charges - Payables	—	—	(1,889,231)	(1,889,231)	On demand; Noninterest-bearing	Unsecured
SMCC-SG						
Pass-on charges - Receivables	324,378	—	580,431	228,530	On demand; Noninterest-bearing	Unsecured; No impairment
<u>Joint Venture and Associate –</u>						
C-Joy Poultry						
Interest income	—	17,470,358	—	—		
Panda Express						
Capital infusion	65,726,550	—	—	—		
Yoshinoya						
Capital infusion	65,000,000	—	—	—		
<u>Affiliate –</u>						
Jollibee Group Foundation, Inc.						
Sales	—	(1,286)	—	—		
Service fee revenue	708,937	1,267,272	—	—		
Rent revenue	826,553	1,048,745	—	—		
Donations	36,654,563	250,322,648	—	—		
Reimbursements	3,237,346	3,347,464	45,881	(196,704)	On demand; Noninterest-bearing	Unsecured
Pass-on charges – Payables	—	—	—	(101,327)	On demand; Noninterest-bearing	Unsecured



Category	Volume of Transactions		Outstanding Receivable (Payable)	
	2021	2020	2021	2020
Total related party transactions:				
Net sales	₱1,175,485,779	₱910,600,661		
Service fee revenue	654,197,896	750,645,938		
Rent revenue	197,672,199	203,520,240		
Management fee revenue	1,806,255,312	1,918,147,952		
Royalty fee income (see Note 21)	1,348,576,725	1,138,974,338		
Interest income (see Note 24)	217,994,071	231,457,754		
Advertising (see Note 22)	329,018,020	233,567,996		
Dividend income (see Note 25)	90,000,000	80,000,000		
Guarantee fee income (see Note 25)	1,392,194	3,740,086		
Purchases (see Note 22)	8,907,693,237	8,355,106,028		
Service fee expense (see Notes 22 and 23)	1,285,225,833	1,043,212,015		
Interest expense (see Note 24)	49,079,502	8,059,509		
Rent expense (see Notes 22, 23 and 30)	23,578,387	26,482,551		
Donations (see Note 23)	39,580,524	250,322,648		
Advances to related parties	12,006,000,000	3,050,000,000		
Advances from related parties	3,109,440,000	—		
Pass-on charges – Receivables	13,581,091	7,657,915		
Reimbursements	3,237,346	3,347,464		
Capital infusion	130,726,550	—		
Total related party outstanding balances:				
Trade receivables from related parties and contract assets (see Note 6)			₱6,620,452,978	₱5,313,316,181
Advances to related parties			14,674,000,000	4,568,044,400
Lease receivables (see Note 30)			—	25,894,243
Trade payables to related parties (see Note 16)			(1,691,958,608)	(1,052,315,337)
Due to related parties			(3,170,087,079)	(58,643,289)
Deposits from related party			—	24,000,000



Common Transactions with Related Parties

The Company sells and purchases food items to/from related parties at market prices. Purchased items warehoused with related parties are charged for logistics and warehousing costs. Due from related parties, unless otherwise stated, are short-term advances made to related parties which are expected to be paid in the subsequent year. Pass-on charges pertain to advances made by a related party for another. These include payments for various expenditures incurred on behalf of another party.

Fresh N' Famous

- a. Fresh N' Famous avails the services of the Company for the plan, design, installation and repairs of equipment in Fresh N' Famous' stores.
- b. Fresh N' Famous leases its office space and some store locations from the Company.
- c. Fresh N' Famous pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.
- d. On December 13, 2021, the Company received advances from Fresh N' Famous amounting to ₱150.0 million. The interest rate on the advances is to be determined on the transaction date; spread based on the current quotation of local banks; 3-Month BVAL + 0.75%, payable on maturity dated March 14, 2022.
- e. On September 21, 2020, the Company provided advances to Fresh N' Famous amounting to ₱400.0 million subject to 5.25% annual interest with maturity date of September 21, 2021, extended until December 21, 2022 subject to the repriced interest rate based on the interpolated BVAL(1.25yr) +60bps.
- f. On September 21, 2021, the Company provided advances to Fresh N' Famous amounting to ₱250.0 million in which the interest rate will be based on latest borrowing rate structure for PHP loans (BVAL+60bps), BVAL will be based on interpolated BVAL of 1.5years and with maturity date of June 21, 2023.

Zenith

- a. Zenith pays service fees to the Company for procurement services rendered by the Company's Purchasing Department.
- b. The Company leases out to Zenith the land where the latter's manufacturing plant was built. In 2014, the lease term was extended to end on December 31, 2023. On January 1, 2015, the terms of the agreement were amended to include an escalation clause. Zenith may pre-terminate the lease provided that an advance notice is provided to the Company within the prescribed period as indicated in the agreement.

The future minimum lease receivables on the lease as at December 31 are as follows:

	2021	2020
Within one year	₱36,936,386	₱35,177,511
After one year but not more than five years	38,783,205	75,719,591
	₱75,719,591	₱110,897,102

- c. Zenith pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.



- d. On July 5, 2018, the Company provided six-month loan to Zenith amounting to ₱500.0 million. The loan was extended until April 5, 2020.

In 2020, the maturity of loan agreement was extended for another year until April 5, 2021. The loan was paid in full on maturity.

- e. The Company pays service fees to Zenith for supply chain and customer and order management services, including warehousing and logistics services, under an existing Service Contract.
- f. On April 17, 2020, the Company provided advances to Zenith amounting to ₱700.0 million subject to 6.0% annual interest with maturity date of April 16, 2021. On December 4, 2020, Zenith paid ₱600.0 million for the advances. The remaining balance of the loan was paid in full on maturity.
- g. On June 16, 2020, the Company provided advances to Zenith amounting to ₱750.0 million subject to 6.0% annual interest with maturity date of June 16, 2021. As at December 31, 2021, said loan was not yet paid and renewal of the said loan agreement is in process.

RRBI

- a. RRBI avails the services of the Company for the repairs and maintenance of RRBI's store equipment and facilities.
- b. RRBI leases its office space from the Company on an annual basis.
- c. RRBI pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.
- d. On April 17, 2020, the Company provided advances to RRBI amounting to ₱700.0 million subject to 6.0% annual interest with maturity date of April 16, 2021. In 2021, the maturity of loan agreement was extended for another year until April 15, 2022.

Grandworth

- a. Grandworth avails the services of the Company for business support services.
- b. Grandworth pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.
- c. On December 20, 2021, the Company received cash dividends from Grandworth declared on December 16, 2021 amounting to ₱90.0 million or ₱45.0 dividends per share.
- d. The Company is a lessee under various operating lease agreements with Grandworth. These lease agreements have terms ranging from 5 to 20 years, which mostly contain renewal options. The lease agreements include escalation clauses on an annual basis based on prevailing market conditions.

Freemont

- a. Freemont operates "Jollibee" stores in certain parts of Luzon, Visayas and Mindanao under a Royalty and Service Agreement with the Company. As a franchisor of Freemont, the Company's sales of food supplies, processed inventories and packaging, store and other supplies to Freemont are accounted for as part of the Company's "Net sales" account in the parent company statement of comprehensive income. Freemont also pays royalties and advertising fees to the Company



based on certain percentages of Freemont's net sales as provided in the Royalty and Service Agreement. These transactions were made on similar terms as third-party franchisees.

- b. Freemont pays service fees to the Company for various services, including repairs and maintenance services, rendered by the Company's personnel.
- c. Freemont leases office spaces in properties owned by the Company.
- d. The Company has a Management Contract (the Contract) with Freemont for the former to provide managerial services on all aspects of the operations of Freemont's stores. Management fees are based on a percentage of Freemont's net sales as provided for in the Contract.
- e. The Company declared cash dividends amounting to ₱90.0 million and ₱80.0 million in 2021 and 2020, respectively, out of its unrestricted retained earnings (see Note 25).
- f. On April 16, 2020, the Company provided advances to Freemont amounting to ₱500.0 million subject to 6.0% annual interest with maturity date of April 16, 2021, extended until October 14, 2022 with 2.86% interest rate.
- g. On September 15, 2021, the Company provided advances to Freemont amounting to ₱250.0 million subject to 2.39% annual interest with maturity date of June 15, 2023.

JWS

- a. On January 1, 2020, JWS entered into lease agreements with the Company for the use of the latter's office space for a period of 3 and 10 years until April 30, 2023 and December 31, 2029. The rent income is recognized on a straight-line basis over the lease term.
- b. On March 20, 2012, the Company entered into a sub-lease agreement with JWS for the use of the Company's leased land and building for a period of five years beginning May 1, 2012 until April 30, 2017. In 2017, the sub-lease agreement was amended to reduce the monthly rent and extend the lease term to September 30, 2018, and in 2018, this was further extended up to December 31, 2018. The land and building are used by JWS for its logistics services. The Company received security deposit amounting to ₱24.0 million as at December 31, 2020 and 2019, respectively, which will be refunded at the end of the lease term.
- c. The Company has existing one-year contracts with JWS for accounting and human resource services, and logistics services relating to inbound and outbound logistics, warehousing, scrap disposal and other inventory handling services. The contracts are renewable and with service fees determined annually.

Mang Inasal

- a. Mang Inasal avails the services of the Company for the plan, design and installation of equipment for Mang Inasal stores.
- b. Mang Inasal leases some of its store locations from the Company. The agreements are for a period of 5 to 20 years with escalation clauses and subject to renewal upon mutual agreement of both parties.
- c. Mang Inasal pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.



- d. On March 16, 2021 and October 28, 2021, the company provided advances to MIPI amounting to ₱100.0 Million and ₱200.0 Million respectively, subject to 3.27% and 3.50% annual interest with maturity date of March 16, 2023 and October 28, 2024.

PERFI

- a. PERFI avails the services of the Company for the repairs and maintenance of PERFI's store equipment and facilities.
- b. PERFI leases its office space and pays rental fees to the Company for the use of meeting rooms and parking spaces.
- c. PERFI pays management fees to the Company for services rendered under an existing Management Services Agreement, which is renewable annually.
- d. On June 27, 2018, the Company entered into an agreement with PERFI for a loan amounting to ₱200.0 million subject to a 3.5% fixed interest rate due on June 27, 2019. In 2019, the maturity period of the loan was extended into a five (5) year period until June 27, 2024 with a stated interest of 5.75%.

In 2017, the Company entered into three (3) loan agreements with PERFI. The Company has extended the first loan in the principal amount of ₱130.0 million on April 17, 2017, the second loan in the principal amount of ₱130.0 million on July 14, 2017 and the third loan in the principal amount of ₱250.0 million on October 19, 2017. The loans are subject to interest rate of 3%, 1.5% and 2.2%, respectively, and are payable on December 17, 2018, July 14, 2018 and April 19, 2018, respectively. In 2019, the maturity period of these loan agreements was extended into a five (5) year term loan with stated interest rates ranging from 5.75% to 6% per annum.

In 2016, the Company entered into three (3) loan agreements with PERFI, each with a principal amount of ₱100.0 million and a stated interest rate of 3% per annum. The Company has extended its first two ₱100.0 million loans on December 15, 2016. The third loan agreement was entered into by the Company on December 22, 2016. All loans are payable on March 22, 2017 and were extended until September 22, 2017. In 2017, the maturity period of the loan agreements was extended until 2018. In 2019, the maturity period of these loan agreements was extended into a five (5) year term loan with stated interest rates ranging from 5.75% to 6% per annum.

In 2015, the Company extended a five-year loan to PERFI amounting to ₱300.0 million for use in the operations and store expansions of the Burger King business, subject to 5.0% interest rate per annum.

In 2014, the Company entered into four (4) loan agreements with PERFI. The Company has extended the first loan in the principal amount of ₱54.0 million on February 14, 2014, the second loan in the principal amount of ₱54.0 million on May 30, 2014, the third loan in the principal amount of ₱100.0 million on September 2, 2014, and the fourth loan in the principal amount of ₱100.0 million on September 26, 2014. All loans are subject to interest at the rate of 5.0% per annum that is to be paid semi-annually. Principal shall be due and paid in lump sum five (5) years after the drawdown date.

As at December 31, 2021, said loans availed in 2014 were not yet paid and renewal of the said loan agreements are in process.



JWPL

In 2012, the Company entered into a Royalty and License Agreement with JWPL. The terms and conditions are similar in nature with those discussed in Note 2021.

Others

Related party transactions and balances for other subsidiaries of the Company are similar in nature with those discussed above.

Guarantees Provided by the Company to its affiliates

JWPL

- a. In 2020, the Company provided a guarantee on JWPL's US\$600.0 million senior perpetual securities and US\$300.0 million 5.5-year and US\$300.0 million 10-year senior debt securities.

SJBF

- a. On September 30, 2020, the Company provided a guarantee on SJBF's short-term loan availed on September 30, 2020 from a local bank amounting to US\$10.0 million.
- b. In 2019, the Company provided a guarantee on SJBF's short-term debts which are as follows:
 - US\$20.0 million short-term uncommitted line of credit agreement with a local bank on March 22, 2019
 - US\$20.0 million short-term uncommitted line of credit agreement with a local bank on August 14, 2019. On February 3, 2020, the credit agreement was amended to increase the aggregate amount from US\$20.0 million to US\$35.0 million. The credit agreement was extended until February 3, 2021, the maturity date, and made available to the Company's other subsidiaries in North America.

Highlands Coffee

- a. The Company provided a guarantee on Highlands Coffee's 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND232.0 billion available in tranches within twelve (12) months from July 27, 2020.
- b. The Company provided a guarantee on Highlands Coffee's 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND160.0 billion available in tranches within twelve (12) months from August 29, 2019.
- c. The Company recognized guarantee fee income from Highlands Coffee amounting to ₱1.4 million and ₱3.7 million in 2021 and 2020, respectively (see Note 25).

HFC and HFCC

- a. The Company provided a guarantee on HFC and HFCC's short-term line of credit agreement signed on March 5, 2020 with a local bank up to an aggregate amount of US\$30.0 million until March 4, 2021.

ZFC

- a. On September 8, 2020 and April 20, 2020, the Company provided a guarantee on ZFC's short-term loans availed from a local bank amounting to ₱3,000.0 million and ₱1,000.0 million, respectively.



- b. The Company provided a guarantee on ZFC's 7-year unsecured loan acquired from a local bank on May 8, 2019 amounting to ₱1,000.0 million.

Terms and Conditions of Transactions with Related Parties

Transactions with related parties are made at market prices and are normally settled in cash. The Company did not make any provision for impairment losses on receivables from related parties in 2021 and 2020. An assessment is undertaken at each financial year by evaluating the financial position of the related party and the market where the related party operates.

Compensation of Key Management Personnel of the Company

The compensation and benefits to key management personnel of the Company for the years ended December 31, 2021 and 2020 are as follows:

	2021	2020
Short-term employee benefits	₱715,877,543	₱611,596,291
Stock options expense (see Notes 23 and 28)	119,113,259	161,089,923
Pension expense (see Note 27)	97,361,413	153,463,821
Employee car plan benefits	32,251,808	26,119,426
	₱964,604,023	₱952,269,461

Transactions with the Retirement Plan

As at December 31, 2021 and 2020, the retirement plan assets of the Company include 69,110 and 72,200 common shares investments in the Company, respectively, with aggregate fair values of ₱15.0 million and ₱14.1 million, respectively.

The Company usually advances the pension benefits of its retiring employees which are reimbursable from the retirement fund. The Company's receivable from its retirement fund from these advances amounted to ₱598.8 million and ₱512.0 million as at December 31, 2021 and 2020, respectively (see Notes 6 and 27).

30. Commitments and Contingencies

Commitments

The Company has the following commitments as at December 31, 2021 and 2020:

a. Lease Commitments - Company as Lessor

The Company entered into commercial property leases on its investment properties and subleased properties with third party and related party lessees. Non-cancellable periods of the leases range from 3 to 20 years, mostly containing renewal options. All leases include a clause to enable upward revision of the rental charges on an annual basis based on prevailing market conditions.

The difference of rent income recognized under the straight-line method and the rent received in accordance with the terms of the lease agreements, amounting to ₱21.0 million and ₱27.2 million as at December 31, 2021 and 2020, respectively, are presented as "Lease receivables" in the parent company statements of financial position. Rent income recognized on a straight-line basis amounted to ₱211.3 million and ₱218.8 million in 2021 and 2020, respectively.



The future minimum rent receivables for the non-cancellable periods of the operating leases follow:

	2021	2020
Within one year	₱43,464,974	₱41,211,252
After one year but not more than five years	56,110,889	99,110,464
More than five years	—	465,398
	₱99,575,863	₱140,787,114

b. Lease Commitments - Company as Lessee

The Company has lease contracts expiring on various dates until 2045, renewable for such periods as may be mutually agreed upon by both parties. The leases are subject to annual escalation rates ranging from 5% to 10% of the current rental fees.

The following are the carrying amounts of right-of-use assets recognized and the movements during the period:

	QSR Outlet	Warehouse	Office Space	Total
Balances as at January 1, 2021	₱4,179,658,251	₱267,419,318	₱36,522,663	₱4,483,600,232
Additions	970,292,204	—	5,321,450	975,613,654
Pre-termination	(505,422,632)	—	—	(505,422,632)
Depreciation expense (see Notes 22 and 23)	(743,287,932)	(12,961,152)	(17,968,769)	(774,217,853)
Balances as at December 31, 2021	₱3,901,239,891	₱254,458,166	₱23,875,344	₱4,179,573,401

	QSR Outlet	Warehouse	Office Space	Total
Balances as at January 1, 2020	₱5,033,152,232	₱280,380,470	₱57,953,350	₱5,371,486,052
Additions	267,204,881	—	—	267,204,881
Pre-termination	(312,227,108)	—	—	(312,227,108)
Depreciation expense (see Notes 22 and 23)	(808,471,754)	(12,961,152)	(21,430,687)	(842,863,593)
Balances as at December 31, 2020	₱4,179,658,251	₱267,419,318	₱36,522,663	₱4,483,600,232

The following are the carrying amounts of lease liabilities and the movements during the period:

	2021	2020
Balances at beginning of year	₱5,979,056,262	₱6,898,318,756
Additions	956,559,316	237,866,658
Accretion of interest (see Note 24)	336,193,882	365,350,451
Payments	(719,676,382)	(710,014,077)
Rent concessions (see Note 22)	(318,367,954)	(417,554,738)
Pre-termination	(671,564,554)	(394,910,788)
Balances at end of year	₱5,562,200,570	₱5,979,056,262
Current portion of lease liabilities	₱519,410,739	₱639,103,197
Noncurrent portion of lease liabilities	5,042,789,831	5,339,953,065



The following are the amounts recognized in the statements of comprehensive income:

	2021	2020
Depreciation expense of right-of-use assets (see Notes 22 and 23)	₱774,217,853	₱842,863,593
Interest expense on lease liabilities (see Note 24)	336,193,882	365,350,451
Rent concessions (see Note 22)	(318,367,954)	(417,554,738)
Rent expense relating to variable leases (included under “Cost of sales”) (see Note 22)	283,873,989	374,178,565
Rent expense relating to short-term leases (included under “Cost of sales”) (see Note 22)	8,693,947	11,408,582
Rent expense relating to short-term leases (included under “General and Administrative Expenses”) (see Note 23)	103,840,001	84,722,562
Pre-termination of lease (see Note 25)	(166,141,922)	(82,683,680)
	₱1,022,309,796	₱1,178,285,335

Contingencies

The Company is involved in litigations, claims and disputes which are normal to its business. Except for those legal claims provided for in Note 16, management believes that the ultimate liability, if any, with respect to these litigations, claims and disputes will not materially affect the financial position and performance of the Company.

The Company does not provide further information on these provisions and contingencies, in order not to impair the outcome of the litigations, claims and disputes.

31. Financial Risk Management Objectives and Policies

The Company is exposed to a variety of financial risks which result from both its operating and financing activities. The Company’s risk management policies focus on actively securing the Company’s short-term to medium-term cash flows by minimizing the exposure to financial markets.

The Company’s principal financial instruments comprise of cash and cash equivalents, short-term investments, receivables, trade payables and other current liabilities (excluding local and other taxes payable, liabilities to government agencies and accrual for gift certificates), short-term debt and long-term debt. The Company also has other financial assets and liabilities such as advances to related parties, refundable deposits, financial assets at FVTPL, due to related parties, lease receivables and lease liabilities.

The Company does not engage in trading financial assets for speculative purposes.

The BOD has overall responsibility for the establishment of the risk management policies to identify and analyze risks faced by the Company. Risk management policies are reviewed regularly to reflect changes in the Company’s condition with regard to the risks arising from these financial instruments.

The main risks arising from the use of these financial instruments are foreign currency risk, interest rate risk, credit risk and liquidity risk. The Company’s BOD and management review and approve policies for managing each of these risks and they are summarized below.



Foreign Currency Risk

The Company has transactional foreign currency exposures. Such exposures arise from cash and cash equivalents, trade receivables, financial assets at FVTPL and liabilities denominated in foreign currencies.

The following tables show the Company's foreign currency-denominated monetary assets and liabilities and their peso equivalents as at December 31:

	2021		
	US\$	RMB	PhP
Foreign currency denominated assets:			
Cash and cash equivalents	10,432,469	—	532,055,919
Financial assets at FVTPL	47	—	2,397
	10,432,516	—	532,058,316
Foreign currency denominated liabilities	(37,044)	—	(1,889,244)
Foreign currency-denominated assets - net	10,395,472	—	530,169,072

	2020		
	US\$	RMB	PhP
Foreign currency denominated assets:			
Cash and cash equivalents	29,932,609	—	1,437,453,682
Trade receivables	25,748,459	12,370,622	1,327,403,984
Financial assets at FVTPL	37,134,907	—	1,783,329,638
	92,815,975	12,370,622	4,548,187,304
Foreign currency denominated liabilities	(39,340)	—	(1,889,231)
Foreign currency-denominated assets - net	92,776,635	12,370,622	4,546,298,073

The Company recognized in the parent company statements of comprehensive income included under "Other income" account, net foreign exchange gain amounting to ₱137.5 million and net foreign exchange loss amounting to ₱178.4 million for the years ended December 31, 2021 and 2020, respectively (see Note 25). This resulted from the movements of the Philippine peso against the US dollar and RMB as shown in the following table:

	Peso to	
	US Dollar	RMB
December 31, 2021	₱51.00	₱7.97
December 31, 2020	48.02	7.35

Foreign Currency Risk Sensitivity Analysis. The following table demonstrates the sensitivity to a reasonably possible change in Philippine peso to US dollar and RMB exchange rates, with all other variables held constant, of the Company's cash and cash equivalents and trade receivables to the income before income tax as at December 31, 2021 and 2020 (due to the changes in the fair value of monetary assets).

		Effect on Income Before Income Tax	
		Ph₱ to US\$	Ph₱ to RMB
Appreciation (Depreciation) of Ph₱		Rate	Rate
<i>(In thousands)</i>			
2021	₱1.50	(₱15,593)	₱—
	1.00	(10,395)	—
	(1.50)	15,593	—
	(1.00)	10,395	—



	Appreciation (Depreciation) of PhP	Effect on Income Before Income Tax	
		PhP to US\$ Rate	PhP to RMB Rate
2020	Ph1.50	(Ph139,165)	(Ph18,856)
	1.00	(92,777)	(12,371)
	(1.50)	139,165	18,556
	(1.00)	92,777	12,371

Interest Rate Risk

Interest rate risk arises from the possibility that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's exposure to interest rate risk relates primarily to the Company's short-term and long-term advances from subsidiaries as discussed in Note 29 and short-term and long-term debt which are discussed in Note 18. Floating rate financial instruments are subject to cash flow interest rate risk.

There is minimal exposure on the other sources of the Company's interest rate risk. These other sources are from the Company's cash in bank, short-term deposits, refundable deposits and employee car plan receivables.

Interest Rate Risk Sensitivity Analysis. The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Company's income before income tax.

	Increase (Decrease) in Basis Points	Effect on Income Before Income Tax
2021	100	(Ph120,596,855)
	50	(60,298,427)
	(100)	120,596,855
	(50)	60,298,427
2020	100	(Ph114,525,616)
	50	(57,262,808)
	(100)	114,525,616
	(50)	57,262,808

Fixed rate financial liabilities, although subject to fair value interest rate risk, are not included in the sensitivity analysis since changes in interest rate do not impact interest expense recorded. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

Credit Risk

Credit risk is the risk that a customer or a counterparty fails to fulfill its contractual obligations to the Company. This includes risk of non-payment by customers, borrowers and issuers, failed settlement of transactions and default on outstanding contracts.

The Company has a strict credit policy. Its credit transactions are with franchisees that have gone through rigorous screening before granting them the franchise and with related parties. The credit terms are very short, while deposits and advance payments are also required before rendering the services or delivering goods, thus, mitigating the possibility of non-collection. In cases of non-collection, defaults of the debtors are not tolerated; the exposure is contained the moment a default occurs and transactions that will increase the exposure of the Company are discontinued.



Other than its transactions with related parties, the Company has no significant concentration of credit risk with counterparties since it has short credit terms to franchisees. In addition, the Company's franchisee profile is such that no single unrelated franchisee accounts for more than 5% of the total system wide sales of the Company.

Credit Quality. The financial assets of the Company are grouped according to stage whose description is explained as follows:

Stage 1 - those that are considered current and up to 30 days past due, and based on change in rating, delinquencies and payment history, do not demonstrate significant increase in credit risk.

Stage 2 - those that, based on change in rating, delinquencies and payment history, demonstrate significant increase in credit risk, and/or are considered more than 30 days past due but does not demonstrate objective evidence of impairment as of reporting date.

Stage 3 - those that are considered in default or demonstrate objective evidence of impairment as of reporting date.

The table below shows determination of ECL stage of the Company's financial assets:

	Total	2021		
		Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL
Financial Assets at Amortized Cost				
Cash and cash equivalents*	₱4,486,790,154	₱4,486,790,154	₱—	₱—
Receivables:				
Trade:				
Franchisees and customers	995,402,315	388,356,318	441,824,828	165,221,169
Related parties	5,496,744,882	2,516,603,040	2,980,141,842	—
Receivable from retirement fund	598,784,204	598,784,204	—	—
Employee advances	151,216,920	151,216,920	—	—
Employee car plan receivables***	32,333,633	21,807,842	10,525,791	—
Interest receivable	6,413,716	6,413,716	—	—
Others**	486,347	486,347	—	—
Lease receivables	20,980,607	20,980,607	—	—
Advances to related parties	15,367,445,215	12,256,044,400	3,111,400,815	—
Refundable deposits***	476,871,058	12,765,131	464,105,927	—
	27,633,469,051	20,460,248,679	7,007,999,203	165,221,169
Financial Assets at FVTPL	38,440,415	38,440,415	—	—
	₱27,671,909,466	₱20,498,689,094	₱7,007,999,203	₱165,221,169

*Excluding cash on hand amounting to ₱76.4 million in 2021.

**Excluding receivables from SSS amounting to ₱22.0 million in 2021.

***Including current and noncurrent portion amounting to ₱12.7 million and ₱464.1 million, respectively, in 2021.

	Total	2020		
		Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL
Financial Assets at Amortized Cost				
Cash and cash equivalents*	₱3,175,924,183	₱3,175,924,183	₱—	₱—
Receivables:				
Trade:				
Franchisees and customers	1,184,263,418	350,948,913	725,240,494	108,074,011
Related parties	3,297,776,103	829,979,208	2,467,796,895	—
Receivable from retirement fund	512,019,872	512,019,872	—	—
Employee advances	67,391,967	67,391,967	—	—
Employee car plan receivables***	60,768,370	60,768,370	—	—
Interest receivable	6,197,626	6,197,626	—	—
Others**	438,491	438,491	—	—
Lease receivables	27,170,407	27,170,407	—	—
Advances to related parties	4,568,044,400	4,568,044,400	—	—
Refundable deposits***	547,125,426	547,125,426	—	—
	13,447,120,263	10,146,008,863	3,193,037,389	108,074,011
Financial Assets at FVTPL	1,815,216,276	1,815,216,276	—	—
	₱15,262,336,539	₱11,961,225,139	₱3,193,037,389	₱108,074,011

*Excluding cash on hand amounting to ₱88.0 million in 2020.

**Excluding receivables from SSS amounting to ₱23.8 million in 2020.

***Including current and noncurrent portion amounting to ₱7.8 million and ₱539.3 million respectively, in 2020.



Credit Risk Exposure and Concentration. The tables below show the maximum exposure to credit risk of the Company as at December 31, without considering the effects of collaterals and other credit risk mitigation techniques:

	2021		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure*
	(a)	(b)	(a - b)
Financial Assets			
Financial assets at amortized cost:			
Cash and cash equivalents**	₱4,486,790,154	₱6,157,823	₱4,480,632,331
Receivables:			
Trade:			
Franchisees and customers	995,402,315	—	995,402,315
Related parties	5,496,744,882	1,674,078,734	3,822,666,148
Receivable from retirement fund	598,784,203	—	598,784,203
Employee advances	151,216,920	—	151,216,920
Employee car plan receivables	32,333,633	—	32,333,633
Interest receivable	6,413,716	—	6,413,716
Others***	486,347	—	486,347
Lease receivables	20,980,607	—	20,980,607
Advances to related parties	15,367,445,215	—	15,367,445,215
Refundable deposits****	476,871,058	—	476,871,058
Financial assets at FVTPL	38,440,415	—	38,440,415
	₱27,671,909,465	₱1,680,236,557	₱25,991,672,908

*Financial assets after taking into account insurance on bank deposits for cash and cash equivalents and payables to the same counterparty for receivables.

**Excluding cash on hand amounting to ₱76.4 million in 2021.

***Excluding receivables from SSS amounting to ₱22.0 million in 2021.

****Included under "Other current assets" and "Other noncurrent assets" account in the statements of financial position.

	2020		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure*
	(a)	(b)	(a - b)
Financial Assets			
Financial assets at amortized cost:			
Cash and cash equivalents**	₱3,175,924,183	₱7,737,013	₱3,168,187,170
Receivables:			
Trade:			
Franchisees and customers	1,184,263,418	—	1,184,263,418
Related parties	3,297,776,103	1,052,315,337	2,245,460,766
Receivable from retirement fund	512,019,872	—	512,019,872
Employee advances	67,391,967	—	67,391,967
Employee car plan receivables	60,768,370	—	60,768,370
Interest receivable	6,197,626	—	6,197,626
Others***	438,491	—	438,491
Lease receivables	27,170,407	—	27,170,407
Advances to related parties	4,568,044,400	—	4,568,044,400
Refundable deposits****	547,125,426	—	547,125,426
Financial assets at FVTPL	1,815,216,276	—	1,815,216,276
	₱15,262,336,539	₱1,060,052,350	₱14,202,284,189

*Financial assets after taking into account insurance on bank deposits for cash and cash equivalents and payables to the same counterparty for receivables.

**Excluding cash on hand amounting to ₱88.0 million in 2020.

***Excluding receivables from SSS amounting to ₱23.8 million in 2020.

****Included under "Other current assets" and "Other noncurrent assets" account in the statements of financial position.

Liquidity Risk

The Company's exposure to liquidity risk refers to the risk that its financial liabilities are not serviced on a timely manner and that its working capital requirements and planned capital expenditures are not met. To manage this exposure and to ensure sufficient liquidity levels, the Company closely monitors its cash flows to be able to finance its capital expenditures and to pay its obligations as and when they fall due.



On a weekly basis, the JFC Group's Cash and Banking Team monitors the Company's collections, expenditures and any excess/deficiency in the working capital requirements by preparing cash position reports that present actual and projected cash flows for the subsequent week. Cash outflows resulting from major expenditures are planned and properly monitored to ensure availability of funds, i.e., pre-terminate short-term deposits if deemed necessary. In addition, the Company has available credit lines with accredited banking institutions. The Company maintains a sufficient level of cash and cash equivalents to finance the Company's operations.

No changes were made in the objectives, policies or processes of the Company in 2021 and 2020.

The tables below summarize the maturity profile of the Company's financial assets and liabilities as at December 31, 2021 and 2020 based on undiscounted contractual payments:

	2021				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
Financial Assets					
Financial assets at amortized cost:					
Cash and cash equivalents	₱1,558,230,339	₱3,004,945,172	₱—	₱—	₱4,563,175,511
Receivables:					
Trade:					
Franchisees and customers	607,045,997	388,356,318	—	—	995,402,315
Related parties	2,980,141,842	2,516,603,040	—	—	5,496,744,882
Receivable from retirement fund	—	598,784,204	—	—	598,784,204
Employee advances	—	151,216,920	—	—	151,216,920
Interest receivable	—	6,413,716	—	—	6,413,716
Employee car plan receivables*	—	21,807,842	10,525,791	—	32,333,633
Other receivables**	—	486,347	—	—	486,347
Advances to related parties*	—	12,256,044,400	3,111,400,815	—	15,367,445,215
Refundable deposits*	—	12,765,131	464,105,927	—	476,871,058
Lease receivables	—	—	20,980,607	—	20,980,607
Financial assets at FVTPL	—	—	—	38,440,415	38,440,415
	5,145,418,178	18,957,423,090	3,607,013,140	38,440,415	27,748,294,823
Financial Liabilities					
Loans and borrowings, and other payables:					
Trade payables and other current liabilities***	23,168,320	6,092,687,016	—	—	6,115,855,336
Due to related parties	—	3,170,087,079	—	—	3,170,087,079
Long-term debt	—	3,239,292,786	8,820,392,685	—	12,059,685,471
Lease Liabilities*	—	800,110,900	3,142,475,920	3,924,920,516	7,867,507,336
	23,168,320	13,302,177,781	11,962,868,605	3,924,920,516	29,213,135,222
Net Financial Assets (Liabilities)	₱5,122,249,858	₱5,655,245,309	(₱8,355,855,465)	(₱3,886,480,101)	(₱1,464,840,399)

*Gross of unamortized discount and including future interest payments.

**Excluding receivables from SSS amounting to ₱22.0 million as at December 31, 2021.

***Excluding statutory obligations such as accrued local and other taxes, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱641.7 million as at December 31, 2021.

	2020				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
Financial Assets					
Financial assets at amortized cost:					
Cash and cash equivalents	₱1,482,339,510	₱1,781,561,028	₱—	₱—	₱3,263,900,538
Receivables:					
Trade:					
Franchisees and customers	936,462,434	247,800,984	—	—	1,184,263,418
Related parties	2,786,330,183	511,445,920	—	—	3,297,776,103
Receivable from retirement fund	—	512,019,872	—	—	512,019,872
Employee advances	—	67,391,967	—	—	67,391,967
Interest receivable	—	6,197,626	—	—	6,197,626
Employee car plan receivables*	—	638,043	63,061,690	—	63,699,733
Other receivables**	—	438,491	—	—	438,491
Advances to related parties*	—	3,558,044,400	1,010,000,000	—	4,568,044,400
Refundable deposits*	304,846,398	12,291,459	37,203,305	186,428,750	540,769,912
Lease receivables	—	6,348,766	20,821,641	—	27,170,407
Financial assets at FVTPL	—	—	—	1,815,216,276	1,815,216,276
Total (Carried Forward)	5,509,978,525	6,704,178,556	1,131,086,636	2,001,645,026	15,346,888,743



	2020				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
Total (Brought Forward)	₱5,509,978,525	₱6,704,178,556	₱1,131,086,636	₱2,001,645,026	₱15,346,888,743
Financial Liabilities					
Loans and borrowings, and other payables:					
Trade payables and other current liabilities***	87,275,520	5,622,468,710	—	—	5,709,744,230
Due to related parties	—	58,643,289	—	—	58,643,289
Long-term debt	—	3,363,876,119	8,088,685,470	—	11,452,561,589
Short-term debt	—	6,833,357,000	—	—	6,833,357,000
Lease Liabilities*	—	1,097,556,207	4,278,263,855	3,819,351,693	9,195,171,755
	87,275,520	16,975,901,325	12,366,949,325	3,819,351,693	33,249,477,863
Net Financial Assets (Liabilities)	₱5,422,703,005	(₱10,271,722,769)	(₱11,235,862,689)	(₱1,817,706,667)	(₱17,902,589,120)

*Gross of unamortized discount and including future interest payments.

**Excluding receivables from SSS amounting to ₱23.8 million as at December 31, 2020.

***Excluding statutory obligations such as accrued local and other taxes, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱519.0 million as at December 31, 2020.

Price Risk

Price risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market prices (other than those arising from interest rate or foreign exchange rate risk), whether those changes are caused by factors specific to the individual financial instrument or contract, or by factors affecting all similar contracts or financial instruments traded in the market.

The Company's price risk exposure relates to financial assets whose values will fluctuate as a result of changes in market prices.

The Company's price risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments.

The Company has no significant concentration of price risk.

The Company is not exposed to significant equity price risk on its investment in quoted equity securities consisting of investment in golf and club shares.

As at December 31, 2020, the Company's exposure to other price risk arises from the changes in fair value of bond funds. The Company has determined that an increase/(decrease) of 1% to 5% on the market prices could have an impact of approximately ₱39.2 million on the profit or loss and equity before income tax.

This analysis was performed for reasonably possible movements in the market index with all other variables held constant. The correlation of variables will have a significant effect in determining the ultimate impact on price risk, but to demonstrate the impact due to changes in variables, variables had to be changed on an individual basis.

Capital Management Policy

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The Company has sufficient capitalization.

The Company generates cash flows from operations sufficient to finance its organic growth. It declares cash dividends representing about 1/3 of its net income, a ratio that would still leave some additional cash for future acquisitions. If needed, the Company would borrow money for acquisitions of new businesses.

The Company's policy is to limit its liabilities to stockholders' equity ratio at 60:40.



As at December 31, 2021 and 2020, the Company's ratio of liabilities to total equity and ratio of net liabilities to total equity are as follows:

Debt Ratio

	2021	2020
Total debt (a)	₱29,933,449,764	₱33,035,248,470
Total equity	62,321,592,945	46,836,776,055
Total debt and equity (b)	₱92,255,042,709	₱79,872,024,525
Debt ratio (a/b)	32.45%	41.36%

Net Debt Ratio

	2021	2020
Total debt	₱29,933,449,764	₱33,035,248,470
Less cash and cash equivalents	4,563,177,886	3,263,900,538
Net debt (a)	25,370,271,878	29,771,347,932
Total equity	62,321,592,945	46,836,776,055
Net debt and equity (b)	₱87,691,864,823	₱76,608,123,987
Net debt ratio (a/b)	28.93%	38.86%

32. Fair Value of Financial Assets and Liabilities

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 measurement date.

Financial Instruments Whose Carrying Amounts Approximate Fair Value. Management has determined that the carrying amounts of cash and cash equivalents, short-term investments, receivables, and current portions of advances to related parties, lease receivables, trade payables and other current liabilities, due to related parties, short-term debt and lease liabilities based on their notional amounts, reasonably approximate their fair values because of their short-term nature or due to the immaterial effect of discounting when the present value of future cash flows from these instruments are calculated.

Financial Assets at FVTPL. The fair value of investments in bond funds and quoted shares of stock in golf and leisure clubs are based on quoted prices. The Company does not have the intention to dispose its quoted shares of stock in the near term.



Noncurrent Portion of Advances to Related Parties, Refundable Deposits, Employee Car Plan Receivables, Long-term Debt and Due to Related Parties. Management has determined that the estimated fair value of noncurrent portion of advances to related parties, refundable deposits, employees' car plan receivables, long-term debt and noncurrent portion of due to related parties are based on the discounted value of future cash flows using the following applicable rates:

	2021	2020
Noncurrent portion of advances to related parties	0.64%-3.18%	0.93%-2.20%
Refundable deposits	1.00%-5.09%	1.00%-3.96%
Employee' car plan receivables	0.73%-4.28%	0.93%-2.50%
Long-term debt	1.03%-4.12%	0.98%-2.44%
Noncurrent portion of due to related parties	—	—

Investment Properties. The fair value of the investment properties is determined by independent appraisers using the market data and cost approach, which considers the local market conditions, the extent, character and utility of the property, sales and holding prices of similar parcels of land and the highest and best use of the investment properties.

The following tables provide the fair value measurement hierarchy of the Company's assets and liabilities. Quantitative fair value measurement hierarchy for assets and liabilities as at December 31, 2021 and 2020:

		2021 Fair Value Measurement Using			
	Date of Valuation	Total	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value					
Financial assets at FVTPL (see Note 9)	December 31, 2021	₱38,440,415	₱—	₱38,440,415	₱—
Assets for which fair values are disclosed					
Refundable deposits	December 31, 2021	626,047,864	—	—	626,047,864
Employee car plan receivables	December 31, 2021	49,624,975	—	—	49,624,975
Noncurrent assets held for sale (see Note 14)	December 31, 2021	1,340,802,000	—	—	1,340,802,000
Investment properties (see Note 13)	December 31, 2021	3,043,095,000	—	—	4,383,897,000
Noncurrent portion of advances to related parties	December 31, 2021	2,858,601,076	—	—	2,858,601,076
Liabilities for which fair values are disclosed					
Long-term debt	December 31, 2021	6,246,806,647	—	—	6,246,806,647
		2020 Fair Value Measurement Using			
	Date of Valuation	Total	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value					
Financial assets at FVTPL (see Note 9)	December 31, 2020	₱1,815,216,276	₱—	₱1,815,216,276	₱—
Assets for which fair values are disclosed					
Refundable deposits	December 31, 2019	641,786,705	—	—	641,786,705
Employee' car plan receivables	December 31, 2020	59,499,216	—	—	59,499,216
Investment properties (see Note 13)	December 31, 2020	4,383,897,000	—	—	4,383,897,000
Noncurrent portion of advances to related parties	December 31, 2020	1,119,788,685	—	—	1,119,788,685
Liabilities for which fair values are disclosed					
Long-term debt	December 31, 2020	13,672,400,694	—	—	13,672,400,694
Noncurrent portion of due to related parties	December 31, 2020	6,816,130,645	—	—	6,816,130,645

There were no transfers from Level 2 fair value measurements in 2021 and 2020.



33. Earnings Per Share

Basic and diluted EPS are computed as follows:

	2021	2020
Net income in parent company financial statements	₱4,954,527,408	₱60,057,038
Effects of consolidation	1,027,163,102	(11,570,783,987)
Consolidated net income (loss) attributable to the equity holders of the Company	5,981,690,510	(11,510,726,949)
Dividends on preferred shares - net of tax	112,847,235	—
(a) Consolidated net income (loss) attributable to the equity holders of the Company	₱5,868,843,275	(₱11,510,726,949)
(b) Weighted average number of shares - basic	1,106,835,216	1,102,060,627
Weighted average number of shares outstanding under the stock options plan	12,345,197	6,649,068
Weighted average number of shares that would have been purchased at fair market value	(10,380,791)	(5,455,186)
(c) Adjusted weighted average shares - diluted	1,108,799,622	1,103,254,509
EPS:		
Basic (a/b)	₱5.302	(₱10.445)
Diluted (a/c)	5.293	(10.433)

Potential common shares for stock options under the 13th to 16th MSOP cycles in 2021 and 10th to 16th MSOP cycles and 4th ELTIP cycle in 2020 were not included in the calculation of the diluted EPS in 2021 and 2020, respectively, because they are antidilutive.

34. Events after the Reporting Period

Dividend Declaration

On March 14, 2022, the BOD of the Parent Company approved a regular cash dividend of ₱8.20525 per share and ₱10.60125 per share of preferred shares-Series A and preferred shares-Series B, respectively, to stockholders of record as of March 29, 2022. The cash dividend is expected to be paid out on April 18, 2022.



35. Notes to the Statements of Cash Flows

Changes in Liabilities and Equity Arising from Financing Activities

In 2021 and 2020, movements in the Company's liabilities arising from financing activities follow:

2021										
	January 1, 2021	Cash flows	Dividends Declared (Note 20)	Interest Expense (Note 24)*	Lease Additions (Note 30)	Pre- termination of Lease (Note 30)	Rent concessions (Note 30)	Amortization of Debt Issue Cost (Note 18)	Granted Stock Options to Employees and Subsidiaries**	December 31, 2021
						(in millions)				
Dividends payable (Note 16)	₱89.1	(₱1,839.6)	₱1,965.1	₱—	₱—	₱—	₱—	₱—	₱—	₱214.6
Interest payable (Note 16)	74.2	(464.6)	—	430.6	—	—	—	—	—	40.2
Lease liabilities (Note 30)	5,979.1	(719.7)	—	336.2	956.6	(671.6)	(318.4)	—	—	5,562.2
Short-term debt (Note 18)	6,833.4	(6,833.4)	—	—	—	—	—	—	—	—
Long-term debt (Note 18)	11,510.0	620.0	—	—	—	—	—	—	—	12,130.0
Debt issue cost (Note 18)	(57.4)	(30.0)	—	—	—	—	—	17.1	—	(70.3)
Capital stock (Note 19)	1,122.2	2.1	—	—	—	—	—	—	—	1,124.3
Preferred Stock (Note 19)	—	12,000.0	—	—	—	—	—	—	—	12,000.0
Additional paid-in capital	9,825.6	241.4	—	—	—	—	—	—	163.9	10,230.9
Total liabilities and equity on financing activities	₱35,376.2	₱2,976.2	₱1,965.1	₱766.8	₱956.6	(₱671.6)	(₱318.4)	₱17.1	₱163.9	₱41,231.9

*Excluding interest expense from accretion of security deposits amounting to ₱0.03 million.

**Including deferred tax asset amounting to ₱8.3 million.



2020

	January 1, 2020	Cash flows	Dividends Declared (Note 20)	Interest Expense (Note 24)*	Lease Additions (Note 30)	Pre-termination of Lease (Note 30)	Rent concessions (Note 30)	Amortization of Debt Issue Cost (Note 18)	Granted Stock Options to Employees and Subsidiaries**	December 31, 2020
	<i>(in millions)</i>									
Dividends payable (Note 16)	₱88.0	(₱1,430.0)	₱1,431.1	₱—	₱—	₱—	₱—	₱—	₱—	₱89.1
Interest payable (Note 16)	36.1	(584.5)	—	622.6	—	—	—	—	—	74.2
Lease liabilities (Note 30)	6,898.3	(710.0)	—	365.4	237.9	(394.9)	(417.6)	—	—	5,979.1
Short-term debt (Note 18)	—	6,833.4	—	—	—	—	—	—	—	6,833.4
Long-term debt (Note 18)	14,100.0	(2,590.0)	—	—	—	—	—	—	—	11,510.0
Debt issue cost (Note 18)	(74.1)	—	—	—	—	—	—	16.7	—	(57.4)
Capital stock (Note 19)	1,110.1	12.1	—	—	—	—	—	—	—	1,122.2
Additional paid-in capital	8,705.9	1,268.7	—	—	—	—	—	—	(149.0)	9,825.6
Total liabilities and equity on financing activities	₱30,864.3	₱2,799.7	₱1,431.1	₱988.0	₱237.9	(₱394.9)	(₱417.6)	₱16.7	(₱149.0)	₱35,376.2

* **Excluding interest expense from accretion of security deposits amounting to ₱0.04 million.

**Including deferred tax asset amounting to ₱337.3 million.



Noncash Activities

In 2021, the principal noncash transactions under investing activities pertain to transfer of land assets held-for-sale to other current assets from property, plant and equipment and investment properties amounting to ₱10.0 million and ₱424.1 million, respectively, and under operating activities pertain to application of the Company's excess MCIT over RCIT amounting to ₱244.8 million to its income tax payable from deferred tax assets.

The related proceeds from disposal of property, plant and equipment includes output VAT amounting to ₱17.9 million and ₱9.8 million not yet remitted as at December 31, 2021 and 2020, respectively.

36. Supplementary Tax Information Required Under Revenue Regulations No. 15-2010

The Bureau of Internal Revenue has issued Revenue Regulations No. 15-2010 which requires certain tax information to be disclosed in the notes to the parent company financial statements. The Company presented the required supplementary tax information as a separate schedule attached to its annual income tax return.



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue, Ortigas Center
Pasig City

We have audited the accompanying financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Company), as at and for the year ended December 31, 2021, on which we have rendered the attached report dated March 22, 2022.

In compliance with Revised Securities Regulation Code Rule 68, we are stating that the above Company has 2,581 stockholders owning more than one hundred (100) shares.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022

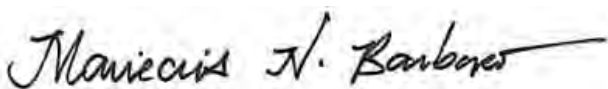


INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Jollibee Foods Corporation
Doing business under the name and style of Jollibee
10/F Jollibee Plaza Building
10 F. Ortigas Jr. Avenue, Ortigas Center
Pasig City

We have audited in accordance with Philippine Standards on Auditing the parent company financial statements of Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Company) as at and for the years ended December 31, 2021 and 2020 and have issued our report thereon dated March 22, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying Schedule of Reconciliation of Retained Earnings Available for Dividend Declaration as at December 31, 2021 is the responsibility of the management of the Company. The schedule is presented for the purpose of complying with Revised Securities Regulation Code Rule 68 and is not part of the basic financial statements. This has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Mariecris N. Barbaso

Partner

CPA Certificate No. 97101

Tax Identification No. 202-065-716

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

SEC Partner Accreditation No. 97101-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

SEC Firm Accreditation No. 0001-SEC (Group A)

Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions

BIR Accreditation No. 08-001998-108-2020, November 27, 2020, valid until November 26, 2023

PTR No. 8853470, January 3, 2022, Makati City

March 22, 2022



JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
Reconciliation of Retained Earnings for Dividend Declaration

Unappropriated Retained Earnings, beginning	₱16,861,899,210
Adjustments:	
Deferred tax assets, beginning	(3,659,492,626)
Unrealized foreign exchange gain - net (except those attributable to Cash and cash equivalents), beginning	(297,030,609)
Accretion of interest on financial assets, beginning	(70,359,610)
Unrealized gain on financial assets at fair value through profit or loss	(88,516,876)
<u>Unappropriated Retained Earnings Available for Dividend Declaration, beginning</u>	<u>12,746,499,489</u>
Add: Net income actually earned/realized during the period	
Net income of the Parent Company closed to Retained Earnings	4,954,527,408
Less: Unrealized foreign exchange gain – net of cash-related foreign exchange	(139,032,499)
Accretion of interest on financial assets	(16,317,823)
Unrealized gain on financial assets at fair value through profit or loss	(24,718,197)
Increase in deferred tax assets	(947,248,853)
<u>Net income actually earned/realized during the year</u>	<u>3,827,210,036</u>
Add/Less:	
Release of appropriation during the year	20,000,000,000
Appropriation made during the year	(18,700,000,000)
Dividends declared during the year	(1,965,108,308)
Treasury shares	(180,511,491)
<u>Unappropriated Retained Earnings Available for Dividend Declaration, ending</u>	<u>₱15,728,089,726</u>

Annex “E-3”

Interim Financial Statements
for the quarter ended
March 31, 2022

COVER SHEET

7	7	4	8	7						

S.E.C. Registration Number

J	O	L	L	I	B	E	E		F	O	O	D	S		C	O	R	P	O	R	A	T	I	O	N				
D	O	I	N	G		B	U	S	I	N	E	S	S		U	N	D	E	R		T	H	E		N	A	M	E	
A	N	D		S	T	Y	L	E		O	F		J	O	L	L	I	B	E	E									

(Company's Full Name)

10/F		J	O	L	L	I	B	E	E		P	L	A	Z	A		B	U	I	L	D	I	N	G				
10		F.		O	R	T	I	G	A	S		J	R	.		A	V	E	N	U	E							
O	R	T	I	G	A	S		C	E	N	T	E	R	,		P	A	S	I	G		C	I	T	Y			

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

Atty. Ana Isabel F. Castelo

Contact Person

(632) 8634-1111

Company Telephone Number

31-Dec

Month Day Year
Fiscal Year

Last Friday of June

Month Day Year
Annual Meeting

17Q

1st Quarter Ended March 31, 2022

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total no. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = please use **black ink** for scanning purposes

COVER SHEET

JOLLIBEE FOODS CORPORATION

Doing business under the name and style of Jollibee

(Company's Full Name)

10/F Jollibee Plaza Building

10 F. Ortigas Jr. Avenue,

Ortigas Center, Pasig City

(Company's Address)

(632) 8634-1111

Telephone Number

December 31

(Fiscal Year Ending)

Last Friday of June

(Annual Meeting)

SEC Form 17-Q

Quarterly Report

1st Quarter Ended March 31, 2022

(Form Type)

Amendment Designation (If applicable)

(Secondary License Type and File Number)

Cashier

LCU

DTU

77487
S.E.C REG. No.

Central Receiving Unit

File Number

Document I.D.

SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-Q
QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE
SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17 (2)(b) THEREUNDER

1. For the quarterly period ended: **March 31, 2022**
2. Commission identification number: **77487**
3. BIR Tax Identification No.: **000-388-771**
4. **JOLLIBEE FOODS CORPORATION**
doing business under the name and style of Jollibee
Exact name of registrant as specified in its charter
5. **PHILIPPINES**
Province, country or other jurisdiction of incorporation or organization
6. Industry classification code: (SEC Use Only)
7. **10/F JOLLIBEE PLAZA BUILDING, 10 F. ORTIGAS JR. AVENUE, ORTIGAS CENTER, PASIG CITY**
Address of registrant's principal office

1605
Postal Code
8. **(632) 8634-1111**
Registrant's telephone number, including area code
9. **N/A**
Former name, former address and former fiscal year, if changed since last report.
10. Securities registered pursuant to 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	1,111,523,548
Treasury Shares	16,447,340
Preferred Shares (JFCPA)	3,000,000
Preferred Shares (JFCPB)	9,000,000

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

Yes [X] No []

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 and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months (or for such shorter period the registrant was required to file such report)

Yes [X] No []

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

Yes [X] No []

No other material information.

SIGNATURE:

JOLLIBEE FOODS CORPORATION
Registrant



RICHARD SHIN
Chief Financial Officer &
Corporate Information Officer

PART 1 – FINANCIAL INFORMATION

Item 1. Financial Statements

a.	Consolidated Statements of Financial Position as at March 31, 2022 (Unaudited) and December 31, 2021 (Audited)
b.	Unaudited Consolidated Statements of Comprehensive Income for the Quarters Ended March 31, 2022 and 2021
c.	Unaudited Consolidated Statements of Changes in Equity for the Quarters Ended March 31, 2022 and 2021
d.	Unaudited Consolidated Statements of Cash Flows for the Quarters Ended March 31, 2022 and 2021
e.	Store Network and System Wide Sales
f.	Notes to Unaudited Consolidated Financial Statements

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Thousand Pesos)

	March 31, 2022 (Unaudited)	December 31, 2021 (Audited)	Change	
			Amount	Pct
ASSETS				
Current Assets				
Cash and cash equivalents (Notes 6, 31 and 32)	23,069,976	24,692,675	(1,622,699)	(6.6)
Short-term investments (Notes 6, 31 and 32)	54,842	79,700	(24,858)	(31.2)
Financial assets at fair value through profit or loss (Notes 10, 31 and 32)	10,540,166	14,412,902	(3,872,736)	(26.9)
Receivables and contract assets (Notes 7, 31 and 32)	6,436,332	7,245,986	(809,654)	(11.2)
Inventories (Note 8)	10,001,902	9,355,329	646,573	6.9
Other current assets (Note 9)	10,511,982	9,595,475	916,507	9.6
Total Current Assets	60,615,200	65,382,067	(4,766,867)	(7.3)
Noncurrent Assets				
Financial assets at fair value through profit or loss (Notes 10, 31 and 32)	40,232	40,232	-	-
Interests in and advances to joint ventures, co-venturers and associates (Note 11)	17,564,105	15,426,603	2,137,502	13.9
Property, plant and equipment (Note 12)	30,578,295	30,608,819	(30,524)	(0.1)
Right-of-use assets (Note 29)	36,492,149	38,168,366	(1,676,217)	(4.4)
Investment properties (Notes 13 and 32)	-	-	-	-
Trademarks, goodwill and other intangible assets (Notes 14)	51,240,991	50,610,888	630,103	1.2
Operating lease receivables (Notes 29, 31 and 32)	47,921	55,532	(7,611)	(13.7)
Finance lease receivables (Notes 29, 31 and 32)	56,674	56,674	-	-
Deferred tax assets - net (Note 24)	6,983,731	6,874,855	108,876	1.6
Other noncurrent assets (Notes 15, 31 and 32)	4,044,977	3,614,191	430,786	11.9
Total Noncurrent Assets	147,049,075	145,456,160	1,592,915	1.1
	207,664,275	210,838,227	(3,173,952)	(1.5)
LIABILITIES AND EQUITY				
Current Liabilities				
Trade payables and other current liabilities and contract liabilities (Notes 16, 31 and 32)	31,523,920	32,952,755	(1,428,835)	(4.3)
Income tax payable	203,224	148,617	54,607	36.7
Short-term debt (Notes 18 and 31)	538,568	510,000	28,568	5.6
Current portion of:				
Lease liabilities (Notes 29, 31 and 32)	6,388,141	7,284,154	(896,013)	(12.3)
Long-term debt (Notes 18, 31 and 32)	4,105,114	4,950,565	(845,451)	(17.1)
Total Current Liabilities	42,758,967	45,846,091	(3,087,124)	(6.7)
Noncurrent Liabilities				
Senior debt securities (Notes 18 and 31)	30,872,827	30,426,149	446,678	1.5
Noncurrent portion of:				
Lease liabilities (Notes 29, 31 and 32)	35,407,841	35,899,523	(491,682)	(1.4)
Long-term debt (Notes 18, 31 and 32)	14,843,227	17,409,612	(2,566,385)	(14.7)
Interest in an associate (Note 11)	186,559	179,088	7,471	4.2
Pension liability (Note 25)	2,490,391	2,416,465	73,926	3.1
Derivative liability (Notes 18, 31 and 32)	-	12,795	(12,795)	(100.0)
Provisions (Note 17)	1,035,636	1,035,636	-	-
Deferred tax liabilities - net (Note 24)	3,373,010	3,428,713	(55,703)	(1.6)
Total Noncurrent Liabilities	88,209,491	90,807,981	(2,598,490)	(2.9)
Total Liabilities (Carried Forward)	130,968,458	136,654,072	(5,685,614)	(4.2)

(Forward)

			Change	
	March 31, 2022	December 31,		
	(Unaudited)	2021 (Audited)	Amount	Pct
Total Liabilities (<i>Brought Forward</i>)	130,968,458	136,654,072	(5,685,614)	(4.2)
Equity Attributable to Equity Holders of the Parent Company (Note 31)				
Capital stock:				
Preferred (Note 19)	12,000,000	12,000,000	-	-
Common (Note 19)	1,122,842	1,107,164	15,678	1.4
Additional paid-in capital (Note 19)	10,451,043	10,331,342	119,701	1.2
Other reserve (Note 11)	1,877,400	1,877,400	-	-
Cumulative translation adjustments of foreign subsidiaries and interests in joint ventures and associates (Note 11)	1,387,378	1,082,109	305,269	28.2
Remeasurement loss on net defined benefit plan - net of tax (Note 25)	(1,140,807)	(1,140,807)	-	-
Comprehensive loss on derivative liability (Note 18)	-	(12,795)	12,795	100.0
Excess of cost over the carrying value of non-controlling interests acquired (Notes 11 and 19)	(2,026,340)	(2,026,340)	-	-
Retained earnings (Note 19):				
Appropriated for future expansion	18,700,000	18,700,000	-	-
Unappropriated	15,854,105	13,863,987	1,990,118	14.4
	58,225,621	55,782,060	2,443,561	4.4
Less cost of common stock held in treasury (Note 19)	180,511	180,511	-	-
	58,045,110	55,601,549	2,443,561	4.4
Senior perpetual securities (Notes 10 and 19)	20,264,804	20,264,804	-	-
Non-controlling interests (Note 11)	(1,614,097)	(1,682,198)	68,101	4.0
Total Equity	76,695,817	74,184,155	2,511,662	3.4
	207,664,275	210,838,227	(3,173,952)	(1.5)

See accompanying Notes to Unaudited Consolidated Financial Statements.

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Thousand Pesos, Except Per Share Data)

	Quarters Ended March 31				Change	
	2022		2021		Amount	Pct
	Pesos	Pct	Pesos	Pct		
REVENUES						
Gross sales	40,795,840	95.2%	33,217,333	95.8%	7,578,507	22.8%
Sales discount	(993,802)	-2.3%	(916,625)	-2.6%	(77,177)	-8.4%
Net sales	39,802,038	92.9%	32,300,708	93.1%	7,501,330	23.2%
Royalty, set-up fees and others (Note 20)	2,398,010	5.6%	1,871,840	5.4%	526,170	28.1%
	42,200,048	98.5%	34,172,548	98.5%	8,027,500	23.5%
PFRS 15 impact on system-wide advertising fees	656,835	1.5%	508,081	1.5%	148,754	29.3%
	42,856,883	100.0%	34,680,629	100.0%	8,176,254	23.6%
DIRECT COSTS (Note 21)						
Cost of inventories	19,522,606	45.6%	14,953,146	43.1%	4,569,460	30.6%
Store and manufacturing costs	16,423,511	38.3%	13,799,617	39.8%	2,623,894	19.0%
	35,946,117	83.9%	28,752,763	82.9%	7,193,354	25.0%
GROSS PROFIT	6,910,766	16.1%	5,927,866	17.1%	982,900	16.6%
EXPENSES						
General and administrative expenses - net (Note 22)	4,491,523	10.5%	3,822,470	11.0%	669,053	17.5%
Advertising and promotions	431,148	1.0%	619,774	1.8%	(188,626)	-30.4%
	4,922,671	11.5%	4,442,244	12.8%	480,427	10.8%
OPERATING INCOME	1,988,095	4.6%	1,485,622	4.3%	502,473	33.8%
INTEREST INCOME (EXPENSE) (Note 23)						
Interest income	36,709	0.1%	26,679	0.1%	10,030	37.6%
Interest expense:						
Financing	(652,337)	-1.5%	(594,386)	-1.7%	(57,951)	-9.7%
PFRS-16 Leases and others	(430,384)	-1.0%	(392,506)	-1.1%	(37,878)	-9.7%
	(1,046,012)	-2.4%	(960,213)	-2.8%	(85,799)	-8.9%
EQUITY IN NET EARNINGS OF JOINT VENTURES AND ASSOCIATES - Net (Note 11)	1,327	0.0%	31,394	0.1%	(30,067)	-95.8%
OTHER INCOME - Net (Note 23)	1,708,819	4.0%	442,259	1.3%	1,266,560	286.4%
INCOME BEFORE INCOME TAX	2,652,229	6.2%	999,062	2.9%	1,653,167	165.5%
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 24)						
Current	512,986	1.2%	352,503	1.0%	160,483	45.5%
Deferred	(124,473)	-0.3%	597,399	1.7%	(721,872)	-120.8%
	388,513	0.9%	949,902	2.7%	(561,389)	-59.1%
NET INCOME	2,263,716	5.3%	49,160	0.1%	2,214,556	4504.8%
OTHER COMPREHENSIVE INCOME (LOSS)						
Other comprehensive income (loss) to be reclassified to profit or loss in subsequent periods:						
Translation adjustments of foreign subsidiaries	317,340	0.7%	(75,083)	-0.2%	392,423	522.7%
Comprehensive income on derivative liability (Note 18)	12,795	0.0%	29,381	0.1%	(16,586)	-56.5%
Translation adjustments of foreign joint ventures and associates (Note 11)	(54,609)	-0.1%	103,743	0.3%	(158,352)	-152.6%
	275,526	0.6%	58,041	0.2%	217,485	374.7%
TOTAL COMPREHENSIVE INCOME	2,539,242	5.9%	107,201	0.3%	2,432,041	2268.7%
Net Income (Loss) Attributable to:						
Equity holders of the Parent Company (Note 28)	2,308,525	5.4%	152,648	0.4%	2,155,877	1412.3%
Non-controlling interests	(44,809)	-0.1%	(103,488)	-0.3%	58,679	56.7%
	2,263,716	5.3%	49,160	0.1%	2,214,556	4504.8%
Total Comprehensive Income (Loss) Attributable to:						
Equity holders of the Parent Company	2,626,589	6.1%	254,936	0.7%	2,371,653	930.3%
Non-controlling interests	(87,347)	-0.2%	(147,735)	-0.4%	60,388	40.9%
	2,539,242	5.9%	107,201	0.3%	2,432,041	2268.7%
Earnings Per Share for Net Income Attributable to Equity Holders of the Parent Company (Note 28)						
Basic	1.982		0.139		1.843	1325.9%
Diluted	1.975		0.138		1.837	1331.2%

See accompanying Notes to Unaudited Consolidated Financial Statements.

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIODS ENDED MARCH 31, 2022 and 2021

(Amounts in Thousand Pesos)

	Preferred Stock (Note 19)	Common Stock (Note 19)	Additional Paid-in Capital (Note 19)	Other Reserve (Note 11)	Cumulative Translation Adjustments of Foreign Subsidiaries and Interests in Joint Ventures and Associates (Note 11)	Remeasurement Loss on Net Defined Benefit Plan - Net of tax (Note 25)	Comprehensive Income (Loss) on Derivative Liability (Note 18)	Excess of Cost Over the Carrying Value of Non- controlling Interests Acquired (Notes 11 and 19)	Retained Earnings (Note 19)		Cost of Common Stock Held in Treasury (Note 19)	Total	Senior Perpetual Securities (Notes 10 and 19)	Non- controlling Interests (Note 11)	Total Equity
									Appropriated for Future Expansion	Unappropriated					
Balance at January 1, 2022	12,000,000	1,107,164	10,331,342	1,877,400	1,082,109	(1,140,807)	(12,795)	(2,026,340)	18,700,000	13,863,987	(180,511)	55,601,549	20,264,804	(1,682,198)	74,184,155
Net income (loss)	-	-	-	-	-	-	-	-	-	2,308,525	-	2,308,525	-	(44,809)	2,263,716
Other comprehensive income (loss)	-	-	-	-	305,269	-	12,795	-	-	-	-	318,064	-	(42,538)	275,526
Total comprehensive income (loss)	-	-	-	-	305,269	-	12,795	-	-	2,308,525	-	2,626,589	-	(87,347)	2,539,242
Movements in other equity accounts:															
Issuances and subscription of common stock (Note 19)	-	509	93,382	-	-	-	-	-	-	-	-	93,891	-	-	93,891
Cost of stock options granted (Note 19 and 26)	-	-	41,488	-	-	-	-	-	-	-	-	41,488	-	-	41,488
Reversal of subscription receivable	-	15,169	(15,169)	-	-	-	-	-	-	-	-	-	-	-	-
Dividend accrual for preferred shares (Note 19)	-	-	-	-	-	-	-	-	-	(120,027)	-	(120,027)	-	-	(120,027)
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	155,448	155,448
Distribution on senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	(198,380)	-	(198,380)	-	-	(198,380)
	-	15,678	119,701	-	-	-	-	-	-	(318,407)	-	(183,028)	-	155,448	(27,580)
Balance at March 31, 2022	12,000,000	1,122,842	10,451,043	1,877,400	1,387,378	(1,140,807)	-	(2,026,340)	18,700,000	15,854,105	(180,511)	58,045,110	20,264,804	(1,614,097)	76,695,817
Balance at January 1, 2021		1,105,079	9,913,890	1,877,400	(477,554)	(1,401,112)	(141,480)	(2,026,340)	20,000,000	9,869,889	(180,511)	38,539,261	30,588,000	(1,095,397)	68,031,864
Net income (loss)	-	-	-	-	-	-	-	-	-	152,648	-	152,648	-	(103,490)	49,158
Other comprehensive income (loss)	-	-	-	-	72,906	(1)	29,381	-	-	-	-	102,286	-	(44,244)	58,042
Total comprehensive income (loss)	-	-	-	-	72,906	(1)	29,381	-	-	152,648	-	254,934	-	(147,734)	107,200
Movements in other equity accounts:															
Issuances of common stock (Note 19)	-	105	16,753	-	-	-	-	-	-	-	-	16,858	-	-	16,858
Cost of stock options granted (Note 26)	-	-	34,328	-	-	-	-	-	-	-	-	34,328	-	-	34,328
Distribution on senior perpetual securities (Note 19)	-	-	-	-	-	-	-	-	-	(283,139)	-	(283,139)	-	-	(283,139)
	-	105	51,081	-	-	-	-	-	-	(283,139)	-	(231,953)	-	-	(231,953)
Balance at March 31, 2021	-	1,105,184	9,964,971	1,877,400	(404,648)	(1,401,113)	(112,099)	(2,026,340)	20,000,000	9,739,398	(180,511)	38,562,242	30,588,000	(1,243,131)	67,907,111

See accompanying Notes to Unaudited Consolidated Financial Statements.

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Amounts in Thousand Pesos)

	Quarters Ended March 31		Change	
	2022	2021	Amount	Pct
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income tax	2,652,229	999,062	1,653,167	165.5
Adjustments for:				
Depreciation and amortization (Notes 12, 14, 15, 21, 22 and 29)	3,371,813	3,206,983	164,830	5.1
Gain from disposal of land (Note 23)	(1,830,866)	-	(1,830,866)	100.0
Interest expense (Note 23)	1,082,721	986,891	95,830	9.7
Unrealized loss from financial assets at fair value through profit or loss (Notes 10 and 23)	484,979	178,631	306,348	171.5
Net unrealized foreign exchange gain	(144,690)	(22,190)	122,500	552.1
Loss on retirements and disposals of Property, plant and equipment (Notes 12, and 22)	102,237	21,713	80,524	370.9
Movement in pension liability (Notes 21 and 22)	73,926	70,891	3,035	4.3
Stock options expense (Notes 19, 22 and 26)	41,488	39,183	2,305	5.9
Interest income (Note 23)	(36,709)	(26,679)	10,030	37.6
Reversals of provision for impairment on:				
Inventories (Notes 8 and 22)	(34,596)	(97,639)	(63,043)	(64.6)
Property, plant and equipment (Notes 12 and 22)	(7,982)	(37,700)	(29,718)	(78.8)
Receivables (Notes 7 and 22)	(248)	(6,735)	(6,487)	(96.3)
Rent concessions (Note 29)	(20,084)	(56,603)	(36,519)	(64.5)
Amortization of debt issue cost	12,376	9,595	2,781	29.0
Impairment losses on:				
Receivables (Notes 7 and 22)	10,653	20,827	(10,174)	(48.9)
Inventories (Notes 8 and 22)	-	98,878	(98,878)	(100.0)
Pre-termination of leases (Note 23)	5,290	-	5,290	100.0
Equity in net earnings of joint ventures and associates (Note 11)	(1,328)	(31,393)	(30,065)	(95.8)
Income before working capital changes	5,761,209	5,353,715	407,494	7.6
Decreases (increases) in:				
Receivables	940,792	1,062,429	(121,637)	(11.4)
Inventories	(566,416)	439,198	(1,005,614)	(229.0)
Other current assets	(856,105)	(252,374)	603,731	239.2
Decrease in trade payables and other current liabilities	(1,897,840)	(3,099,370)	(1,201,530)	(38.8)
Net cash generated from operations	3,381,640	3,503,598	(121,958)	(3.5)
Income taxes paid	(458,379)	(396,784)	61,595	15.5
Interest received	(6,445)	18,990	(25,435)	(133.9)
Net cash provided by operating activities	2,916,816	3,125,804	(208,988)	(6.7)
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from:				
Redemptions of financial assets at fair value through profit or loss (Note 10)	5,074,195	41,101,261	(36,027,066)	(87.7)
Disposals of property, plant and equipment	472,746	87,043	385,703	443.1
Acquisitions of:				
Property, plant and equipment (Note 12)	(1,647,695)	(1,599,945)	47,750	3.0
A business - net of cash received (Note 11)	(416,055)	-	(416,055)	100.0
Decreases (increases) in:				
Other noncurrent assets	(192,585)	(445,971)	(253,386)	56.8
Short-term investments	24,858	116,720	(91,862)	(78.7)
Financial assets at fair value through profit or loss (Note 10)	(1,531,200)	(37,857,050)	(36,325,850)	(96.0)
Net cash provided by investing activities	1,784,264	1,402,058	382,206	27.3

	Quarters Ended March 31		Change	
	2022	2021	Amount	Pct
CASH FLOWS FROM FINANCING ACTIVITIES				
Payments of:				
Long-term debt (Note 18)	(3,568,190)	(1,179,060)	2,389,130	202.6
Lease liabilities (Note 29)	(1,974,688)	(1,890,881)	83,807	4.4
Interest	(571,753)	(627,506)	(55,753)	(8.9)
Coupons for senior perpetual securities	(400,006)	(562,302)	(162,296)	(28.9)
Cash dividends (Note 19)	(4,168)	(5,634)	(1,466)	(26.0)
Proceeds from:				
Issuance of common stock	93,892	16,858	77,034	457.0
Long-term debt (Note 18)	67,798	117,015	(49,217)	(42.1)
Short-term debt (Note 18)	21,168	-	21,168	100.0
Net cash used in financing activities	(6,335,947)	(4,131,510)	(2,204,437)	(53.4)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(1,634,867)	396,352	(2,031,219)	(512.5)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	12,168	6,782	5,386	79.4
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	24,692,675	21,361,486	3,331,189	15.6
CASH AND CASH EQUIVALENTS AT END OF PERIOD (Note 6)	23,069,976	21,764,620	1,305,356	6.0

See accompanying Notes to Unaudited Consolidated Financial Statements.

Jollibee Foods Corporation - Number of Stores

	Dec-21 Stores	January - Open	March Close	Net	Ownership Change	Adjustment/ Acquisition	Mar-22 Stores
Jollibee							
Co-owned	435	-	3	(3)	(1)	-	431
Franchised	749	3	2	1	1	-	751
Total	1,184	3	5	(2)	-	-	1,182
Chowking							
Co-owned	186	2	1	1	-	-	187
Franchised	370	3	1	2	-	-	372
Total	556	5	2	3	-	-	559
Greenwich							
Co-owned	145	1	1	-	-	-	145
Franchised	124	3	1	2	-	-	126
Total	269	4	2	2	-	-	271
Red Ribbon							
Co-owned	181	-	1	(1)	-	-	180
Franchised	338	2	2	-	-	-	338
Total	519	2	3	(1)	-	-	518
Mang Inasal							
Co-owned	15	-	-	-	-	-	15
Franchised	563	1	2	(1)	-	-	562
Total	578	1	2	(1)	-	-	577
Burger King							
	103	2	-	2	-	-	105
PHO24							
	4	-	-	-	-	-	4
Panda Express							
	4	2	-	2	-	-	6
Yoshinoya							
	3	-	-	-	-	-	3
Total Philippines							
	3,220	19	14	5	-	-	3,225
Yonghe King							
Co-owned	287	13	7	6	-	-	293
Franchised	107	3	3	-	-	-	107
Total	394	16	10	6	-	-	400
Hongzhuangyuan							
Co-owned	48	2	-	2	-	-	50
Franchised	3	1	1	-	-	-	3
Total	51	3	1	2	-	-	53
Dunkin' Donuts							
	7	-	-	-	-	-	7
Tim Ho Wan							
	8	-	-	-	-	-	8
Total - China							
	460	19	11	8	-	-	468
North America							
Jollibee US	54	2	-	2	-	-	56
Jollibee Canada	21	2	-	2	-	-	23
Red Ribbon	34	2	-	2	-	-	36
Chowking	16	-	-	-	-	-	16
Total NA PH brands	125	6	-	6	-	-	131
Smashburger							
Co-owned	128	3	-	3	-	-	131
Franchised	117	-	-	-	-	-	117
Total	245	3	-	3	-	-	248
Total - North America							
	370	9	-	9	-	-	379
Other Asia							
Jollibee:							
Vietnam	150	2	-	2	-	-	152
Hongkong	16	2	-	2	-	-	18
Brunei	18	-	-	-	-	-	18
Singapore	17	1	-	1	-	-	18
Co-owned*	11	1	-	1	-	-	12
Franchised	6	-	-	-	-	-	6
Macau	2	1	-	1	-	-	3
Malaysia	1	-	-	-	-	-	1
West Malaysia	-	1	-	1	-	-	1
Total - Other Asia	204	7	-	7	-	-	211

Jollibee Foods Corporation - Number of Stores

	Dec-21 Stores	January - Open	March Close	Net	Ownership Change	Adjustment/ Acquisition	Mar-22 Stores
Middle East							
Jollibee							
Saudi Arabia	12	1	-	1	-	-	13
Qatar	11	-	-	-	-	-	11
Kuwait*	8	-	-	-	-	-	8
UAE*	19	-	2	(2)	-	-	17
Bahrain	1	-	-	-	-	-	1
Oman	1	-	-	-	-	-	1
Chowking:							
UAE	19	2	2	-	-	-	19
Qatar	4	1	1	-	-	-	4
Oman	2	-	-	-	-	-	2
Kuwait*	5	-	-	-	-	-	5
Saudi Arabia	3	-	-	-	-	-	3
Total - Middle East	85	4	5	(1)	-	-	84
Europe (Jollibee)							
Italy (Milan)	2	-	-	-	-	-	2
United Kingdom	9	2	-	2	-	-	11
Spain	1	-	-	-	-	-	1
Total - Europe	12	2	-	2	-	-	14
Oceania							
Jollibee Guam	1	-	-	-	-	-	1
Total - EMEAA PH Brands	302	13	5	8	-	-	310
Coffee Bean							
Co-owned	292	6	3	3	-	-	295
Franchised	756	22	11	11	-	-	767
Total	1,048	28	14	14	-	-	1,062
SuperFoods							
Highlands Coffee							
Co-owned	411	12	2	10	-	-	421
Franchised	72	7	-	7	-	-	79
Total	483	19	2	17	-	-	500
PHO24							
Co-owned	34	-	12	(12)	-	-	22
Franchised	16	-	-	-	-	-	16
Total	50	-	12	(12)	-	-	38
Total - SuperFoods	533	19	14	5	-	-	538
Milksha							
Co-owned	-	-	-	-	-	18	18
Franchised	-	-	-	-	-	246	246
Total	-	-	-	-	-	264	264
Total International Stores	2,713	88	44	44	-	264	3,021
Grand Total	5,933	107	58	49	-	264	6,246
System Wide Sales (Amounts in PhP Millions)							
Quarter 1					31-Mar-21 47,782	31-Mar-22 59,976	% Growth 25.5%

*Adjusted the December 2021 total store count to include Cloud Kitchens

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

1. General Information

Corporate Information

Jollibee Foods Corporation Doing business under the name and style of Jollibee (the Parent Company or Ultimate Parent Company) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on January 11, 1978. The Parent Company and its subsidiaries (collectively referred to as “the JFC Group”) and affiliates are involved primarily in the development, operations and franchising of quick service restaurants (QSRs) under the trade names “Jollibee”, “Greenwich”, “Chowking”, “Yong He King”, “Red Ribbon”, “Hong Zhuang Yuan”, “Mang Inasal”, “Burger King”, “Highlands Coffee”, “Pho24”, “Dunkin’ Donuts”, “Smashburger”, “Tortazo”, “Tim Ho Wan”, “The Coffee Bean & Tea Leaf”, “Panda Express”, “Yoshinoya” and “Milksha”. The Parent Company is also primarily organized to invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests in the foregoing, pursuant to its business objectives. The other activities of the JFC Group include manufacturing and property leasing in support of the QSR systems and other business activities (see Notes 2 and 5).

On June 1, 2021, the Board of Directors (BOD) of the Parent Company approved the amendment to the Second Article of the Articles of Incorporation (AOI) to clarify and ensure, for avoidance of doubt of the Parent Company, in pursuit of its primary business purpose, can invest in, acquire, own, hold, use, sell, assign, transfer, lease, mortgage, exchange, or otherwise dispose of real and personal properties, of every kind and description, or interests therein. The amendment of the AOI of the Parent Company was approved by the Parent Company’s shareholders during the Parent Company’s annual stockholders’ meeting on June 25, 2021, and by the Philippine SEC on August 11, 2021.

The common and preferred shares of the Parent Company are listed and traded in the Philippine Stock Exchange (PSE) beginning July 14, 1993 and October 14, 2021, respectively.

The registered office address of the Parent Company is 10/F Jollibee Plaza Building, 10 F. Ortigas Jr. Ave., Ortigas Center, Pasig City.

Coronavirus (Covid-19) Pandemic

2021

The impact of the pandemic on the JFC Group’s business around the world in 2021 was mixed. Sales in the United States continued to be healthy with sales per store already reaching well above pre-pandemic levels. In the People’s Republic of China, sales growth slowed in some regions in the third and fourth quarters due to the reimposition of government restrictions while sales in the northern region continued to grow above pre-pandemic levels. JFC Group’s businesses in Vietnam, Brunei and Singapore grew above pre-pandemic levels in some quarters, but the sales growth reversed due to resurgence of Covid-19 in these countries. The Philippines, though still faced significant challenges due to restrictions related to the pandemic, showed sequential improvement in the sales performance of its various brands.

The global pandemic brought about several changes in customer’s habits both locally and internationally, such as an increased awareness for safety and a strong usage of digital commerce and technology. The JFC Group adapted by further strengthening in-store safety protocols, as well as

accelerating delivery and takeout channels – developing messenger bots, better websites and apps, and increasing its presence in food aggregators so that customers can order easily through these channels without leaving their homes.

The JFC Group continued to expand its brands across different markets, local and international, opening 398 stores in 2021. It was also investing in new store models. The Cloud Kitchens or food production and delivery hubs with no dine-in, in Singapore, Middle East and the US have been performing well. In the Philippines, JFC Group's Greenwich brand opened its first Delivery and Take Out Only Store. Through these models, the JFC Group is able to expand more quickly and cost-efficiently, especially in central but lower-rent areas – serving the increasing demand while maintaining the same safety and quality standards of its various brands' food products.

2022

The Covid-19 pandemic is still ongoing and has been affecting the JFC Group's global operations in varying degrees.

In the Philippines, store operations and sales were affected by the Omicron variant in the first month of 2022 but were able to gradually recover starting February. Restrictions have started to ease and business establishments including restaurants have started to return to normal operations, while ensuring that safety protocols are being strictly followed. At the end of March, all the JFC Group's stores in the country that were temporarily closed have reopened.

In China, some key cities struggled with a Covid-19 resurgence and heightened government restrictions that created challenging operating conditions during the quarter. Based on reports, the Covid-19 situation worsened in March 2022 with the surge of the Omicron variant, case counts surpassed 2020 and 2021 combined. Key cities in China have been fully or partially locked down for weeks, even months. The enforcement of the zero Covid-19 policy slowed down consumer spending due to reductions of social activities, travel and consumption. At the end of March 2022, 17% of the China business' stores were closed temporarily and decline in same store sales widened compared to January and February.

In North America, the impact of the Omicron variant was felt in January as reflected in the business' same store sales performance for the month which turned to single-digit positive compared to its double-digit performance in previous months. The Omicron surge also posed labor challenges as employees infected or exposed to the virus had to quarantine or call out sick. February and March sales results indicated that consumers have regained confidence as number of cases dropped and restrictions started to ease.

In Vietnam, the Omicron surge was felt in February, and government restrictions were imposed on key cities in the Northern region thus affecting consumer mobility. Consumers in the southern region were more relaxed due to minimal government restrictions.

At the end of March, only 3% of the JFC Group's stores worldwide are closed temporarily due to Covid-19. The number of customers visiting the stores to dine in is increasing while off premise sales continue to show sustained growth. Despite the pandemic, the JFC Group performed well in the first quarter as evidenced by the double digit growth in sales and profit.

The JFC Group has assessed the following impact of Covid-19 on its assets and liabilities in 2022 and 2021:

- Collectability of accounts with customers continues to be closely monitored. An increase in the provision for impairment of trade receivables has been identified because of extended credit terms provided to the franchisees.
- Recognition of impairment losses on inventories, property, plant and equipment and right-of-use assets and derecognition of right-of-use assets and lease liabilities relating to pre-termination of closed and nonperforming stores.
- The forecast used for impairment testing of goodwill and trademarks with indefinite life include the JFC Group's estimates of the potential future impact from Covid-19 pandemic. Cash flow projections have been adjusted to reflect a range of possible outcomes, weighted by their expected occurrence.
- The uncertainty in determining key assumptions (including forecast of revenues and expenses) in the assessment of future taxable income of the JFC Group, upon which the recognition of deferred tax assets is assessed, was considered.

The JFC Group continues to monitor the risks and the ongoing impact of Covid-19 on its business.

Approval and Authorization for Issuance of Unaudited Consolidated Financial Statements

The consolidated financial statements as at March 31, 2022 and December 31, 2021 and for the three months ended March 31, 2022 and 2021 were reviewed and approved by the Audit Committee as well as approved and authorized for issuance by the BOD on May 11, 2022.

2. Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Basis of Consolidation

Basis of Preparation

The consolidated financial statements of the JFC Group have been prepared on a historical cost basis, except for financial assets at fair value through profit or loss (FVTPL) and derivative financial instruments which are measured at fair value. The consolidated financial statements are presented in Philippine peso, which is the Parent Company's functional and presentation currency. All values are rounded to the nearest thousand pesos, except par values, per share amounts, number of shares and when otherwise indicated.

Statement of Compliance

The accompanying consolidated financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS).

New Standards, Interpretations and Amendments adopted by the JFC Group

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new accounting pronouncements starting January 1, 2021. The JFC Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments apply for the first time in 2021, but do not have an impact on the consolidated financial statements of the JFC Group.

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

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

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

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

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

The JFC Group adopted the amendment beginning January 1, 2021. The JFC Group applied the practical expedient to all the rent concessions that meet the criteria above. The waiver of lease payments was recognized in profit or loss in the year when the event or condition that triggers those changes in lease payments occur.

In 2021, the JFC Group received rent concessions from lessors amounting to ₱478.7 million accounted for as negative variable lease payments charged against rent expense.

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

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

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

The JFC 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

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

Future Changes in Accounting Policies

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

Effective beginning on or after January 1, 2022

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

The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential ‘day 2’ gains or losses arising from liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

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

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

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

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

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

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

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

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

- *Annual Improvements to PFRSs 2018-2020 Cycle*

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

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

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

- *Amendments to PFRS 9, Financial Instruments, Fees in the '10 per cent' test for Derecognition of Financial Liabilities*

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

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

- *Amendments to PAS 41, Agriculture, Taxation in Fair Value Measurements*

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

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

Effective beginning on or after January 1, 2023

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

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

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

An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

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

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

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

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

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

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

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

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

Effective beginning on or after January 1, 2024

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

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

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

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

Effective beginning on or after January 1, 2025

▪ PFRS 17, *Insurance Contracts*

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

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

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

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

PFRS 17 is effective for reporting years beginning on or after January 1, 2025, with comparative figures required. Early application is permitted. Adoption of this standard is not expected to have any impact to the JFC Group.

Deferred Effectivity

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

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

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

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as at March 31, 2022 and December 31, 2021 and for the periods ended March 31, 2022 and 2021.

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

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

There is a general presumption that a majority of voting rights results in control. To support this presumption when the JFC Group has less than a majority of the voting or similar rights of an investee, the JFC Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

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

The JFC Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the JFC Group obtains control over the subsidiary and ceases when the JFC Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the JFC Group gains control until the date the JFC Group 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 Company 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 financial statements of subsidiaries to bring their accounting policies in line with the JFC Group's accounting policies. All intra and inter-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the JFC Group are eliminated in full at consolidation.

The reporting dates of the Parent Company and the associates or joint ventures are identical and the latter's accounting policies conform to those used by the Parent Company for like transactions and events in similar circumstances.

If the JFC Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- Derecognizes the carrying amount of any non-controlling interests;
- Derecognizes the cumulative translation 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; and,
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the JFC Group had directly disposed of the related assets or liabilities.

Non-controlling interests represent the interests in the subsidiaries not held by the Parent Company, and are presented separately in the consolidated statement of comprehensive income and consolidated statement of financial position, separately from equity attributable to equity holders of the Parent Company.

A change in ownership interest in a subsidiary that does not result in a loss of control is accounted for as an equity transaction. The carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in the JFC Group's relative interests in the subsidiary. The JFC Group recognizes directly in equity any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received, and attribute it to the equity holders of the Parent Company. In particular cases where the JFC Group acquires non-controlling interest in a subsidiary at a consideration in excess of its carrying amount, the excess is charged to the "Excess of cost over the carrying value of non-controlling interests acquired" account under equity. These changes in the ownership interest in a subsidiary do not result in the recognition of a gain or loss in profit or loss. These include acquisitions of non-controlling interests of Greenwich, Yong He King, Adgraphix, Mang Inasal, Happy Bee Foods Processing Pte. Ltd. and Smashburger.

The consolidated financial statements include the accounts of the Parent Company and the following wholly-owned and majority-owned subsidiaries as at March 31, 2022 and December 31, 2021:

	Country of Incorporation	Principal Activities	March 2022 (Unaudited)		December 2021 (Audited)	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Fresh N' Famous Foods Inc. (Fresh N' Famous) - Chowking Food Corporation USA	Philippines	Food service	100	—	100	—
	United States of America (USA)	Holding company	—	100	—	100
Zenith Foods Corporation (Zenith)	Philippines	Food service	100	—	100	—
Freemont Foods Corporation (Freemont)	Philippines	Food service	100	—	100	—
RRB Holdings, Inc. (RRBH):	Philippines	Holding company	100	—	100	—
Red Ribbon Bakeshop, Inc. (RRBI)	Philippines	Food service	—	100	—	100
Red Ribbon Bakeshop, Inc. USA (RRBI USA)	USA	Food service	—	100	—	100
Mang Inasal Philippines Inc. (Mang Inasal)	Philippines	Food service	100	—	100	—
Grandworth Resources Corporation (Grandworth):	Philippines	Leasing	100	—	100	—
Adgraphix, Inc. (Adgraphix)	Philippines	Digital printing	—	100	—	100
ICConnect Multi Media Network, Inc. (ICConnect)	Philippines	Dormant	—	60	—	60
JC Properties & Ventures Co.	Philippines	Dormant	—	50	—	50
Honeybee Foods Corporation (HFC):	USA	Food service	100	—	100	—
Tokyo Teriyaki Corporation (TTC)	USA	Food service	—	100	—	100
Honeybee Foods (Canada) Corporation (HFCC)	Canada	Food service	—	100	—	100
Jollibee Worldwide Pte. Ltd. (JWPL):	Singapore	Holding company	100	—	100	—
Regional Operating Headquarters of JWPL (JWS)	Philippines	Financial accounting, human resources and logistics services	—	100	—	100
Golden Plate Pte., Ltd. (GPPL):	Singapore	Holding company	—	100	—	100
- Golden Beeworks Pte. Ltd.	Singapore	Food service	—	60	—	60
- Golden Piatto Pte. Ltd.	Singapore	Holding company	—	75	—	75
• Cibo Felice S.R.L.	Italy	Food service	—	100	—	100
- Bee World Spain, Sociedad Limitada	Spain	Food service	—	100	—	100
- Hong Yun Hong (Shanghai) Food and Beverages Management Company Ltd.	PRC	Food service	—	60	—	60
Golden Cup Pte.Ltd.	Singapore	Holding company	—	60	—	60
- Beijing Golden Coffee Cup Food & Beverage Management Co., Ltd.	PRC	Food service	—	100	—	100
Beijing New Hongzhuangyuan Food and Beverage Management Co., Ltd. (Hong Zhuang Yuan)	PRC	Food service	—	100	—	100
Southsea Binaries Ltd. (Southsea)	British Virgin Island (BVI)	Holding company	—	100	—	100
Beijing Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100

	Country of Incorporation	Principal Activities	March 2022 (Unaudited)		December 2021 (Audited)	
			Direct Ownership	Indirect Ownership	Direct Ownership	Indirect Ownership
Shenzhen Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100
Hangzhou Yongtong Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100
Hangzhou Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100
Wuhan Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100
Tianjin Yong He King Food and Beverage Co., Ltd.	PRC	Food service	—	100	—	100
Happy Bee Foods Processing Pte. Ltd. (HBFPP)	Singapore	Holding company	—	100	—	100
- Happy Bee Foods Processing (Anhui) Co. Ltd.	PRC	Food service	—	100	—	100
JSF Investments Pte. Ltd. (JSF):	Singapore	Holding company	—	100	—	100
- SF Vung Tau Joint Stock Company	Vietnam	Holding company	—	60	—	60
• Highland Coffee Service Joint-stock Company	Vietnam	Food service	—	100	—	100
• Quantum Corporation	Vietnam	Food service	—	100	—	100
• Pho Viet Joint Stock Company	Vietnam	Food service	—	100	—	100
• Pho 24 Service Trade Manufacture Corporation	Vietnam	Food service	—	100	—	100
- Blue Sky Holdings Limited	Hong Kong	Holding company	—	60	—	60
• Sino Ocean Limited	Hong Kong	Food service	—	100	—	100
• Blue Sky Holdings (Macau) Limited	Macau	Food service	—	100	—	100
Jollibee (China) Food & Beverage Management Co., Ltd.	PRC	Management company	—	100	—	100
Jollibee International (BVI) Ltd. (JIBL):	BVI	Holding company	—	100	—	100
- Jollibee Vietnam Corporation Ltd.	Vietnam	Food service	—	100	—	100
• Goldstar Food Trade and Service Company Limited (GSC)	Vietnam	Food service	—	100	—	100
- PT Chowking Indonesia	Indonesia	Dormant	—	100	—	100
- PT Jollibee Indonesia	Indonesia	Dormant	—	100	—	100
- Jollibee (Hong Kong) Limited	Hong Kong	Dormant	—	85	—	85
- Belmont Enterprises Ventures Limited (Belmont)	BVI	Holding company	—	100	—	100
• Yong He Holdings Co., Ltd.	BVI	Holding company	—	100	—	100
• Centenary Ventures Ltd.	BVI	Holding company	—	100	—	100
Bee Good! Inc. (BGI)	USA	Holding company	—	100	—	100
- SJB LLC (SJB)	USA	Food service	—	100	—	100
Bee World UK Limited (UK)	UK	Food service	—	100	—	100
Bee World Australia Pty Ltd ^(a)	Australia	Food service	—	100	—	—
Super Magnificent Coffee Company Pte. Ltd. (SMCC-SG)	Singapore	Holding company	—	80	—	80
- Super Magnificent Coffee Company Ireland Limited (SMCC-IE)	Ireland	Holding company	—	100	—	100
- Super Magnificent Coffee Company Hungary Kft. (SMCC-HU)	Hungary	Holding company	—	100	—	100
• Java Ventures, LLC (JVL)	USA	Holding company	—	100	—	100
• International Coffee & Tea, LLC (ICTL)	USA	Food service	—	100	—	100
• 6000 Jefferson BH, LLC	USA	Holding company	—	100	—	100
• CBTL Ventures, LLC	USA	Food service	—	100	—	100
• CBTL Franchising, LLC	USA	Franchising company	—	100	—	100
- The Coffee Bean & Tea Leaf (Singapore) Pte., Ltd. (CBTL-SG)	Singapore	Food service	—	100	—	100
• The Coffee Bean & Tea Leaf (Malaysia) Sdn. Bhd.	Malaysia	Food service	—	100	—	100
• The Coffee Bean & Tea Leaf (Hongkong) Limited	Hong Kong	Dormant	—	100	—	100
- Magnificent Coffee Trading Pte. Ltd	Singapore	Food Service	—	100	—	—
Milkshop International Inc. (Milksha) ^(a)	Taiwan	Food Service	—	51	—	—
Chanceux, Inc.	Philippines	Holding company	100	—	100	—
BKTitans Inc. (BKTitans)	Philippines	Holding company	—	54	—	54
- PFN Holdings Corporation	Philippines	Holding company	—	99	—	99
• PERF Restaurants, Inc.	Philippines	Food service	—	100	—	100
• PERF Trinoma	Philippines	Food service	—	100	—	100
• PERF MOA	Philippines	Food service	—	100	—	100
Jollibee Foods Corporation (USA)	USA	Holding company	100	—	100	—
Donut Magic Phils., Inc. (Donut Magic) ^(b)	Philippines	Dormant	100	—	100	—
Ice Cream Copenhagen Phils., Inc. (ICCP) ^(b)	Philippines	Dormant	100	—	100	—
Mary's Foods Corporation (Mary's) ^(b)	Philippines	Dormant	100	—	100	—
QSR Builders, Inc.	Philippines	Dormant	100	—	100	—

(a) On February 22, 2022, the Parent company, through its wholly owned subsidiary, JWPL, completed the acquisition of 51% ownership in Milkshop International Inc.

(b) On June 18, 2004, the stockholders of the JFC Group approved the Plan of Merger of the three (3) dormant companies. The application is pending approval from the SEC as at March 31, 2022.

3. Summary of Significant Accounting Policies

Current versus Noncurrent Classification

The JFC Group presents assets and liabilities in the consolidated statement of financial position based on current/noncurrent classification.

An asset is classified as current when it is:

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

A liability is classified as current when:

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

The JFC Group classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

Fair Value Measurement

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 by the JFC 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 fair value for financial instruments traded in active markets at the reporting date is based on their quoted price or binding dealer price quotations, without any deduction for transaction costs. Where the JFC Group has financial assets and financial liabilities with offsetting positions in market risks or counterparty credit risk, it has elected to use the measurement exception to measure the fair value of its net risk exposure by applying the bid or ask price to the net open position as appropriate. For all other financial instruments not traded in an active market, the fair value is determined by using valuation techniques deemed to be appropriate in the circumstances. Valuation techniques include the market approach (i.e., using prices and other relevant information generated by market

transactions involving identical or comparable assets, liabilities or a group of assets and liabilities), the income approach (i.e., discounted cash flow analysis and option pricing models making as much use of available and supportable market data as possible) and the cost approach (i.e., based on the amount required to replace the service capacity of an asset).

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

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

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest-level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest-level input that is significant to the fair value measurement is unobservable

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

The JFC Group's management determines the policies and procedures for both recurring fair value measurement and non-recurring measurement. At each reporting date, the management analyzes the movements in the values of assets and liabilities which are required to be remeasured or reassessed as per the JFC Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the JFC Group has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Cash and Cash Equivalents

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

Short-term Investments

Short-term investments are deposits with original maturities of more than three months to one year from acquisition date.

Financial Instruments

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

Date of Recognition. The JFC Group recognizes a financial asset or a financial liability in the consolidated statement of financial position, when it becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the JFC Group commits to purchase or sell the asset.

Financial Instruments - Initial Recognition and Subsequent Measurement

Financial Assets

Initial Recognition and Measurement. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI) and FVTPL.

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

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The JFC Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

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

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

The JFC Group has no financial assets at FVOCI as at March 31, 2022 and December 31, 2021.

Financial Assets at Amortized Cost (Debt Instruments). This category is the most relevant to the JFC Group. The JFC Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and,
- 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.

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

The JFC Group's cash in banks, short-term deposits, short-term investments, receivables (excluding receivables from government agencies), security and other deposits, operating lease receivables and

finance lease receivables are classified under this category as at March 31, 2022 and December 31, 2021.

Financial Assets at FVTPL. Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or FVOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

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

The JFC Group's investments in golf, leisure club shares and bond funds are classified under this category as at March 31, 2022 and December 31, 2021.

Impairment of Financial Assets. The JFC Group recognizes an allowance for Expected Credit Losses (ECLs) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows the JFC Group expects to receive discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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

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

For security and other deposits, the JFC Group applies the general approach and calculates ECL based on the 12-month ECLs or lifetime ECLs, depending on whether there has been a significant increase in credit risk on the financial instruments since initial recognition.

For cash in banks, short-term deposits and short-term investments, the JFC Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the JFC Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there is a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The JFC Group assesses that there is a significant increase in credit risk of a financial asset when default occurs. The JFC Group uses the ratings from Moody's to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The JFC Group considers a financial asset in default when contractual payments are 30 days past due. However, in certain cases, the JFC Group may also consider a financial asset to be in default when internal or external information indicates that the JFC Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the JFC Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The JFC Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. To do this, the JFC Group has considered a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs.

Based on the JFC Group's evaluation and assessment and after taking into consideration external actual and forecast information, the JFC Group considers two or more economic scenarios and the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The JFC Group has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses. The JFC Group considers macro-economic factors such as gross domestic product growth rates and inflation rates in its analysis.

Financial Liabilities

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

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

The JFC Group's financial liabilities include loans and borrowings, payables and derivative financial liabilities as at March 31, 2022 and December 31, 2021.

Subsequent Measurement

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

Gains or losses on liabilities held for trading are recognized in profit or loss.

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

- *Loans and Borrowings, and Other Payables.* This is the category most relevant to the JFC Group. After initial recognition, interest-bearing loans and borrowings, and other payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs, including debt issue costs for the JFC Group's debts that are an integral part of the effective interest rate. The effective interest rate amortization is included as interest expense in the consolidated statement of comprehensive income.

This category includes the JFC Group's trade payables and other current liabilities (excluding local and other taxes payable and unearned revenue from gift certificates), short-term and long-term debts, lease liabilities and senior debt securities as at March 31, 2022 and December 31, 2021.

- *Debt Issue Costs.* Debt issue costs are specific incremental costs, other than those paid to the lender, that are directly related to issuing a debt instrument. These are presented in the consolidated statement of financial position as a reduction from the related debt instrument and are amortized through the EIR amortization process.

Derecognition of Financial Assets and Liabilities

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

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

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

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

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of comprehensive income.

Classification of Financial Instruments Between Liability and Equity

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

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

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

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

‘Day 1 Difference’

Where the transaction price in a non-active market is different from the fair value based on other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the JFC Group recognizes the difference between the transaction price and fair value (a ‘Day 1 difference’) in the profit or loss unless it qualifies for recognition as some other type of asset. In cases where unobservable data is used, the difference between the transaction price and model value is recognized in the profit or loss only when the inputs become observable or when the instrument is derecognized. For each transaction, the JFC Group determines the appropriate method of recognizing the ‘Day 1 difference’ amount.

Offsetting of Financial Instruments

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

Derivative Financial Instruments and Hedge Accounting

Initial Recognition and Subsequent Measurement. The JFC Group uses derivative financial instruments, such as cross currency swaps and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognized in other comprehensive income and later reclassified to profit or loss when the hedge item affects profit or loss.

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

- Fair value hedges when hedging the exposure to changes in the fair value of a recognized asset or liability or an unrecognized firm commitment;

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

The JFC Group's interest rate swap is a cash flow hedge. The JFC Group has no fair value hedge and hedge of a net investment in a foreign operation as at March 31, 2022 and December 31, 2021.

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

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the JFC Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

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

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

Cash Flow Hedges. Cash flow hedges are hedges of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognized asset, liability or a highly probable forecast transaction and could affect the consolidated statements of comprehensive income. Changes in the fair value of a hedging instrument that qualifies as a highly effective cash flow hedge are recognized as "Comprehensive income (loss) on derivative liability" in the consolidated statement of comprehensive income, whereas any hedge ineffectiveness is immediately recognized in profit or loss.

The JFC Group has an interest rate swap for its exposure to volatility in interest rates.

Amounts recognized as other comprehensive are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged income or expense is recognized or when a forecast sale occurs.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognized in other comprehensive income remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

Contract Balances

Contract Assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the JFC Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade Receivables. A receivable represents the JFC Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

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

Inventories

Inventories are valued at the lower of cost and net realizable value. Costs are accounted for as follows:

Processed inventories	-	Standard costing, which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using first in, first out (FIFO). Cost includes direct materials, labor and a proportion of manufacturing overhead costs based on normal operating capacity.
Food supplies, packaging, store and other supplies, and novelty items	-	Standard costing which is reviewed on a quarterly basis and revised as necessary to approximate current costs determined using FIFO.

Net realizable value of processed inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Net realizable value of food supplies, packaging, store and other supplies is the current replacement cost. Food and other supplies are held for use in the production of processed inventories.

Net realizable value of novelty items is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Other Current Assets

Other current assets include prepaid expenses which are paid in advance and recorded as asset before these are utilized, deposits which pertain to advance payments to suppliers to be applied for future purchases, and creditable withholding taxes, which will be applied in the following year against corporate income tax or be claimed for refund with the Bureau of Internal Revenue. Prepaid expenses are amortized over time and recognized as expense as the benefit is derived from the asset.

Interests in and Advances to Joint Ventures, Co-venturers and Associates

An associate is an entity over which the JFC Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not in control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The JFC Group's investments in its associates and joint ventures are accounted for using the equity method based on the percentage share of ownership and capitalization. Interests in joint ventures are accounted for under the equity method from the date the joint control is obtained.

Under the equity method, the JFC Group's investments in joint ventures and associates are carried in the consolidated statement of financial position at cost plus the JFC Group's share in post-acquisition changes in the net assets of associates or joint ventures, less any impairment in value. Goodwill relating to the joint ventures or associates is included in the carrying amount of the investment and is not amortized. The consolidated statement of comprehensive income includes the JFC Group's share in the financial performance of the associates or joint ventures. The JFC Group's share in profit or loss of the associates is shown on the face of the consolidated statement of comprehensive income as "Equity in net earnings (losses) of joint ventures and associates – net", which is the profit or loss attributable to equity holders of the joint ventures and associates.

When the JFC Group's share of losses in the joint ventures or associates equals or exceeds its interest, including any other unsecured receivables, the JFC Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the associates or joint ventures. Where there has been a change recognized directly in the equity of the associate or joint venture, the JFC Group recognizes its share in any changes and discloses this, when applicable, in the consolidated statement of changes in equity.

Unrealized gains arising from transactions with the associates or joint ventures are eliminated to the extent of the JFC Group's interests in the associates or joint ventures against the related investments. Unrealized losses are eliminated similarly but only to the extent that there is no evidence of impairment in the asset transferred.

The JFC Group ceases to use the equity method of accounting on the date from which it no longer has joint control in the joint ventures, no longer has significant influence over the associates, or when the interest becomes held for sale.

Upon loss of significant influence over the associate or joint control over the joint ventures, the JFC Group measures and recognizes its remaining investment at its fair value. Any difference between the carrying amount of the former associate or former jointly controlled entities upon loss of significant influence or joint control, and the fair value of the remaining investment and proceeds from disposal is recognized in profit or loss. When the remaining interest in the former jointly controlled entity constitutes significant influence, it is accounted for as interest in an associate.

Property, Plant and Equipment

Property, plant and equipment, except land and construction in progress, are stated at cost less accumulated depreciation and amortization and any accumulated impairment in value. Such cost includes the cost of replacing part of property, plant and equipment at the time that cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing. Land is stated at cost less any impairment in value.

The initial cost of property, plant and equipment consists of its purchase price, including import duties and nonrefundable taxes and any other costs directly attributable in bringing the asset to its working condition and location for its intended use. Cost also includes any related asset retirement obligation and interest incurred during the construction year on funds borrowed to finance the construction of the asset. Expenditures incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to profit or loss in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property, plant and equipment.

Depreciation and amortization are calculated on a straight-line basis over the following estimated useful lives of the assets:

Land improvements	5 years
Plant, buildings, commercial condominium units and improvements	5 – 40 years
Leasehold improvements	2 – 10 years or term of the lease, whichever is shorter
Office, store and food processing equipment	1 – 15 years
Furniture and fixtures	3 – 5 years
Transportation equipment	3 – 5 years

The residual values, if any, useful lives and depreciation and amortization method of the assets are reviewed at the end of each financial year and adjusted prospectively, if appropriate.

Fully depreciated assets are retained in the accounts until they are disposed or retired.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognized.

Construction in progress represents assets under construction and is stated at cost less any impairment in value. This includes the cost of construction and other direct costs. Cost also includes interest on borrowed funds incurred during the construction year. Construction in progress is not depreciated until such time that the relevant assets are completed and ready for use.

Investment Properties

Investment properties consist of land and buildings and building improvements held by the JFC Group for capital appreciation and rental purposes. Investment properties, except land, are carried at cost, including transaction costs, less accumulated depreciation and amortization and any impairment in value. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-to-day servicing of an investment property. Land is carried at cost less any impairment in value.

The depreciation of buildings and building improvements are calculated on a straight-line basis over the estimated useful lives of the assets which are five (5) to thirty-five (35) years.

The residual values, if any, useful lives and method of depreciation and amortization of the assets are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Investment property is derecognized when either it has been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in profit or loss in the year of retirement or disposal.

Transfers to, and from, investment property are made only when there is a change in use, evidenced by:

- Commencement of owner-occupation, for a transfer of investment property to owner-occupied property;
- Commencement of development with a view to sell, for a transfer from investment property to real properties held-for-sale and development;

- End of owner occupation, for a transfer from owner-occupied property to investment property; or,
- Commencement of an operating lease to another party, for a transfer from real properties held-for-sale and development to investment property.

For a transfer from investment property to owner-occupied property, the cost of property for subsequent accounting is its carrying value at the date of change in use. If the property occupied by the JFC Group as an owner-occupied property becomes an investment property, the JFC Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalized as part of the cost of asset. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are substantially ready for their intended use. All other borrowing costs are expensed as incurred. Borrowing costs consist of interest and other cost that an entity incurs in connection with the borrowing of funds.

Business Combinations

Business combinations are accounted for using the acquisition method. Applying the acquisition method requires the (a) determination whether the JFC Group will be identified as the acquirer; (b) determination of the acquisition date; (c) recognition and measurement of the identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree; and (d) recognition and measurement of goodwill or a gain from a bargain purchase.

When the JFC 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 acquisition date.

The cost of an acquisition is measured as the aggregate of the (a) consideration transferred by the JFC Group, measured at acquisition-date fair value, (b) amount of any non-controlling interest in the acquiree and (c) acquisition-date fair value of the JFC Group's previously held equity interest in the acquiree in a business combination achieved in stages. Acquisition costs incurred are expensed and included in "General and administrative expenses" account in the consolidated statement of comprehensive income.

Initial Measurement of Non-controlling Interest. For each business combination, the JFC Group measures the non-controlling interest in the acquiree using the proportionate share of the acquiree's fair value of identifiable net assets.

Business Combination Achieved in Stages. In a business combination achieved in stages, the JFC Group remeasures its previously held equity interests in the acquiree at its acquisition-date fair value and recognizes the resulting gain or loss, if any, in profit or loss.

Measurement Period. If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the JFC Group reports in its consolidated financial statements provisional amounts for the items for which the accounting is incomplete. The measurement period ends as soon as the JFC Group receives the information it was seeking about facts and circumstances that existed as at the acquisition date or learns that more information is not obtainable. The measurement period does not exceed one year from the acquisition date.

Initial Measurement of Goodwill or Gain on a Bargain Purchase. Goodwill is initially measured by the JFC Group at cost being the excess of the total consideration transferred over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss as gain on a bargain purchase. Before recognizing a gain on a bargain purchase, the JFC Group determines whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognize any additional assets or liabilities that are identified in that review.

Subsequent Measurement of Goodwill. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Impairment Testing of Goodwill. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the JFC Group's CGU, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units or groups of units.

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

- represents the lowest level within the JFC Group at which the goodwill is monitored for internal management purposes; and,
- is not larger than an operating segment as defined in PFRS 8, *Operating Segments*, before aggregation.

Frequency of Impairment Testing. Irrespective of whether there is any indication of impairment, the JFC Group tests goodwill acquired in a business combination for impairment annually as at December 31 and more frequently when circumstances indicate that the carrying amount is impaired.

Allocation of Impairment Loss. An impairment loss is recognized for a CGU if the recoverable amount of the unit or group of units is less than the carrying amount of the unit or group of units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit or group of units first to reduce the carrying amount of goodwill allocated to the CGU or group of units and then to the other assets of the unit or group of units pro rata on the basis of the carrying amount of each asset in the unit or group of units. In allocating the impairment loss, the JFC Group cannot reduce the carrying amount of an asset below the highest of its fair value less cost of disposal if measurable, its value in use if determinable and zero.

Intangible Assets

Intangible assets acquired separately are measured at cost on initial recognition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment loss. The useful lives of intangible assets are assessed at the individual asset level as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life using the straight-line method and assessed for impairment whenever there is an indication that the intangible assets may be impaired. At a minimum, the amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the CGU level. Such intangible assets are not amortized. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Amortization of computer software, trademarks and other intangible assets are calculated on a straight-line basis over the following estimated useful lives of the assets:

Computer software	10 years
Trademarks	5 years
Other intangible assets	5 years

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in profit or loss when the asset is derecognized.

Land Assets Held for Sale

Land assets held for sale are carried at the lower of its carrying amount and fair value less costs to sell. At reporting date, the JFC Group classifies assets as held for sale (disposal group) when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case the asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale must be highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset and an active program to locate a buyer and complete the plan must have been initiated. Further, the asset must be actively marketed for sale at a price that is reasonable in relation to its current fair value. In addition, the sale should be expected to qualify for recognition as a completed sale within one year from the date of classification.

The JFC Group measures land asset held for sale at the lower of its carrying amount and fair value less cost to sell.

Impairment of Nonfinancial Assets

The carrying values of interests in and advances to joint ventures, co-venturers and associates, property, plant and equipment, right-of-use assets, investment properties, trademarks and other intangible assets with definite useful life, and other noncurrent assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and if the carrying value exceeds the estimated recoverable amount, the assets or CGU are written down to their recoverable amounts. The recoverable amount of the asset is the greater of fair value less costs to sell or value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's-length transaction between knowledgeable and willing parties, less costs of disposal. 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 largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Impairment losses are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

For nonfinancial assets, excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the

case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. After such a reversal, the depreciation charge is adjusted in future years to allocate the asset's revised carrying amount, less any residual value on a systematic basis over its remaining useful life.

Equity

Capital Stock and Additional Paid-in Capital. Capital stock is measured at par value for all shares issued. Proceeds and/or fair value of considerations received in excess of par value, if any, are recognized as additional paid-in capital. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax.

Additional paid-in capital is also credited for the cost of the JFC Group's equity-settled share-based payments to its employees.

Subscription Receivable. Subscription receivable represents the unpaid balance of the subscription price for subscribed common stock of the Parent Company.

Retained Earnings. Retained earnings represent the JFC Group's accumulated earnings, net of dividends declared. The balance includes accumulated earnings of subsidiaries, joint ventures and associates, which are not available for dividend declaration.

Dividends. The JFC Group recognizes a liability to make cash distribution to its equity holders when the distribution is authorized and the distribution is no longer at the discretion of the JFC Group. A corresponding amount is recognized directly in the equity. Dividends for the year that are approved after the financial reporting date are dealt with as an event after the reporting year.

Other Comprehensive Income. Other comprehensive income comprises items of income and expense (including reclassification adjustments) that are not recognized in profit or loss. These include cumulative translation adjustments, gains or losses on derivatives designated as hedging instruments in an effective hedge, unrealized gains or losses on financial assets at FVOCI, remeasurement gains or losses on pension and their income tax effects.

Treasury Shares. Acquisitions of treasury shares are recorded at cost. The total cost of treasury shares is shown in the consolidated statement of financial position as a deduction from the total equity. Upon re-issuance or resale of the treasury shares, cost of common stock held in treasury account is credited for the cost of the treasury shares determined using the simple average method. Gain on sale is credited to additional paid-in capital. Losses are charged against additional paid-in capital but only to the extent of previous gain from original issuance, sale or retirement for the same class of stock. Otherwise, losses are charged to retained earnings.

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the JFC Group expects to be entitled in exchange for those goods or services. The JFC Group assesses its revenue arrangements against specific criteria to determine if it is acting as a principal or as an agent. The JFC Group has concluded that it is acting as principal in majority of its revenue arrangements. The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods. Revenue from sale of goods is recognized at the point in time when control is transferred to the customer, which is normally upon delivery. Sales returns and discounts are deducted from sales to arrive at net sales shown in the consolidated statement of comprehensive income.

Royalty Fees. Revenue from royalty fees is recognized as the royalty accrues based on certain percentages of the franchisees' net sales.

Set-up Fees. Revenue from set-up fees is recognized on a straight-basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

System-wide Advertising Fees. Revenues consisting of reimbursements of network advertising and promotional costs from franchisees are recognized upon performance of service.

Service Fees. Revenue is recognized in the period in which the service has been rendered.

Management Fees. Revenue is recognized in the period in which the administration services has been rendered based on a certain percentage of the total costs incurred.

Other Revenues

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

Rent Income. Rent income from short-term leases and leases of low-value asset is recognized on a straight-line basis over the lease terms.

Interest Income. Interest income is recognized as the interest accrues, taking into account the effective yield on the asset.

Other Income. Other income is recognized when there is an incidental economic benefit, other than the usual business operations, that will flow to the JFC Group through an increase in asset or reduction in liability and that can be measured reliably.

Cost and Expenses

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

Advertising and promotion expenses include costs incurred for advertising schemes and promotional activities for new products.

Pension Benefits

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

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

Pension expense comprises the following:

- Service cost; and,
- Net interest on the 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 part of pension expense. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the pension liability or asset is the change during the period in the liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the pension liability or asset. Net interest on the pension liability or asset is recognized under “Direct costs” and “General and administrative expenses” in the consolidated statement of comprehensive income.

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

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

The JFC Group also participates in various government-defined contribution schemes for the PRC-based and USA-based subsidiaries. Under these schemes, pension benefits of existing and retired employees are guaranteed by the local pension benefit plan, and each subsidiary has no further obligations beyond the annual contribution.

Employee Leave Entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. JFC Group recognizes undiscounted liability for leave expected to be settled wholly before twelve months after the end of the annual reporting period.

Share-based Payments

The JFC Group has stock option plans granting its management and employees an option to purchase a fixed number of shares of stock at a stated price during a specified period (“equity-settled transactions”).

The cost of the options granted to the JFC Group’s management and employees that becomes vested is recognized in profit or loss over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant management and employees become fully entitled to the award (“vesting date”).

The fair value is determined using the Black-Scholes Option Pricing Model. The cumulative expense recognized for the share-based transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the JFC Group’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit in profit or loss or the investment account for a period represents the movement in cumulative expense recognized as of the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest.

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

Where a share-based award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if there were a modification of the original award.

Leases

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

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

- *Right-of-Use Assets.* The JFC Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Unless the JFC Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.
- *Lease Liabilities.* At the commencement date of the lease, the JFC Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the JFC Group uses the incremental borrowing rate (IBR) at the lease commencement date if the interest rate implicit in the lease is not readily determinable. In determining the IBR, the JFC Group uses risk-free rate plus credit spread where the credit spread is based on the credit risk of the lessee. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The JFC Group's lease liabilities are included in interest-bearing loans and borrowings.

- *Short-term Leases and Leases of Low-value Assets.* The JFC Group applies the short-term lease recognition exemption to its short-term leases of QSR outlets. It also applies the lease of low-value assets recognition exemption to leases of that are considered of low value (i.e., below USD5,000 or approximately ₱250,000). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.
- *Subleases of Underlying Asset.* The JFC Group continues to account for the original lease (the head lease) as a lessee and accounts for the sublease as the lessor (intermediate lessor).
- *Lease Modification.* Lease modification is defined 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).

A lessee shall account for a lease modification as a separate lease if both:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets; and,
- The consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, at the effective date of the lease modification a lessee shall:

- Allocate the consideration in the modified contract;
- Determine the lease term of the modified lease; and,
- Remeasure the lease liability by discounting the revised lease payments using a revised discount rate. The revised discount rate is determined as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, of the lessee's incremental borrowing rate at the effective date of the modification, if the interest rate implicit in the lease cannot be readily determined. The lessee shall account for the remeasurement of the lease liability by:
 - Decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease. The lessee shall recognize in profit or loss any gain or loss relating to partial or full termination of the lease; or,
 - Making corresponding adjustment to the right-of-use asset for all other lease modifications.

As a practical expedient, a lessee may elect not to assess whether a rent concession occurring as a direct consequence of Covid-19 pandemic is a lease modification and only if all of the following conditions are met:

- The change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- Any reduction in lease payment affects only payments originally due on or before June 30, 2022; and,

- There is no substantive change to other terms and conditions of the lease.

Rent concession from lessors were accounted for as negative variable lease payments in profit or loss.

JFC Group as Lessor. Leases in which the JFC Group does not transfer to the lessee substantially all the risks and benefits incidental to ownership an asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the operating lease receivable and recognized over the lease term on the same basis as rent income. Rent income from operating leases is accounted for on a straight-line basis over the lease term and is recognized as income in profit or loss. Contingent rents are recognized as revenue in the period in which they are earned.

JFC Group as an Intermediate Lessor. Sublease is classified at the inception date as a finance lease or an operating lease. Subleases in which the JFC Group determined that the lease term constitute a major part of the economic life of the underlying asset and at the inception date, the present value of the minimum lease payment amounts to substantially all of the fair value of the underlying asset are classified as finance lease.

If the sublease is classified as finance lease, JFC Group as an intermediate lessor:

- Derecognizes the right-of-use asset relating to the head lease that it transfers to the sublessee and recognizes the net investment in the sublease;
- Recognizes any difference between the right-of-use asset and the net investment in the sublease in profit or loss; and,
- Retains the lease liability relating to the head lease in its consolidated statement of financial position, which represents the lease payments owed to the head lessor.

During the term of the sublease, JFC Group recognizes both finance income on the sublease and interest expense on the head lease.

If the sublease is classified as an operating lease, JFC Group retains the lease liability and the right-of-use asset relating to the head lease in its consolidated statement of financial position. During the term of the sublease, JFC Group recognizes a depreciation charge for the right-of-use asset and interest on the lease liability and recognizes rent income from the sublease.

Foreign Currency Transactions and Translations

The consolidated financial statements are presented in Philippine Peso, which is the Parent Company's functional and presentation currency. Each entity in the JFC Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. The functional currency of subsidiaries domiciled and operating in the Philippines are also determined to be the Philippine Peso. Where the functional currency is the Philippine Peso, transactions in foreign currencies are recorded in Philippine Peso using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are restated using the closing rate of exchange at reporting date. All differences are recognized in profit or loss. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

The functional currencies of the JFC Group's foreign operations are US dollar (USD), PRC Renminbi (RMB), Vietnam dong (VND), Singapore dollar (SGD), Malaysian ringgit (MYR), Canadian dollar (CND), Euro, Pound (GBP), Hong Kong dollar (HKD), Indonesia rupiah (IDR), Macau pataca (MOP) and New Taiwan dollar (TWD). As of the reporting date, the assets and liabilities of foreign

subsidiaries are translated into the presentation currency of the Parent Company at the rate of exchange ruling at the reporting date while the income and expense accounts are translated at the weighted average exchange rates for the year. The resulting translation differences are included in equity under the account “Cumulative translation adjustments of foreign subsidiaries and interests in joint ventures and associates.” On disposal of a foreign subsidiary, the accumulated exchange differences are recognized in profit or loss.

Taxes

Current Tax. Current tax liabilities for the current and prior periods are measured at the amount expected to be paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at reporting date.

Current income tax relating to items recognized directly in equity is recognized in equity (not in the profit or loss). 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 balance sheet liability method, on all temporary differences at reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit; and,
- in respect of deductible temporary differences associated with investments in subsidiaries and interest in joint ventures and associates, 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 assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

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

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantially 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 another equity account.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances change. The adjustment is either treated as reduction in goodwill, as long as it does not exceed goodwill, if it was incurred during the measurement year or recognized in profit or loss.

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

Value Added Tax (VAT). Revenue, expenses and assets are recognized net of the amount of VAT, if applicable.

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as part of “Trade payables and other current liabilities” account in the consolidated statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as part of “Other current assets” account in the consolidated statement of financial position.

Earnings per Share (EPS) Attributable to Equity Holders of the Parent Company

Basic EPS is calculated by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the year, after considering the retroactive effect of stock dividend declaration, if any.

Diluted EPS is computed by dividing the net income for the year attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the period, adjusted for any potential common shares resulting from the assumed exercise of outstanding stock options. Outstanding stock options will have dilutive effect under the treasury stock method only when the average market price of the underlying common share during the period exceeds the exercise price of the option.

Where the EPS effect of the shares to be issued to management and employees under the stock option plan would be anti-dilutive, the basic and diluted EPS would be stated at the same amount.

Provisions

Provisions are recognized when the JFC Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and 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 assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

Contingencies

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

Business Segments

The JFC Group is organized and managed separately according to the nature of operations and geographical locations of businesses. The three major operating businesses of the JFC Group are food service, franchising and leasing while geographical segments are segregated to Philippine businesses and international businesses. These operating and geographical businesses are the basis upon which the JFC Group reports its primary segment information presented in Note 5.

Events after the Reporting Period

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

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts in the consolidated financial statements and related notes at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

The JFC Group believes the following represents a summary of these significant judgments, estimates and assumptions and the related impact and associated risks on the JFC Group's consolidated financial statements.

Judgments

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

Revenue Contracts with Customers - Determining the Timing of Satisfaction of Set-up Fees. The JFC Group undertakes activities prior to store opening (e.g., initial training, site development, systems set-up, etc.) as indicated in the franchise agreement. The JFC Group determines whether these activities are capable of being distinct (i.e., whether the franchisee can benefit on each of these activities on a standalone basis) and whether these activities are distinct within the context of the franchise agreement (i.e., whether these activities can be separated from the franchise license granted to the franchisee).

The JFC Group determined that revenue from set-up fees should be recognized on a straight-line basis over the term of the franchise agreement and when performance obligations relating to the payment of set-up fees have been satisfied.

Principal versus Agent Consideration. The JFC Group's agreement with the franchisee includes the right to charge the franchisee its share in the JFC Group's nationwide advertising and marketing efforts as well as fees for the JFC Group's administration of various advertisements, network and

media placements. The JFC Group determined that it is acting as principal for the nationwide advertising because it is the JFC Group who retains the right to direct the service provider of the advertisements, network and media placements, and has the discretion on how to price the advertising fee charges. The JFC Group considers both the legal form and the substance of its agreement to determine each party's respective roles in the agreement.

Determining the Lease Term of Contracts with Renewal Options - JFC Group as Lessee. The JFC Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The JFC Group has the option, under some of its leases to lease the assets for additional terms of 5 to 15 years. The JFC Group applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the JFC Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (e.g., a change in business strategy). The JFC Group included the renewal period as part of the lease term for leases of QSR outlets and warehouses due to the significance of these assets to its operations. These leases have a short non-cancellable period (i.e., 5 to 10 years) and there will be a significant negative effect on operations if a replacement is not readily available.

Assessing Joint Control of an Arrangement and the Type of Arrangement. Joint control is the contractually agreed sharing of control of an arrangement which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The JFC Group assessed that it has joint control in all joint arrangements by virtue of a contractual agreement with other stockholders. The JFC Group's joint ventures have separate legal entities and the shareholders have right to their net assets (see Note 11).

Material Partly-Owned Subsidiaries. The consolidated financial statements include additional information about subsidiaries that have non-controlling interests that are material to the JFC Group (see Note 11). Management determined material partly-owned subsidiaries as those with balance of non-controlling interest greater than 5% of total non-controlling interests and those subsidiaries with activities that are important to the JFC Group as at end of the period.

Material Joint Ventures and Associates. The consolidated financial statements include additional information about joint ventures and associates that are material to the JFC Group (see Note 11). Management determined material joint ventures and associates as those joint ventures and associates where the JFC Group's carrying amount of investment is greater than 5% of the total interests in joint ventures and investments in associates as at end of the period.

Estimates and Assumptions

The key estimates and assumptions concerning the future and other key sources of estimation uncertainty at reporting date that has a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. The JFC Group based its assumptions and estimates on parameters available when the consolidated financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to changes on market circumstances arising beyond the control of the JFC Group. Such changes are reflected in the assumptions when they occur.

Determination of Purchase Price Allocation. Management has measured the trademarks and other intangible assets based on the valuation report prepared by the external valuation specialist and the property and equipment that were acquired using the appraisal reports that were prepared by an independent appraiser. The trademarks were valued using the relief-from-royalty method wherein the fair value of trademarks is based on cost savings from owning the trademarks. Significant assumptions and estimates used include comparable royalty rates, long-term growth rates, discount rates based on available market data and revenue growth rate forecasts. The property and equipment were valued using the replacement cost. Adjustments were made to replacement cost to reflect depreciation. The valuation of other intangible assets was based on market values using income approach.

Recoverability of Trademarks, Goodwill and Other Intangible Assets. The JFC Group determines whether trademarks, goodwill and other intangible assets with indefinite useful life is impaired at least on an annual basis or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. This requires an estimation of the value in use of the CGU to which the goodwill is allocated. Estimating the value in use requires the JFC Group to make an estimate of the expected net sales, long-term growth rates and earnings before interest, taxes, depreciation and amortization (EBITDA) from the CGU and also consider market data in determining discount rate in order to calculate the present value of those cash flows. In addition, the assumptions are also subjected to a higher level of estimation uncertainty due to the current economic conditions which have been impacted by the Covid-19 pandemic.

Management has determined that trademarks, goodwill and other intangible assets are not impaired. The carrying amount of trademarks, goodwill and other intangible assets amounted to ₱51,241.0 million and ₱50,610.9 million as at March 31, 2022 and December 31, 2021, respectively (see Note 14).

Recoverability of Interests in and Advances to Joint Ventures, Co-venturers and Associates. The JFC Group performs impairment test of its interests in and advances to joint ventures, co-venturers and associates when there are facts and circumstances indicating that their carrying amounts exceed their recoverable amounts. Determining the recoverable amount of assets, which requires the determination of future cash flows expected to be generated from the continued operations of joint ventures and associates, requires the JFC Group to make significant assumptions that can materially affect the consolidated financial statements. These assumptions include long-term growth rates, EBITDA and discount rate. Future events could cause the JFC Group to conclude that the assets are impaired. Any resulting impairment loss could have a material adverse impact on the JFC Group's financial position and performance.

The carrying amounts of interests in and advances to joint ventures, co-venturers and associates as at March 31, 2022 and December 31, 2021 are as follows (see Note 11):

	March 2022 (Unaudited)	December 2021 (Audited)
Interests in joint ventures	₱11,012,162	₱10,989,369
Interests in associates	4,728,696	2,653,323
Advances to co-venturers	1,823,247	1,783,911

Recognition of Deferred Income Tax Assets. The carrying amounts of deferred tax assets at each reporting date is reviewed and reduced to the extent that sufficient taxable profits are available to allow all or part of the deferred tax assets to be utilized. The JFC Group's assessment on the recognition of deferred tax assets is based on the forecasted taxable income taking into account the period in which the deductible temporary differences can be claimed in the Philippines, PRC and USA. This forecast is based on assumptions that are affected by expected future market or economic conditions and the expected future performance as well as management's plans and strategies of the relevant taxable entities,

including the Parent Company and certain subsidiaries. The effect of Covid-19 pandemic on the macroeconomic factors are also used in developing the assumptions.

The carrying amount of the recognized deferred tax assets amounted to ₱16,953.9 million and ₱17,086.6 million as at March 31, 2022 and December 31, 2021, respectively. Unrecognized deferred tax assets amounted to ₱2,804.2 million and ₱2,689.6 million as at March 31, 2022 and December 31, 2021, respectively (see Note 24).

Impairment of Property, Plant and Equipment, Right-of-use Assets and Investment Properties. The JFC Group performs impairment review of right-of-use assets, property, plant and equipment and investment properties when certain impairment indicators are present. In 2022 and 2021, Management has identified store closures and pre-termination of underlying lease agreements due to Covid-19 pandemic as impairment indicators and has performed impairment assessment on its property, plant and equipment and right-of-use assets and has identified the related lease pre-termination costs, if any.

Determining the fair value of assets, which requires the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the JFC Group to make estimates and assumptions that can materially affect the consolidated financial statements. Future events could cause the JFC Group to conclude that the assets are impaired. Any resulting impairment loss could have a material adverse impact on the JFC Group's financial position and performance.

There were no provision for impairment loss recognized for the periods ended March 31, 2022 and 2021. Reversal of previously recognized impairment loss amounted to ₱8.0 million and ₱37.7 million for the periods ended March 31, 2022 and 2021, respectively (see Notes 12 and 22).

The aggregate carrying values of property, plant and equipment and right-of-use assets as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Property, plant and equipment (see Note 12)	₱ 30,578,295	₱30,608,819
Right-of-use assets (see Note 29)	36,492,149	38,168,366

Impairment of Receivables and Contract Assets. The JFC Group uses a provision matrix to calculate ECLs for its receivables and contract assets. The provision rates are based on days past due.

The provision matrix is initially based on the JFC Group's historical observed default rates. The JFC Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed default rates, forward-looking information, and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The JFC Group's historical credit loss experience and forecast of economic conditions may also not be representative of customers' actual default in the future.

Other than the considerations on the impact of Covid-19 on macroeconomic factors used as inputs to the ECL calculation, there have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Provision for impairment loss on receivables amounted to ₱10.7 million and ₱20.8 million for the periods ended March 31, 2022 and 2021, respectively (see Note 22). Reversal of previously recognized impairment loss amounted to ₱0.2 million and ₱6.7 million for the periods ended March 31, 2022 and 2021, respectively (see Note 22). The carrying amount of receivables and contract assets amounted to ₱6,436.3 million and ₱7,246.0 million as at March 31, 2022 and December 31, 2021, respectively (see Note 7).

Net Realizable Value of Inventories. The JFC Group writes down inventories to net realizable value, through the use of an allowance account, whenever the net realizable value of inventories becomes lower than the cost due to damage, physical deterioration, obsolescence, changes in price levels or other causes (i.e., Covid-19 pandemic).

The estimates of net realizable value are based on the most reliable evidence available at the time the estimates are made of the amounts the inventories are expected to be realized. These estimates take into consideration fluctuations of prices or costs directly relating to events occurring after reporting date to the extent that such events confirm conditions existing at reporting date. The allowance account is reviewed on a regular basis to reflect the accurate valuation in the financial records.

The JFC Group assessed that the net realizable value for some inventories is lower than cost, hence, it recognized provision for inventory obsolescence amounting to nil and ₱98.9 million for the periods ended March 31, 2022 and 2021, respectively (see Note 22). Reversal of previously recognized impairment loss amounted to ₱34.6 million and ₱97.6 million for the periods ended March 31, 2022 and 2021, respectively (see Note 22). The carrying amount of inventories amounted to ₱10,001.9 million and ₱9,355.3 million as at March 31, 2022 and December 31, 2021, respectively (see Note 8).

Present Value of Defined Benefit Obligation. The pension expense as well as the present value of the defined benefit obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates and the future salary increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

Future salary increases are based on budgetary salary increases.

The carrying amount of pension liability amounted to ₱2,490.4 million and ₱2,416.5 million as at March 31, 2022 and December 31, 2021, respectively (see Note 25).

Share-based Payments. The Parent Company measures the cost of its equity-settled transactions with management and employees by reference to the fair value of the equity instruments at the grant date. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about these inputs. The fair value of the share option is being determined using the Black-Scholes Option Pricing Model. The expected life of the stock options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price

volatility which may be different from the expected volatility of the shares of the Parent Company.

Total expense arising from share-based payment recognized by the JFC Group amounted to ₱41.5 million and ₱39.2 million for the periods ended March 31, 2022 and 2021, respectively (see Notes 19, 22, 26 and 27).

Fair Value of Financial Assets and Liabilities. When the fair values of financial assets and financial liabilities recorded or disclosed in the consolidated statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but when this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The fair value of financial assets and liabilities are discussed in Note 32.

Provisions and Contingencies. The JFC Group is involved in litigations, claims and disputes, and regulatory assessments which are normal to its business. The estimate of the probable costs for the resolution of these claims has been developed in consultation with the JFC Group's legal counsels and based upon an analysis of potential results (see Note 17). The inherent uncertainty over the outcome of these matters is brought about by the differences in the interpretation and application of laws and rulings. Management believes that the ultimate liability, if any, with respect to the litigations, claims and disputes, and regulatory assessments will not materially affect the financial position and performance of the JFC Group.

Total outstanding provisions amounted to ₱1,035.6 million as at March 31, 2022 and December 31, 2021 (see Notes 17 and 30).

5. Segment Information

For management purposes, the JFC Group is organized into segments based on the nature of the products and services offered and geographical locations. The Executive Management Committee monitors the operating results of its segments separately for resource allocation and performance assessment. Segment results are evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the consolidated financial statements.

Business Segments

The JFC Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

- The food service segment is involved in the operations of QSRs and the manufacture of food products to be sold to JFC Group-owned and franchised QSR outlets.
- The franchising segment is involved in the franchising of the JFC Group's QSR store concepts.
- The leasing segment leases store sites mainly to the JFC Group's independent franchisees.

The following tables present certain information on revenues, expenses and other segment information of the different business segments for the periods ended March 31, 2022 and 2021:

	March 2022 (Unaudited)				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Revenues from external customers	₱40,017,074	₱2,760,930	₱78,879	₱-	₱42,856,883
Inter-segment revenues	6,103,772	859,568	1,572,582	(8,535,922)	-
Segment revenues	46,120,846	3,620,498	1,651,461	(8,535,922)	42,856,883
Segment expenses	(46,324,656)	(1,516,403)	(1,595,824)	8,535,922	(40,900,961)
Reversals of impairment loss on receivables, inventories and property, plant and equipment - net of provisions	32,173	-	-	-	32,173
Equity in net earnings of joint ventures and associates - net	1,327	-	-	-	1,327
Other segment income	1,473,210	-	235,609	-	1,708,819
Segment result	₱1,302,900	₱2,104,095	₱291,246	₱-	3,698,241
Interest income					36,709
Interest expense					(1,082,721)
Income before income tax					2,652,229
Provision for income tax					388,513
Net income					₱2,263,716

	March 2021 (Unaudited)				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Revenues from external customers	₱32,504,855	₱2,107,993	₱67,781	₱-	₱34,680,629
Inter-segment revenues	5,315,393	800,792	1,305,684	(7,421,869)	-
Segment revenues	37,820,248	2,908,785	1,373,465	(7,421,869)	34,680,629
Segment expenses	(38,001,195)	(1,308,873)	(1,329,177)	7,421,869	(33,217,376)
Reversals of provision for impairment losses on receivables, inventories, property, plant and equipment - net of provisions	22,369	-	-	-	22,369
Equity in net earnings of joint ventures and associates - net	31,394	-	-	-	31,394
Other segment income	442,259	-	-	-	442,259
Segment result	₱315,075	₱1,599,912	₱44,288	₱-	1,959,275
Interest income					26,679
Interest expense					(986,892)
Income before income tax					999,062
Provision for income tax					949,902
Net loss					₱49,160

The following tables present certain information on assets and liabilities and other segment information of the different business segments as at March 31, 2022 and December 31, 2021:

	March 2022 (Unaudited)				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Assets and Liabilities					
Segment assets	₱199,884,705	₱-	₱795,839	₱-	₱200,680,544
Deferred tax assets - net	6,976,637	-	7,094	-	6,983,731
Consolidated assets	₱206,861,342	₱-	₱802,933	₱-	₱207,664,275
Segment liabilities	₱108,401,011	₱-	₱42,872	₱-	₱108,443,883
Deferred tax liabilities - net	3,373,010	-	-	-	3,373,010
Long-term debt - including current portion	18,948,341	-	-	-	18,948,341
Income tax payable	203,224	-	-	-	203,224
Consolidated liabilities	₱130,925,586	₱-	₱42,872	₱-	₱130,968,458
Other Segment Information					
Capital expenditures	₱1,647,695	₱-	₱-	₱-	₱1,647,695
Depreciation and amortization	3,371,268	-	545	-	3,371,813

	December 2021 (Audited)				
	Food Service	Franchising	Leasing	Eliminations	Consolidated
Assets and Liabilities					
Segment assets	₱203,313,667	₱—	₱649,705	₱—	₱203,963,372
Deferred tax assets - net	6,869,561	—	5,294	—	6,874,855
Consolidated assets	₱210,183,228	₱—	₱654,999	₱—	₱210,838,227
Segment liabilities	₱110,544,308	₱—	₱172,257	₱—	₱110,716,565
Deferred tax liabilities - net	3,428,713	—	—	—	3,428,713
Long-term debt - including current portion	22,360,177	—	—	—	22,360,177
Income tax payable	125,612	—	23,005	—	148,617
Consolidated liabilities	₱136,458,810	₱—	₱195,262	₱—	₱136,654,072
Other Segment Information					
Capital expenditures	₱7,874,955	₱—	₱—	₱—	₱7,874,955
Depreciation and amortization	13,479,108	—	3,157	—	13,482,265

Geographical Segments

The JFC Group's geographical segments are based on the location of the assets producing revenues in the Philippines and in other locations which include PRC, USA, Canada, Vietnam, UAE, Hongkong, Macau, Brunei, Singapore, Malaysia, Italy, UK, Taiwan and Australia. Sales to external customers disclosed in the geographical segments are based on the geographical location of the customers.

Majority of the JFC Group's revenues were generated from the Philippines, which is the Parent Company's country of domicile.

The JFC Group does not have a single external customer which revenue amounts to 10% or more of the JFC Group's revenues.

The following tables present segment revenues, segment assets and capital expenditures of the JFC Group's geographical segments:

	As at and Period Ended March 31, 2022 (Unaudited)			
	Philippines	International	Eliminations	Consolidated
Segment revenues	₱25,664,566	₱17,728,754	(₱536,437)	₱42,856,883
Segment assets	60,616,797	140,063,747	—	200,680,544
Capital expenditures	455,026	1,192,669	—	1,647,695

	As at and Period Ended March 31, 2021 (Unaudited)			
	Philippines	International	Eliminations	Consolidated
Segment revenues	₱21,170,730	₱13,782,802	(₱272,903)	₱34,680,629
Segment assets	59,353,275	140,063,747	—	199,417,022
Capital expenditures	364,416	1,235,529	—	1,599,945

Revenue from Contracts with Customers

Set out below is the disaggregation of the JFC Group's revenue from contracts with customers:

Revenue Source	March 2022 (Unaudited)		
	Food Service	Franchising	Total
Sale of goods	₱39,802,038	₱–	₱39,802,038
Royalty fees	–	2,032,633	2,032,633
Set-up fees	–	71,462	71,462
System-wide advertising fees	–	656,835	656,835
Other revenues	215,036	–	215,036
Total revenue from contracts with customers	₱40,017,074	₱2,760,930	₱42,778,004

Timing of recognition:

Goods transferred at a point in time	₱40,017,074
Services transferred over time	2,760,930
	₱42,778,004

Revenue Source	March 2021 (Unaudited)		
	Food Service	Franchising	Total
Sale of goods	₱32,300,708	₱–	₱32,300,708
Royalty fees	–	1,552,092	1,552,092
Set-up fees	–	47,820	47,820
System-wide advertising fees	–	508,081	508,081
Other revenues	204,147	–	204,147
Total revenue from contracts with customers	₱32,504,855	₱2,107,993	₱34,612,848

Timing of recognition:

Goods transferred at a point in time	₱32,504,855
Services transferred over time	2,107,993
	₱34,612,848

6. Cash and Cash Equivalents and Short-term Investments

Cash and Cash Equivalents

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)	March 2021 (Unaudited)
Cash on hand	₱358,302	₱302,159	₱347,784
Cash in banks	11,258,387	15,309,537	14,399,741
Short-term deposits	11,453,287	9,080,979	7,017,095
	₱23,069,976	₱24,692,675	₱21,764,620

Cash in banks earn interest at the respective savings or special demand deposit rates. Short-term deposits are made for varying periods of up to three months depending on the immediate cash requirements of the JFC Group, and earn interest at the respective short-term deposit rates.

Short-term Investments

The JFC Group also has short-term investments amounting to ₱54.8 million and ₱79.7 million as at March 31, 2022 and December 31, 2021, respectively. These pertain to deposits with maturities of more than three months but less than a year.

Interest income earned from cash and cash equivalents and short-term investments amounted to ₱18.3 million and ₱9.0 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

7. Receivables and Contract Assets

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Trade	₱4,739,920	₱5,357,872
Less allowance for impairment loss	516,290	503,462
	4,223,630	4,854,410
Receivable from retirement fund (see Notes 25 and 27)	618,277	694,401
Advances to employees	368,585	326,081
Current portion of employee car plan receivables (see Note 15)	51,087	54,492
Interest receivable	43,169	4,579
Others	97,948	93,815
	5,402,696	6,027,778
Contract assets	1,033,636	1,218,208
	₱6,436,332	₱7,245,986

The terms and conditions of the receivables are as follows:

- Trade receivables are noninterest-bearing and are generally settled on a 14-day term. The JFC Group classified accrued receivables as contract assets, which are billed and collected in the next 12 months.
- Receivable from retirement fund represents benefit payments made by the JFC Group for and on behalf of the retirement plans. The receivable is noninterest-bearing.
- Advances to employees, current portion of employee car plan receivables and other receivables are normally collectible within the next financial year.
- Other receivables consist of receivables from the Social Security System (SSS) and insurance claims.

The movements in the allowance for impairment loss on trade receivables as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱503,462	₱658,633
Provisions (see Note 22)	10,653	210,870
Reversals (see Note 22)	(248)	(54,215)
Write-offs	–	(299,138)
Translation adjustments	2,423	(12,688)
Balance at end of period	₱516,290	₱503,462

8. Inventories

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
At net realizable value:		
Food supplies and processed inventories	₱9,259,970	₱8,588,435
Novelty items	20,981	62,560
	9,280,951	8,650,995
At cost -		
Packaging, store and other supplies	720,951	704,334
Total inventories at lower of cost and net realizable value	₱10,001,902	₱9,355,329

The cost of food supplies and processed inventories, and novelty items carried at net realizable value amounted to ₱9,364.2 million and ₱122.6 million, respectively, as at March 31, 2022 and ₱8,676.9 million and ₱217.5 million, respectively, as at December 31, 2021.

The movements in the allowance for inventory obsolescence as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱243,420	₱268,564
Reversals (see Note 22)	(34,596)	(9,475)
Write-offs	(3,172)	(42,294)
Provisions (see Note 22)	–	23,721
Translation adjustments	241	2,904
Balance at end of period	₱205,893	₱243,420

9. Other Current Assets

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Prepaid expenses:		
Taxes	₱4,943,931	₱4,232,101
Rent	967,180	973,877
Supplies	108,984	100,689
Insurance and others	863,978	599,013
Deposits to suppliers and other third parties	2,710,505	2,655,819
Land assets held for sale (see Notes 12 and 13)	899,044	1,015,616
Current portion of security and other deposits (see Note 15)	18,360	18,360
	₱10,511,982	₱9,595,475

Terms and conditions of other current assets are as follows:

- Prepaid taxes represent creditable withholding taxes that can be applied in the following year against the corporate income tax due or can be claimed as tax refund from the BIR. This also includes prepaid real property and local business taxes which are expected to be utilized within the next twelve months.
- Prepaid rent pertains to short-term leases of store and office spaces that are paid in advance. Supplies consist of various office and administrative supplies. Prepaid rent, insurance and others are normally utilized within the next financial year.
- Deposits to suppliers and other third parties are generally applied to purchase of inventories and availment of services within the next financial year.
- In 2021, the JFC Group engaged property agents to start marketing all its land assets, including improvements attached thereto. Based on market conditions, a sale within 12 months is highly probable, except for certain parcels of land assets to be exchanged for shares of common stock of CentralHub (see Note 11) and units in the Project (see Note 13) which related transactions are expected to be completed in 2022. Five (5) and three (3) of the parcels of land were sold in 2022 and 2021, respectively (see Note 13). The lower of the carrying amount and fair value less costs to sell of all its land assets were reclassified as held for sale as at March 31, 2022 and December 31, 2021.

Land assets held for sale are categorized under Level 3 fair value measurement (see Note 32).

10. Financial Assets at FVTPL

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Investment in bond funds	₱10,540,166	₱14,412,902
Investment in club shares	40,232	40,232
	10,580,398	14,453,134
Less current portion	10,540,166	14,412,902
Noncurrent portion	₱40,232	₱40,232

In July 2020, unused proceeds from the issuance of senior perpetual securities and senior debt securities in January 2020 and June 2020, respectively, totaling to USD759.8 million (₱37,857.1 million) were invested by the JFC Group in bond funds (see Notes 18 and 19).

Investment in club shares includes investment in shares of stocks of Manila Polo Club, Tagaytay Highlands and other golf and leisure clubs.

The movements in financial assets at FVTPL are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱14,453,134	₱35,692,357
Additions	1,531,200	86,478
Redemptions	(5,074,195)	(23,022,553)
Marked-to-market gain (loss) on financial assets at FVTPL (see Note 23)	(484,979)	196,986
Interest income (see Note 23)	–	72
Translation adjustment	155,238	1,499,794
Balance at end of period	₱10,580,398	₱14,453,134

The fair value of financial assets at FVTPL has been determined directly by reference to quoted prices in active market or inputs other than quoted prices that are directly or indirectly observable.

11. Business Combinations, Incorporation of New Subsidiaries, Material Non-controlling Interests and Interests in and Advances to Joint Ventures, Co-venturers and Associates

A. Business Combinations

Acquisition of Milksha. On November 3, 2021, the JFC Group announced that it will purchase, through its wholly owned subsidiary, JWPL a majority stake in the company that owns Milksha. The JFC Group will purchase shares equivalent to 51% ownership in Milkshop International Inc. (“Milksha”) for approximately USD12.8 million. One of the co- founders of Milksha will continue to retain the 49% ownership. Completion of this transaction is subject to certain closing conditions, and the final purchase price will be confirmed after closing.

On February 22, 2022, JWPL completed the acquisition of 51% ownership in Milksha under the same terms as disclosed on November 3, 2021. JWPL paid in cash amounting to USD12.2 million (₱624.8 million).

The JFC Group included Milksha in its financial consolidation starting February 22, 2022 (the “acquisition date”).

The fair value of the identifiable assets acquired and liabilities assumed as at the date of the acquisition were as follows:

Cash and cash equivalents	₱208,780
Receivables	86,637
Inventories	45,560
Other current assets	55,482
Property, plant and equipment (see Note 12)	30,095
Other noncurrent assets	65,948
Total identifiable assets acquired	492,502
Less:	
Trade payables and other current liabilities	156,765
Other noncurrent liabilities	18,499
Total identifiable liabilities assumed	175,264
Net identifiable assets acquired	₱317,238

The amount of provisional goodwill at acquisition date amounted to ₱463.0 million determined as follows:

Fair value of consideration transferred:	
Cash consideration	₱624,835
Non-controlling interest’s share in the net assets acquired	155,446
Aggregate amount	780,281
Less acquisition date - fair value of net assets acquired	317,238
Provisional goodwill (see Note 14)	₱463,043

The net cash outflow from the acquisition is as follows:

Cash paid on acquisition	₱624,835
Less cash acquired from subsidiary	208,780
	₱416,055

The provisional goodwill of ₱463.0 million is attributable to synergies and other benefits from the acquisition of Milksha.

From the acquisition date, Milksha contributed ₱18.4 million net income to the JFC Group. If the business combination had taken place at the beginning of 2022, contribution to consolidated revenues and net income for the period would have been ₱467.9 million and ₱30.7 million, respectively.

Business Combination Achieved in Stages

SJBF. On March 1, 2020, the JFC Group, through SJBF’s wholly-owned subsidiary, Icon Burger Acquisition LLC (Icon Burger), acquired the remaining 30% interest in Smashburger Long Island JV LLC (Long Island) for a total cash consideration of USD2.9 million (₱149.5 million). The acquisition resulted to Smashburger Long Island becoming a wholly owned subsidiary of SJBF. On November 20, 2020, Icon Burger amended and restated a limited liability agreement to hold the 49% abandoned equity interest in Smashburger Westchester JV LLC (Westchester) without any cash consideration. The abandonment of membership interest resulted to Westchester becoming a wholly

owned subsidiary of SJBF.

The difference in the carrying values of the minority interests over the acquisition cost at the date of acquisition of Long Island and Westchester, amounted to ₱95.8 million and ₱125.8 million, respectively. These were recognized under the “Excess of cost over the carrying value of non-controlling interests acquired”, a separate component of “Equity Attributable to Equity Holders of the Parent Company” in the consolidated statements of financial position (see Note 19).

B. Incorporation of New Subsidiaries

Bee World Pty. Ltd. (Bee World Australia). On May 11, 2021, the JFC Group, through its wholly owned subsidiary, JWPL, incorporated Bee World Australia to own and operate Jollibee stores in Australia. As at March 31, 2022, no capital investment has been made other than the investment to incorporate the new entity.

Magnificent Coffee Trading Pte. Ltd. (MCT). On December 7, 2020, the JFC Group, through its majority owned subsidiary, SMCC-SG, incorporated MCT in Singapore. As at March 31, 2022 and December 31, 2021, no capital investment has been made other than the investment to incorporate the new entity. MCT took over the operations of a roasting plant from an affiliate on April 1, 2021.

C. Material Non-Controlling Interests

The JFC Group has subsidiaries with material non-controlling interests as provided below.

Proportion of equity interest held by non-controlling interests in 2022 and 2021:

	Country of incorporation and operation	
GCPL	Singapore	40%
SuperFoods Group	Vietnam	40%
SMCC-SG	Singapore	20%

The summarized financial information of GCPL, SuperFoods Group and SMCC-SG in 2022 and 2021 are provided below. These information are based on amounts before intercompany eliminations.

Summarized Unaudited Statements of Comprehensive Income for the period ended March 31

	GCPL	
	2022	2021
Revenues	₱22,183	₱12,508
Net loss	(13,335)	(22,144)
Other comprehensive income (loss)	(46,263)	12,462
Total comprehensive loss	(59,598)	(9,682)
Total comprehensive loss attributable to non-controlling interests	(23,839)	(3,873)

	SuperFoods Group	
	2022	2021
Revenues	₱1,529,502	₱1,359,211
Net income (loss)	20,130	(83,788)
Other comprehensive income (loss)	(7,507)	6,839
Total comprehensive income (loss)	12,623	(76,949)
Total comprehensive income (loss) attributable to non-controlling interests	5,049	(30,780)

	SMCC - SG	
	2022	2021
Revenues	₱3,699,462	₱2,702,251
Net loss	(234,647)	(321,696)
Total comprehensive loss	(234,647)	(321,696)
Total comprehensive loss attributable to non-controlling interests	(46,929)	(64,339)

Summarized Statements of Financial Position as at March 31, 2022 (Unaudited) and December 31, 2021 (Audited)

	GCPL	
	2022	2021
Current assets	₱802,951	₱796,305
Noncurrent assets	117,818	129,950
Current liabilities	704,080	680,669
Total equity	216,689	245,586
Equity attributable to non-controlling interests	86,676	98,234

	SuperFoods Group	
	2022	2021
Current assets	₱767,775	₱717,144
Noncurrent assets	5,057,663	5,326,259
Current liabilities	3,844,670	3,730,530
Noncurrent liabilities	2,110,579	2,310,255
Total equity (capital deficiency)	(129,811)	2,618
Equity attributable to non-controlling interests	(51,924)	1,047

	SMCC - SG	
	2022	2021
Current assets	₱3,022,844	₱2,983,314
Noncurrent assets	30,572,112	31,271,103
Current liabilities	19,480,178	19,602,479
Noncurrent liabilities	9,287,840	9,415,844
Total equity	4,826,938	5,236,094
Equity attributable to non-controlling interests	(82,333)	(1,577)

Summarized Unaudited Cash Flow Information for the period ended March 31

	GCPL	
	2022	2021
Net cash provided by (used in) operating activities	₱17,329	(₱7,711)
Net cash provided by (used in) investing activities	(8,872)	8,528
Net increase in cash and cash equivalents	8,457	817
	SuperFoods Group	
	2022	2021
Net cash provided by operating activities	₱147,425	₱91,614
Net cash used in investing activities	(62,140)	(146,429)
Net cash provided by (used in) financing activities	(27,185)	27,152
Net increase (decrease) in cash and cash equivalents	58,100	(27,663)
	SMCC-SG	
	2022	2021
Net cash provided by operating activities	₱21,794	₱598,714
Net cash used in investing activities	(132,112)	(103,387)
Net cash used in financing activities	(357,047)	(335,661)
Net increase (decrease) in cash and cash equivalents	(467,365)	159,666

D. Interests in and Advances to Joint Ventures, Co-venturers and Associates

	March 2021 (Unaudited)	December 2021 (Audited)
Interests in joint ventures:		
Titan Dining LP	₱10,502,934	₱10,502,251
Golden Bee Foods Restaurant LLC	337,003	310,851
JBPX Foods Inc.	106,922	109,978
Yoshinoya Jollibee Foods, Inc.	65,303	66,289
	11,012,162	10,989,369
Interests in associates:		
CentralHub Industrial Centers, Inc.	4,001,489	1,912,121
Tortas Frontera LLC	568,588	590,165
Entrek (B) SDN BHD	134,142	127,261
C-Joy Poultry Realty, Inc.	15,178	14,477
Beeworks Food SDN. BHD.	9,299	9,299
C-Joy Poultry Meats Production, Inc.	—	—
	4,728,696	2,653,323
Advances to co-venturer -		
VTI Group	1,823,247	1,783,911
	₱17,564,105	₱15,426,603

Interests in Joint Ventures

Titan Dining LP (Titan). On May 23, 2018, JWPL committed to invest 45% of the total maximum fund of SGD100.0 million (¥3,749.0 million) in Titan, a private equity fund that has executed (through a wholly-owned subsidiary) a binding agreement for the acquisition of 100% of the Asia Pacific master franchise holder of the “Tim Ho Wan” brand, Tim Ho Wan Pte. Ltd. and its affiliate Dim Sum Pte. Ltd., which owns and operates Tim Ho Wan stores in Singapore.

The investment provides an opportunity for the JFC Group to have a significant interest in the Tim Ho Wan franchise in the long-term.

On October 2, 2019, the total maximum fund of Titan increased from SGD100.0 million (¥3,749.0 million) to SGD200.0 million (¥7,498.0 million). As such, JWPL, increased its capital commitment to Titan from SGD45.0 million (¥1,687.1 million) to SGD120.0 million (¥4,498.8 million) which, when completed, JWPL’s investment will constitute 60% of the total maximum fund. The increase in the total maximum fund and additional capital commitment of JWPL are in furtherance of certain strategic projects currently being undertaken by Titan, consistent with its mandate to invest in the food service sector and grow strong Asia Pacific food service brands.

On October 30, 2020, JWPL acquired the 25% interest of a partner in Titan for a total cash consideration of SGD36.3 million (¥1,297.0 million). The acquisition increased JWPL’s interest in Titan from 60% to 85%.

On August 11, 2021, JWPL acquired the 15% remaining interest of the other partners in Titan for a total cash consideration of SGD71.6 million (¥2,672.8 million). The acquisition increased JWPL’s interest in Titan from 85% to 100%.

On November 1, 2021, the Limited Partnership Agreement for Titan was amended. As part of the amendment, the fund size increased from SGD200.0 million (¥7,498.0 million) to SGD250.0 million (¥9,440.0 million) to fund working capital requirements of Tim Ho Wan and to facilitate completion of other projects. Titan will also have additional investors who will take up a 10% participating interest in Titan. With the increase in fund size and entry of additional investors, JWPL’s total commitment to the fund shall amount to SGD225.0 million (¥8,496.0 million) comprising 90% of the increased fund size and total commitments.

On November 5, 2021, JWPL made additional investment amounting to SGD86.5 million (¥3,235.0 million) proportionate to its ownership interest in Titan.

The details of the JFC Group's interest in Titan as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in a joint venture - cost:		
Balance at beginning of period	₱10,301,992	₱4,394,180
Additions during the period	–	5,907,812
Balance at end of period	10,301,992	10,301,992
Cumulative equity in net earnings:		
Balance at beginning of period	200,259	223,827
Equity in net earnings (loss) during the period	683	(23,568)
Balance at end of period	200,942	200,259
	₱10,502,934	₱10,502,251

Summarized financial information of Titan based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱315,924	₱308,770
Noncurrent assets	9,382,811	9,170,342
Total assets	₱9,698,735	₱9,479,112
Current liabilities	₱42,348	₱42,137

The amounts of assets and liabilities above include:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	₱315,209	₱308,071

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱–	₱357,509
Depreciation and amortization	–	24,899
Net income	759	23,809
Total comprehensive income	759	23,809

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱9,656,387	₱9,436,975
Proportion of the JFC Group's ownership	90%	90%
	8,690,748	8,493,277
Provisional notional goodwill	2,066,596	2,066,596
Cumulative translation adjustments	(254,410)	(57,622)
	₱10,502,934	₱10,502,251

Golden Bee Foods Restaurant LLC (Golden Bee). The JFC Group, through GPPL, has 49% ownership in Golden Bee, a company that owns and operates the Jollibee brand in the United Arab Emirates.

The details of the JFC Group's interest in the Golden Bee as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in a joint venture - cost	₱33,926	₱33,926
Cumulative equity in net earnings:		
Balance at beginning of period	276,925	199,136
Equity in net earnings during the period	26,152	77,789
Balance at end of period	303,077	276,925
	₱337,003	₱310,851

Summarized financial information of Golden Bee based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱974,679	₱952,067
Noncurrent assets	148,960	159,575
Total assets	₱1,123,639	₱1,111,642
Current liabilities	₱488,314	₱474,146

The amounts of assets and liabilities above include:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	₱475,690	₱590,118

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱445,462	₱357,509
Depreciation and amortization	20,924	24,899
Net income	53,372	23,809
Total comprehensive income	53,372	23,809

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱635,325	₱637,496
Proportion of the JFC Group's ownership	49%	49%
	311,309	312,373
Cumulative translation adjustments	25,694	(1,522)
	₱337,003	₱310,851

JBPX Foods Inc. (Panda Express). The JFC Group, through the Parent Company, has 50% ownership in JBPX Foods Inc., a company that owns and operate the Panda Express brand in the Philippines.

On August 27, 2021, the Parent Company made additional investment amounting to ₱65.7 million proportionate to its ownership interest in Panda Express.

The details of JFC Group's interest in Panda Express as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in a joint venture - cost		
Balance at beginning of period	₱131,750	₱66,023
Additions during the period	—	65,727
Balance at end of period	131,750	131,750
Cumulative equity in net losses:		
Balance at beginning of period	(21,772)	(12,709)
Equity in net loss during the period	(3,056)	(9,063)
Balance at end of period	(24,828)	(21,772)
	₱106,922	₱109,978

Summarized financial information of Panda Express based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱164,452	₱189,592
Noncurrent assets	354,063	325,314
Total assets	₱518,515	₱514,906
Current liabilities	₱101,446	₱91,727
Noncurrent liabilities	203,224	203,224
Total liabilities	₱304,670	₱294,951

The amounts of assets and liabilities above include:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	₱146,424	₱179,381
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	17,669	21,861
Noncurrent financial liabilities	203,224	203,224

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱122,534	₱46,157
Depreciation and amortization	11,823	3,666
Taxes and licenses	575	911
Interest income	227	52
Interest expense	2,376	443
Net loss	(6,111)	(394)
Total comprehensive loss	(6,111)	(394)

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱213,845	₱219,955
Proportion of the JFC Group's ownership	50%	50%
	₱106,922	₱109,978

Yoshinoya Jollibee Foods, Inc. (Yoshinoya). On February 15, 2021, the JFC Group, through the Parent Company, entered into an agreement with Yoshinoya International Philippines, Inc. (YIPI) to establish a joint venture entity to own and expand Yoshinoya restaurants in the Philippines.

The joint venture entity, incorporated as Yoshinoya Jollibee Foods, Inc. on June 18, 2021, is 50% owned by the Parent Company and 50% owned by YIPI. On May 20, 2021, the Parent company made an initial investment amounting to ₱65.0 million.

On October 29, 2021, Yoshinoya executed a Franchise Agreement with YIPI with effective date on November 1, 2021. Subsequently, Yoshinoya acquired from YIPI and operated the existing Yoshinoya stores in the Philippines.

The details of JFC Group's interest in Yoshinoya as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in a joint venture - cost	₱65,000	₱65,000
Cumulative equity in net earnings:		
Balance at beginning of period	1,289	—
Equity in net earnings (loss) during the period	(986)	1,289
Balance at end of period	303	1,289
	₱65,303	₱66,289

Summarized financial information of Yoshinoya based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱133,825	₱151,709
Noncurrent assets	15,388	5,350
Total assets	₱149,213	₱157,059
Current liabilities	₱18,608	₱24,482

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	121,225	₱143,141
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	445,849	841,693

The amounts of the income and expense accounts for the period ended March 31, 2022 include the following:

Revenues	₱31,311
Depreciation and amortization	503
Taxes and licenses	268
Interest income	91
Net loss	(1,972)
Total comprehensive loss	(1,972)

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱130,605	₱132,577
Proportion of the JFC Group's ownership	50%	50%
	₱65,303	₱66,289

Interests in Associates

CentralHub Industrial Centers, Inc. (CentralHub). On July 7, 2021, the BOD approved the plan to invest in CentralHub, a company in the industrial real estate business. CentralHub intends to register and operate as a Real Estate Investment Trust (REIT) company, with a planned initial public offering in 2022.

On August 19, 2021, the Parent Company, together with its wholly owned subsidiary, Zenith, CentralHub and other investors entered into a Shareholder's Agreement in connection with the investments by the JFC Group and other investors in CentralHub, through a combination of cash subscription and exchange of certain parcel of the JFC Group's land assets, subject to fulfillment of certain closing conditions, for shares of common stock of CentralHub. On the same date, JFC Group paid cash subscription of ₱1,922.9 million. Pending the application with and approval by the Philippine SEC of the increase in authorized capital stock of CentralHub, the cash subscription of the JFC Group was accounted for as deposits for future stock subscription (DFFS) by the latter.

On September 3, 2021, the Philippine SEC approved the increase in authorized capital stock of CentralHub and the conversion of DFFS to capital stock. Consequently, JFC Group owns 38.71% ownership interest in CentralHub. On February 24, 2022, the Philippine SEC issued the confirmation of valuation of such land assets. On March 24, 2022, the JFC Group made additional investments through exchange of its land assets for an additional 18.15% ownership interest in CentralHub upon fulfillment of all closing conditions as required by the Shareholders' Agreement (see Note 12).

The details of JFC Group's interest in CentralHub as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in a joint venture – cost		
Balance at beginning of period	₱1,922,882	₱–
Additions during the period	2,089,368	1,922,882
Balance at end of period	4,012,250	1,922,882
Cumulative equity in net losses:		
Balance at beginning of period	(10,761)	–
Equity in net loss during the period	–	(10,761)
Balance at end of period	(10,761)	(10,761)
	₱4,001,489	₱1,912,121

Summarized financial information of CentralHub based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements as at December 31, 2021 are set out below:

Current assets	₱4,210,225
Noncurrent assets	1,655,056
Total assets	₱5,865,281
Current liabilities	₱773,999
Noncurrent liabilities	301,231
Total liabilities	₱1,075,230

As at December 31, 2021, the amounts of assets and liabilities above include:

Cash and cash equivalents	₱4,014,775
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	40,117
Noncurrent financial liabilities (excluding provisions)	301,232

The amounts of the income and expense accounts for the period ended December 31, 2021 include the following:

Revenues	₱17,000
Depreciation and amortization	–
Provision for income tax	40,913
Interest income	316
Interest expense	914
Net loss	(27,800)
Total comprehensive loss	(27,800)

	As at December 31, 2021
Net assets	₱4,786,844
Proportion of the JFC Group's ownership	38.71%
	1,852,987
Provisional notional goodwill	59,134
	₱1,912,121

Tortas Frontera LLC (Tortas). The JFC Group, through Jollibee Foods Corporation (USA), has 52.22% ownership in Tortas, a company that owns and operates the Tortazo business – a Mexican fast-casual restaurant business in the USA, founded by award-winning Chef Rick Bayless.

The details of the JFC Group's interest in Tortas as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in an associate – cost	₱668,679	₱668,679
Cumulative equity in net losses:		
Balance at beginning of period	(78,514)	(8,004)
Equity in net loss during the period	(21,577)	(70,510)
Balance at end of period	(100,091)	(78,514)
	₱568,588	₱590,165

Summarized financial information of Tortas based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱124,819	₱159,223
Noncurrent assets	322,399	330,660
Total Assets	₱447,218	₱489,883
Current liabilities	₱20,481	₱28,362

The amounts of assets and liabilities above include:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	₱110,551	₱151,298

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱23,528	₱4,391
Net income (loss)	(41,320)	1,626
Total comprehensive income (loss)	(41,320)	1,626

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₹426,737	₹461,521
Proportion of the JFC Group's ownership	52.22%	52.22%
	222,842	241,006
Goodwill	381,532	381,532
Cumulative translation adjustments	(35,786)	(32,373)
	₹568,588	₹590,165

Entrek (B) SDN BHD (Entrek). The JFC Group, through JIBL, has 1/3 or 33.3% ownership in Entrek, a company that operates Jollibee stores in Brunei.

The details of the JFC Group's interest in Entrek as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in an associate - cost	₹16,660	₹16,660
Cumulative equity in net earnings:		
Balance at beginning of period	110,601	107,489
Equity in net earnings during the period	6,881	39,349
Dividends received during the period	–	(36,237)
Balance at end of period	117,482	110,601
	₹134,142	₹127,261

Summarized financial information of Entrek based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₹505,093	₹487,197
Noncurrent assets	323,937	310,066
Total assets	₹829,030	₹797,263
Current liabilities	₹389,990	₹371,763
Noncurrent liabilities	–	13,492
Total liabilities	₹389,990	₹385,255

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₹251,370	₹280,018
Depreciation	20,439	18,684
Net income	20,643	44,487
Total comprehensive income	20,643	44,487

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱439,040	₱412,008
Proportion of the JFC Group's ownership	33.33%	33.33%
	146,347	137,336
Cumulative translation adjustments	(12,205)	(10,075)
	₱134,142	₱127,261

C-Joy Poultry Realty, Inc. (C-Joy Realty). The Parent Company has 30% ownership interest in C-Joy Realty, a company which leases the land where the C-Joy Poultry plant is located.

The details of the JFC Group's interest in C-Joy Realty as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in an associate - cost	₱10,586	₱10,586
Cumulative equity in net earnings:		
Balance at beginning of period	3,891	644
Equity in net earnings during the period	701	3,247
Balance at end of period	4,592	3,891
	₱15,178	₱14,477

Summarized financial information of C-Joy Realty based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	9,724	₱8,793
Noncurrent assets	62,152	62,152
Total assets	₱71,876	₱70,945
Current liabilities	₱3,439	₱2,769
Noncurrent liabilities	17,843	19,918
Total liabilities	₱21,282	₱22,687

The amounts of assets and liabilities above include the following:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	8,215	₱8,083
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	2,892	2,079
Noncurrent financial liabilities	17,843	19,918

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱3,544	₱4,962
Taxes and licenses	500	1
Interest income	2	—
Interest expense	154	184
Net income	2,337	2,616
Total comprehensive income	2,337	2,616

	March 2022 (Unaudited)	December 2021 (Audited)
Net assets	₱50,594	₱48,258
Proportion of the JFC Group's ownership	30%	30%
	₱15,178	₱14,477

Beeworks Food SDN. BHD. (Beeworks - West Malaysia). On July 29, 2021, the JFC Group, through GPPL, entered into an agreement with Beeworks Investment Pte. Ltd. (BIPL) to own and operate Jollibee stores in West Malaysia which covers the country's capital, Kuala Lumpur. GPPL and BIPL have committed to invest an initial amount of USD8.0 million (₱402.5 million) to Beeworks - West Malaysia, of which up to USD2.4 million (₱120.7 million) will be contributed by GPPL in proportion to its ownership interest. Beeworks - West Malaysia, under the Exclusive License Agreement, will have the exclusive license rights to develop the Jollibee brand in West Malaysia. It aims to open at least 120 stores within the next 10 years. Its first store started commercial operations on February 8, 2022.

The agreement between GPPL and BIPL provides a mechanism wherein GPPL has the option, but not the obligation, to purchase all BIPL's shares in Beeworks - West Malaysia any time within one (1) year from the expiration or termination of the Exclusive License Agreement.

Beeworks Foods SDN. BHD., incorporated on August 12, 2021, is 30% owned by GPPL and 70% owned by BIPL. As at March 31, 2022, the capital contribution of GPPL amounted to USD0.2 million (₱9.3 million).

C-Joy Poultry Meats Production, Inc. (C-Joy Poultry). The Parent Company has 30% ownership interest in C-Joy Poultry, a company that operates a poultry processing plant in Sto. Tomas, Batangas, Philippines.

The details of JFC Group's interest in C-Joy Poultry as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Interest in an associate - cost	₱1,470,126	₱1,470,126
Cumulative equity in net losses:		
Balance at beginning of period	(1,649,214)	(1,598,020)
Equity in net loss during the period	(7,471)	(51,194)
Balance at end of period	(1,656,685)	(1,649,214)
	(₱186,559)	(₱179,088)

The loss in excess of interest in C-Joy Poultry of ₱186.6 million and ₱179.1 million as at March 31, 2022 and December 31, 2021, respectively, is presented as part of “Noncurrent liabilities” account in the consolidated statements of financial position.

Summarized financial information of the C-Joy Poultry based on its financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

	March 2022 (Unaudited)	December 2021 (Audited)
Current assets	₱1,429,192	₱1,266,217
Noncurrent assets	2,041,018	2,057,098
Total Assets	₱3,470,210	₱3,323,315
Current liabilities	₱4,028,986	₱3,867,104
Noncurrent liabilities	63,086	53,172
Total liabilities	₱4,092,072	₱3,920,276

The amounts of assets and liabilities above include the following:

	March 2022 (Unaudited)	December 2021 (Audited)
Cash and cash equivalents	₱164,162	₱301,074
Current financial liabilities (excluding trade payables and other current liabilities and provisions)	689,865	996,310
Noncurrent financial liabilities	62,505	52,622

The amounts of the income and expense accounts include the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Revenues	₱1,885,442	₱1,403,870
Depreciation and amortization	49,427	49,264
Taxes and licenses	8,364	5,218
Interest income	587	32
Interest expense	17,986	22,425
Net income (loss)	(24,902)	11,538
Total comprehensive income (loss)	(24,902)	11,538

	March 2022 (Unaudited)	December 2021 (Audited)
Net liabilities	(₱621,862)	(₱596,961)
Proportion of the JFC Group’s ownership	30%	30%
	(₱186,559)	(₱179,088)

Advances to Co-venturers

Advances to VTI Group. The details of the JFC Group's advances to VTI Group as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱1,783,911	₱1,629,181
Accrual of interest (see Note 23)	13,808	51,949
Translation adjustments and others	25,528	102,781
Balance at end of period	₱1,823,247	₱1,783,911

On December 14, 2016, a loan of USD9.0 million (₱447.5 million) was extended to the VTI Group with an interest rate of 3.5% per annum. The loan was agreed to be used for SuperFoods Group's capital needs. The loan is part of the total agreed loan of USD30.0 million payable in eight (8) years from the first utilization date. On June 2, 2017, the additional loan of USD21.0 million (₱1,060.0 million) was granted to the VTI Group. The loan is secured by pledged shares in SFVT and Blue Sky which will be released in proportion to the amount of the principal paid. Total interest from this loan, recognized as interest income, amounted to USD0.3 million (₱13.8 million) and USD0.3 million (₱12.6 million) for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

12. Property, Plant and Equipment

The rollforward analysis of property, plant and equipment are as follows:

	March 2022 (Unaudited)							
	Land and Land Improvements	Plant, Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of period	₱561,436	₱8,764,708	₱28,497,759	₱26,670,549	₱2,924,922	₱648,062	₱4,381,183	₱72,448,619
Additions	—	6,732	414,396	365,956	60,429	9,764	790,418	1,647,695
Acquisition of a business (see Note 11)	—	—	—	29,295	—	800	—	30,095
Retirements and disposals	—	(38,415)	(372,589)	(168,603)	(12,900)	(9,408)	(6,094)	(608,009)
Land conveyance to CentralHub (see Note 11)	(494,042)	—	—	—	—	—	—	(494,042)
Reclassifications	—	26,610	688,052	284,728	12,929	—	(1,012,319)	—
Translation adjustments	977	32,878	314,845	276,250	34,000	1,144	43,408	703,502
Balance at end of period	68,371	8,792,513	29,542,463	27,458,175	3,019,380	650,362	4,196,596	73,727,860
Accumulated Depreciation and Amortization								
Balance at beginning of period	—	2,969,184	15,804,492	19,443,824	2,228,617	538,219	—	40,984,336
Depreciation and amortization (see Notes 21 and 22)	—	148,866	666,031	647,015	64,010	12,057	—	1,537,979
Retirements and disposals	—	(16,765)	(338,254)	(134,333)	(11,687)	(9,408)	—	(510,447)
Reclassifications	—	—	(108)	—	108	—	—	—
Translation adjustments	—	23,188	124,830	115,750	38,037	1,048	—	302,853
Balance at end of period	—	3,124,473	16,256,991	20,072,256	2,319,085	541,916	—	42,314,721
Accumulated Impairment Loss								
Balance at beginning of period	—	1,437	421,442	420,732	3,226	—	8,627	855,464
Reversals (see Note 22)	—	—	(7,750)	(232)	—	—	—	(7,982)
Write-off	—	—	—	(16,632)	—	—	—	(16,632)
Translation adjustments	—	—	—	3,994	—	—	—	3,994
Balance at end of period	—	1,437	413,692	407,862	3,226	—	8,627	834,844
Net Book Value	₱68,371	₱5,666,603	₱12,871,780	₱6,978,057	₱697,069	₱108,446	₱4,187,969	₱30,578,295

December 2021 (Audited)								
	Land and Land Improvements	Plant, Buildings, Commercial Condominium Units and Improvements	Leasehold Improvements	Office, Store and Food Processing Equipment	Furniture and Fixtures	Transportation Equipment	Construction in Progress	Total
Cost								
Balance at beginning of year	₱1,040,804	₱7,963,196	₱25,033,818	₱25,311,849	₱2,701,090	₱621,445	₱3,751,360	₱66,423,562
Additions	—	82,853	2,273,838	1,245,055	278,711	49,768	3,933,617	7,863,842
Retirements and disposals	—	(66,798)	(1,434,636)	(1,252,134)	(192,075)	(26,508)	(40,267)	(3,012,418)
Reclassifications (see Note 9)	(503,698)	655,450	1,794,112	886,827	32,460	—	(3,368,849)	(503,698)
Translation adjustments	24,330	130,007	830,627	478,952	104,736	3,357	105,322	1,677,331
Balance at end of year	561,436	8,764,708	28,497,759	26,670,549	2,924,922	648,062	4,381,183	72,448,619
Accumulated Depreciation and Amortization								
Balance at beginning of year	—	2,457,444	14,110,630	17,473,893	1,996,337	503,633	—	36,541,937
Depreciation and amortization (see Notes 21 and 22)	—	510,413	2,292,338	2,646,468	323,310	51,806	—	5,824,335
Retirements and disposals	—	(66,621)	(1,092,796)	(1,079,224)	(175,777)	(20,394)	—	(2,434,812)
Reclassifications	—	—	(108)	—	108	—	—	—
Translation adjustments	—	67,948	494,428	402,687	84,639	3,174	—	1,052,876
Balance at end of year	—	2,969,184	15,804,492	19,443,824	2,228,617	538,219	—	40,984,336
Accumulated Impairment Loss								
Balance at beginning of year	—	1,437	501,327	669,771	4,155	338	20,466	1,197,494
Additions (see Note 22)	—	—	11	44,344	37	—	—	44,392
Reversals (see Note 22)	—	—	(185,548)	(178,793)	(7,033)	(338)	(18,319)	(390,031)
Reclassifications	—	—	105,652	(118,199)	6,067	—	6,480	—
Translation adjustments	—	—	—	3,609	—	—	—	3,609
Balance at end of year	—	1,437	421,442	420,732	3,226	—	8,627	855,464
Net Book Value	₱561,436	₱5,794,087	₱12,271,825	₱6,805,993	₱693,079	₱109,843	₱4,372,556	₱30,608,819

Construction in progress account mainly pertains to costs incurred for ongoing construction of properties, including soon-to-open stores and commissaries.

In relation to JFC Group's business transformation initiative implemented, certain stores have been permanently closed resulting in a loss on retirements and disposals of property, plant and equipment amounting to ₱296.9 million in 2021.

The JFC Group also performed impairment assessments of fixed assets considering that there are observable indications that the assets' values have declined specially that certain stores were planned to be closed resulting to recognition of provision for impairment amounting to ₱44.4 million in 2021.

Management reassessed the recoverable amount of the JFC Group's office, store and food processing equipment and recognized reversal of provision amounting to ₱8.0 million and ₱37.7 for the periods ended March 31, 2022 and 2021, respectively (see Note 22). Consequently, allowance for impairment loss amounted to ₱834.8 million and ₱855.5 million as at March 31, 2022 and December 31, 2021, respectively.

On March 24, 2022, upon fulfillment of all closing conditions as required by the Shareholders' Agreement, the JFC Group conveyed its land properties with a total fair value of ₱2,089.3 million to CentralHub in exchange for an additional 18.15% ownership interest. Consequently, the exchange resulted to a gain amounting to ₱1,595.3 million (see Note 23).

No property, plant and equipment as at March 31, 2022 and December 31, 2021 have been pledged as security or collateral for the JFC Group's debts.

13. Investment Properties

The rollforward analysis of this account as at December 31, 2021 are as follows:

	Land	Buildings and Building Improvements	Total
Cost			
Balance at beginning of year	₱572,722	₱179,377	₱752,099
Retirements and disposals	(60,804)	(11,140)	(71,944)
Reclassifications (see Note 9)	(511,918)	12,679	(499,239)
Balance at end of year	—	180,916	180,916
Accumulated Depreciation and Amortization			
Balance at beginning of year	—	179,377	179,377
Retirements and disposals	—	(11,140)	(11,140)
Reclassifications (see Note 9)	—	12,679	12,679
Balance at end of year	—	180,916	180,916
Net Book Value	₱—	₱—	₱—

Rent income derived from income-generating properties amounted to ₱2.3 million and ₱3.0 million for the periods ended March 31, 2022 and 2021, respectively (see Notes 20 and 29).

Direct operating costs relating to the investment properties which include maintenance expenses totaled to ₱9.9 million and ₱0.6 million in 2022 and 2021, respectively.

In 2015, the Parent Company entered into an agreement to develop a commercial and office condominium building (the “Project”) in a parcel of its land in consideration for cash and assigned units in the Project. The completion of the transaction is conditional upon fifty percent (50%) completion of the Project, as certified by the general contractor of the Project, and when all of the assigned units are fully constructed and accepted in accordance with the specifications contained in the Agreed Design. As at March 31, 2022 and December 31, 2021, the assigned units have not been accepted by and conveyed to the JFC Group. On April 29, 2022, the assigned units have been accepted by and conveyed to the JFC Group.

In 2021, the JFC Group engaged property agents to start marketing all its land assets, including improvements attached thereto, except for a parcel of its land assets exchanged for units in the Project completed in 2022. Based on market conditions, a sale within 12 months is highly probable. The lower of the carrying amount and fair values less costs to sell of its land assets were reclassified as held for sale as at December 31, 2021 (see Note 9).

For the period ended March 31, 2022 and year ended December 31, 2021, Grandworth, a wholly owned subsidiary, sold five (5) and three (3) parcels of land, including improvements attached thereto, for a total consideration of ₱398.4 million and ₱322.0 million, respectively. Net gain arising from the sale of these investment properties amounted to ₱235.5 million for the period ended March 31, 2022 (see Note 23).

No investment properties as at December 31, 2021 have been pledged as security or collateral for the JFC Group’s debts.

14. Trademarks, Goodwill and Other Intangible Assets

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Trademarks	₱35,047,990	₱35,047,990
Goodwill (Note 11)	15,580,396	14,889,007
Computer software, net of accumulated amortization	330,335	355,754
Other intangible assets, net of accumulated amortization	282,270	318,137
	₱51,240,991	₱50,610,888

Trademarks and Goodwill

Trademarks and goodwill acquired through business combinations are attributable to the following group of CGUs as at March 31, 2022 and December 31, 2021:

	March 2022 (Unaudited)	December 2021 (Audited)
Trademarks:		
CBTL	₱18,484,721	₱18,484,721
Smashburger	10,414,000	10,414,000
SuperFoods Group:		
Highlands Coffee	3,681,912	3,681,912
Pho 24	463,101	463,101
Mang Inasal	2,004,256	2,004,256
Total	35,047,990	35,047,990
Goodwill:		
Smashburger	₱5,311,616	₱5,235,648
Hong Zhuang Yuan	3,067,611	2,988,858
SuperFoods Group	2,526,183	2,484,456
Mang Inasal	1,781,267	1,781,267
Red Ribbon Bakeshop:		
Philippine operations	737,939	737,939
US operations	409,335	403,480
Yong He King	649,549	632,873
Milksha (Note 11)	463,043	–
Chowking US operations	458,358	451,803
GSC	170,250	167,438
Burger King	5,245	5,245
	15,580,396	14,889,007
Trademarks and goodwill	₱50,628,386	₱49,936,997

The rollforward analysis of the JFC Group's goodwill as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Cost		
Balance at beginning of period	₱14,395,717	₱14,395,717
Additions	463,043	—
	14,858,760	14,395,717
Translation Adjustments		
Balance at beginning of period	493,290	(298,434)
Translation adjustments of foreign subsidiaries	228,346	791,724
Balance at end of period	721,636	493,290
Net Book Value	₱15,580,396	₱14,889,007

Computer Software

The JFC Group's computer software pertains to the Enterprise Resource Planning (ERP) system which the JFC Group started to use on August 1, 2014 and cloud-based hosting arrangements and implementation costs of CBTL.

The rollforward analysis of the JFC Group's computer software as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Cost		
Balance at beginning of period	₱936,510	₱1,006,084
Write-off (see Note 22)	—	(69,574)
Balance at end of period	936,510	936,510
Accumulated Amortization		
Balance at beginning of period	575,330	513,013
Amortizations (see Note 22)	27,224	113,035
Write-off (see Note 22)	—	(50,718)
Balance at end of period	602,554	575,330
Translation adjustment	(3,621)	(5,426)
Net Book Value	₱330,335	₱355,754

Other Intangible Assets

The JFC Group's other intangible assets include other trademarks and patents, liquor licenses and customer list amortized over a useful life of five (5) years.

The rollforward analysis of other intangible assets as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Cost		
Balance at beginning of period	₱740,286	₱809,198
Additions	–	11,113
Reclassification (see Note 29)	–	(80,025)
Balance at end of period	740,286	740,286
Accumulated Amortization		
Balance at beginning of period	359,373	214,141
Amortizations (see Note 22)	45,091	145,232
Balance at end of period	404,464	359,373
Translation adjustment	(53,552)	(62,776)
Net Book Value	₱282,270	₱318,137

Impairment Testing of Trademarks and Goodwill

Goodwill acquired through business combinations have been allocated to eleven (11) groups of CGUs, which are subsidiaries of the Parent Company, owned directly or indirectly. The recoverable amounts of the groups of CGUs have been determined based on value in use calculations using cash flow projections from financial budgets approved by the BOD covering a five-year period, taking into consideration effect of significant events (i.e., Covid-19) on the macroeconomic factors used in developing the assumptions. Furthermore, the trademarks of Smashburger, SuperFoods Group and Mang Inasal are allocated to the CGU of Smashburger, SuperFoods Group and Mang Inasal, respectively. The recoverable amount of the trademarks of CBTL was determined using the relief-from-royalty method wherein the value is based on cost savings from owning the trademark.

The calculation of value in use is most sensitive to the following assumptions which vary per geographical location:

CGUs	Geographical Location	Pre-tax Discount Rate	Long-term Revenue Growth Rate
Hong Zhuang Yuan	PRC	7.8%	5.5%
Mang Inasal	Philippines	10.6%	7.4%
Red Ribbon Bakeshop:			
Philippine operations	Philippines	10.6%	7.4%
US operations	USA	6.1%	3.7%
Yong He King	PRC	7.8%	5.5%
Chowking US operations	USA	6.1%	3.7%
Burger King	Philippines	10.4%	7.4%
GSC	Vietnam	10.8%	7.8%
SuperFoods Group	Vietnam	10.8%	7.8%
Smashburger	USA	6.2%	3.7%
CBTL	USA	6.7%	3.5%

Key assumptions with respect to the calculation of value in use of the groups of CGUs as at December 31, 2021 used by management in its cash flow projections to undertake impairment testing of goodwill are as follows:

- a) Discount rates - discount rates represent the current market assessment of the risks specific to each group of CGUs, regarding the time value of money and individual risks of the underlying assets which have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the JFC Group's group of CGUs, derived from the weighted average cost of capital (WACC) of each group of CGUs. The WACC takes into account both the cost of debt and equity. The cost of equity is calculated using the Capital Asset Pricing Model (CAPM). The cost of debt is based on the assumed interest-bearing borrowings each group of CGUs is obliged to service. CGU-specific risk is incorporated by applying individual alpha and beta factors. The beta factors are evaluated annually based on publicly available market data.
- b) Long-term growth rates - rates are determined in consideration of historical and projected results, as well as the economic environment where the group of CGUs operate.
- c) EBITDA - is based on the most recent value achieved in the year preceding the start of the budget period, and adjusted for planned efficiency improvement, if any.

Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the carrying amount of the CGUs to exceed its recoverable amount.

No impairment losses were recognized for trademarks and goodwill for the period ended March 31, 2022 and year ended December 31, 2021.

15. Other Noncurrent Assets

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Security and other deposits (see Notes 9, 31 and 32)	₱3,251,902	₱3,051,421
Noncurrent portion of employee car plan receivables (see Notes 7, 31 and 32)	83,465	83,369
Prepaid market entry fee - net of accumulated amortization of ₱32.6 million and ₱31.2 million in 2022 and 2021, respectively	75,152	75,416
Franchise rights - net of accumulated amortization of ₱86.4 million and ₱83.4 million in 2022 and 2021, respectively	56,812	55,986
Deferred compensation	13,889	13,889
Returnable containers and others	2,972	2,801
Tools and other assets	560,785	331,309
	₱4,044,977	₱3,614,191

Terms and conditions of other noncurrent assets are as follows:

- Security and other deposits generally represent deposits for leases entered into by the JFC Group as lessee. The security deposits are recoverable from the lessors at the end of the lease terms, which range from three to twenty years. These are carried at amortized cost. The discount rates used range from 1.28%-21.57% and 1.00%-15.43% in 2021 and 2020, respectively. The difference between the fair value at initial recognition and the notional amount of the security deposits is recognized as right-of-use asset.
- Employee car plan receivables are presented at amortized cost. The difference between the fair value at initial recognition and the notional amount of the employee car plan receivables is recognized as “Deferred compensation” and is amortized on a straight-line basis over the credit period.

Accretion of interest on security and other deposits and employee car plan receivables amounted to ₱1.5 million and ₱2.0 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

- Prepaid market entry fee represents upfront fee paid to the franchisor prior to the operations of Dunkin’ Donuts restaurants in the PRC. Market entry fee is amortized over twenty (20) years effective February 2016 (i.e., start of Dunkin’ Donuts operations).

The rollforward analysis of prepaid market entry fee as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Market Entry Fee		
Balance at beginning and end of period	₱93,870	₱93,870
Accumulated Amortization		
Balance at beginning of period	31,212	26,039
Amortizations (see Note 22)	1,353	5,173
Balance at end of period	32,565	31,212
Translation adjustment	13,847	12,758
	₱75,152	₱75,416

- Franchise rights pertain to franchise fees paid by PERF entities to Burger King Asia Pacific for the license to operate Burger King stores in the Philippines. Franchise rights are amortized over ten (10) years.

The rollforward analysis of franchise rights as at March 31, 2022 and December 31, 2021 are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Franchise Rights		
Balance at beginning of period	₱139,361	₱136,481
Additions	3,850	2,880
Balance at end of period	143,211	139,361
Accumulated Amortization		
Balance at beginning of period	83,375	71,982
Amortizations (see Note 22)	3,024	11,393
Balance at end of period	86,399	83,375
	₱56,812	₱55,986

- Tools and other assets represent tools for repairs and maintenance of office and store equipment which are still unused as at March 31, 2022 and December 31, 2021.

16. Trade Payables and Other Current Liabilities and Contract Liabilities

This account consists of:

	March 2022 (Unaudited)	December 2021 (Audited)
Trade	₱13,293,690	₱13,256,806
Accruals for:		
Salaries, wages and employee benefits	2,964,513	4,144,889
Store operations	2,030,621	1,847,189
Rent	1,538,582	1,490,579
Advertising and promotions	1,020,929	1,173,896
Freight	930,068	985,890
Local taxes	489,129	871,473
Interest (see Note 18)	626,147	545,563
Utilities	470,190	479,493
Repairs and maintenance	416,069	394,068
Professional fees	304,157	358,683
Operating supplies	225,923	209,225
Security	179,520	172,195
Transportation and travel	117,668	104,056
Insurance	102,315	87,949
Communication	74,999	71,112
Trainings and seminars	4,742	9,792
Service fees and others	1,918,789	1,818,586
Customer deposits	921,204	1,050,421
Unearned revenue from gift certificates	506,916	529,781
Dividends and distributions payable (see Note 19)	438,757	636,008
Other current liabilities	1,495,192	1,290,302
	30,070,120	31,527,956
Contract liabilities	1,453,800	1,424,799
	₱31,523,920	₱32,952,755

The terms and conditions of the above liabilities are as follows:

- Trade payables to suppliers are noninterest-bearing and are normally settled on a 30 to 60-day term.
- Accrued expenses are noninterest-bearing and are normally settled within the next financial year. Other accrued liabilities presented under “Service fees and others” consist of asset retirement obligation and other miscellaneous expenses.
- Customer deposits pertain to deposits from franchisees for the sale of store assets and security deposits from operating leases with franchisees which are refundable at the end of the lease term.

Accretion of interest on customer deposits amounted to ₱0.2 million for the periods ended March 31, 2022 and 2021 (see Note 23).

- Other current liabilities consist of contractors’ retention, staled checks, amounts payable for mascots and various subscriptions in newspapers given to customers as a complementary to their meals.

- Contract liabilities pertain to deferred revenues and unearned revenues from gift certificates from international operations.

Movements of contract liabilities arising from deferred revenues and unearned revenues from gift certificates from international operations are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱1,424,799	₱1,318,924
Additions	566,995	2,278,305
Utilization and amortization	(553,652)	(2,233,327)
Translation adjustments	15,658	60,897
Balance at end of period	₱1,453,800	₱1,424,799

The amount of contract liabilities arising from deferred revenues and unearned revenues from gift certificates from international operations is expected to be earned within one year.

17. Provisions

The rollforward analysis of provisions is as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱1,035,636	₱1,326,746
Reversal	–	(291,110)
Balance at end of period	₱1,035,636	₱1,035,636

The JFC Group's outstanding provisions consist mainly of provisions for asserted claims which are normal to the JFC Group's business. These include estimates of legal services, settlement amounts and other costs of claims made against the JFC Group. Other information on the claims is not disclosed as this may prejudice the JFC Group's position on such claims (see Note 30).

18. Short and Long-term Debts and Senior Debt Securities

Short-term Debt

The short-term debt of the subsidiaries consists of the following:

	Availment Date	Maturity Date	Interest Rate	Condition	March 2022 (Unaudited)	December 2021 (Audited)
USD-denominated						
Loan 1	October 27, 2020	September 24, 2021/ March 24, 2022/ March 24, 2023	LIBOR plus spread; quarterly	Unsecured	₱517,400	₱510,000
VND-denominated						
Loan 2	March 31, 2022	February 28, 2023	Non interest bearing	Unsecured	21,168	–
					₱538,568	₱510,000

USD-denominated loan of ICTL. Loan 1 consist of a short-term uncommitted line of credit agreement signed on September 25, 2020 with a local bank up to an aggregate amount of USD10.0 million (P483.8 million). The loan was availed on October 27, 2020 and is subject to variable interest rate based on LIBOR plus spread determined by the bank and subject to quarterly repricing. The loan is payable in three months from drawdown date and can be rolled over until September 24, 2021, the maturity date. On September 24, 2021, the credit agreement was extended up to March 24, 2022 and was further extended up to March 24, 2023. As at March 31, 2022 and December 31, 2021, the carrying value of the loan amounted to USD10.0 million (P517.4 million) and USD10.0 million (P510.0 million), respectively.

VND-denominated loan of SuperFoods Group. Loan 2 consists of a short-term loan availed on March 31, 2022 amounting to VND9.4 billion (P21.2 million) payable on February 28, 2023, the maturity date. The loan is non-interest bearing granted by government policy bank to support the impact of Covid-19 pandemic.

Interest expense recognized on short-term debt amounted to P3.6 million and P62.4 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

Long-term Debt

The long-term debt consists of the following:

	March 2022 (Unaudited)	December 2021 (Audited)
Principal	P19,045,104	P22,464,134
Unamortized debt issue cost	(96,763)	(103,957)
	P18,948,341	P22,360,177

The details of long-term debt follow:

	Availment Date	Maturity Date	Interest Rate	Condition	March 2022 (Unaudited)	December 2021 (Audited)
USD-denominated						
Subsidiaries						
Loan 1	October 21, 2015	October 21, 2025	LIBOR plus spread; quarterly	Unsecured	P-	P2,493,334
Loan 2	November 29, 2016	November 29, 2024	3.0% per annum; annually	Unsecured	1,474,590	1,453,500
Loan 3	November 29, 2016	November 29, 2022	ROP 2121 and ROP 2024 plus spread; annually	Unsecured	393,224	387,600
VND-denominated						
Subsidiaries						
Loan 4	April 3, 2017	April 1, 2022	VND COF plus spread; quarterly	Unsecured	9,520	28,088
Loan 5	February 13, 2018	March 20, 2023	VND COF plus spread; quarterly	Unsecured	72,320	106,688
Loan 6	November 15, 2018 - October 9, 2019	December 24, 2023	Bank's three-month COF plus spread; quarterly	Unsecured	241,733	305,666
Loan 7	November 19 - December 31, 2020	August 30, 2024	Bank's three-month COF plus spread; quarterly	Unsecured	195,738	242,330
Loan 8	August 27, 2020 - July 30, 2021	July 26, 2026	Bank's three-month COF plus spread; quarterly	Unsecured	423,932	416,929
Loan 9	Septemebr 27, 2021 - September 26, 2022	September 26, 2026	Bank's three-month COF plus spread; quarterly	Unsecured	67,797	-
Parent Company						
Loan 10	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	298,800	398,400
Loan 11	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	392,175	522,900
Loan 12	December 22, 2017	December 22, 2022	PDST-R2 plus spread; quarterly	Unsecured	149,400	199,200

(Forward)

	Availment Date	Maturity Date	Interest Rate	Condition	March 2022 (Unaudited)	December 2021 (Audited)
Loan 13	December 27, 2017	December 27, 2022	PDST-R2	Unsecured	112,050	149,400
			plus spread; quarterly			
Loan 14	March 27, 2018	March 27, 2025	PDST R2	Unsecured	2,506,500	2,715,375
			plus spread; quarterly			
Loan 15	May 11, 2018	May 11, 2025	PDST R2 plus spread;	Unsecured	1,939,821	2,089,018
			quarterly			
Loan 16	August 15, 2018	August 15, 2025	PDST-R2	Unsecured	1,880,116	2,014,393
			plus spread; quarterly			
Loan 17	October 6, 2021	October 7, 2026	BVAL plus spread	Unsecured	3,972,500	3,971,000
Subsidiaries						
Loan 18	May 8, 2019	May 8, 2026	BVAL plus spread	Unsecured	845,625	895,356
Loan 19	October 6, 2021	October 7, 2026	BVAL plus spread	Unsecured	2,979,375	2,978,250
Loan 20	October 6, 2021	October 8, 2026	Fixed	Unsecured	993,125	992,750
					18,948,341	22,360,177
Less current portion - net of debt issue costs of ₱27.5 million and ₱16.8 million in 2022 and 2021, respectively					4,105,114	4,950,565
Noncurrent portion					₱14,843,227	₱17,409,612

LIBOR – London Interbank Offered Rate

VIOR – Vietnam Interbank Offered Rate

BVAL – Bloomberg Valuation Service

PDST-R2 – Philippine Dealing System Treasury - Reference Rate Two

VND-denominated Loans of SuperFoods Group. Loan 8 consists of a 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND232.0 billion (₱484.6 million) available in tranches within twelve (12) months from July 27, 2020, the date of loan agreement. The loan is subject to a variable interest rate based on the Bank's three-month COF plus spread of 1.5%. The principal is payable in sixteen (16) quarterly installments commencing on the 16th month from the date of agreement. Initial drawdown amounting to VND7.2 billion (₱15.0 million) was availed on August 27, 2020. Subsequent tranches amounting to a total of VND63.1 billion (₱131.1 million) were availed in September to December 2020 and a total of VND133.5 billion (₱283.8 million) were availed in 2021. As at March 31, 2022 and December 31, 2021, the carrying value of the loan amounted to VND189.3 billion (₱423.9 million) and VND189.3 billion (₱416.9 million), respectively.

Loan 9 consists of a 5-year unsecured loan acquired from a local bank in Vietnam amounting to VND232.0 billion (₱519.7 million) available in tranches within twelve (12) months from September 27, 2021, the date of loan agreement. The loan is subject to a variable interest rate based on the Bank's three-month COF plus spread of 1.6%. The principal is payable in sixteen (16) quarterly installments commencing on the 15th month from the date of agreement. Initial drawdown amounting to VND9.4 billion (₱21.1 million) was availed on January 7, 2022. Subsequent tranches amounting to a total of VND20.9 billion (₱46.7 million) were availed in January to March 2022. As at March 31, 2022, the carrying value of the loan amounted to VND30.3 billion (₱67.8 million).

Loans 4 to 9 are guaranteed by the Ultimate Parent Company.

PHP-denominated Loans of the Parent Company. Loan 17 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱4,000.0 million split into two (2) tranches. The first tranche is subject to a floating rate based on PHP BVAL Reference Rate for three (3) months tenor plus spread of 0.75% or to an interest rate floor equal to the BSP Reverse Repurchase Rate. The second tranche is subject to a fixed rate of 3.9765% per annum. The Parent Company incurred debt issue cost of ₱30.0 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan amounted to ₱3,972.5 million, net of unamortized debt issue cost of ₱27.5 million, and ₱3,971.0 million, net of unamortized debt issue cost of ₱29.0 million, as at March 31, 2022 and December 31, 2021, respectively.

The Parent Company's PHP denominated long-term debt (Loans 10 to 17) amounted to ₱11,251.4 million, net of unamortized debt issue cost of ₱64.9 million, and ₱12,059.7 million, net of unamortized debt issue cost of ₱70.3 million, as at March 31, 2022 and December 31, 2021, respectively. The current portion amounted to ₱2,880.8 million and ₱3,239.3 million, net of debt issue cost of ₱20.4 million and ₱15.7 million as at March 31, 2022 and December 31, 2021, respectively.

PHP-denominated Loan of Zenith. Loan 19 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱3,000.0 million split into two (2) tranches. The first tranche is subject to a floating rate based on PHP BVAL Reference Rate for three (3) months tenor plus spread of 0.75% or to an interest rate floor equal to the BSP Reverse Repurchase Rate. The second tranche is subject to a fixed rate of 3.9765% per annum. Zenith incurred debt issue cost of ₱22.5 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan amounted to ₱2,979.4 million, net of unamortized debt issue cost of ₱20.6 million, and ₱2,978.2 million, net of unamortized debt issue cost of ₱21.8 million, as at March 31, 2022 and December 31, 2021, respectively.

Loan 20 consists of a 5-year unsecured loan acquired from a local bank on October 6, 2021 amounting to ₱1,000.0 million. The loan is subject to a fixed rate of 3.395% per annum. Zenith incurred debt issue cost of ₱7.5 million, representing documentary stamp tax, in relation to this loan. The principal is payable in equal quarterly installments commencing on the 6th quarter from the drawdown date and every quarter thereafter until maturity. The carrying amount of the loan amounted to ₱993.1 million, net of unamortized debt issue cost of ₱6.9 million, and ₱992.8 million, net of unamortized debt issue cost of ₱7.2 million, as at March 31, 2022 and December 31, 2021, respectively.

The loans are guaranteed by the Parent Company. Consequently, the Parent Company is subject to certain debt covenants which include, among others, maintaining Debt-to-Equity ratio, Debt-to-EBITDA ratio and Debt-to-Service Coverage Ratio. The Parent Company is in compliance with the applicable debt covenants as at March 31, 2022 and December 31, 2021.

Interest expense recognized on long-term debt amounted to ₱305.6 million and ₱210.5 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

The future expected principal settlements of the JFC Group's loans follow:

	March 2022 (Unaudited)	December 2021 (Audited)
2022	₱3,302,612	₱4,966,155
2023	4,657,133	5,190,642
2024	5,836,188	6,435,397
2025	3,149,171	3,771,940
2026	2,100,000	2,100,000
	19,045,104	22,464,134
Less debt issue costs	(96,763)	(103,957)
	₱18,948,341	₱22,360,177

Embedded Derivatives

Certain long-term loans of the JFC Group include provisions for an option to convert the variable interest rate into a fixed interest rate. Certain long-term loans are also subject to an interest rate

floor. In addition, the JFC Group's long-term loans generally provide an option to pre-pay the loan in full before the maturity date.

The JFC Group assessed that the derivatives embedded in the loan contracts need not be bifurcated since they are clearly and closely related to the economic characteristics and risks of the host loan contract and do not qualify for separate accounting as at March 31, 2022 and December 31, 2021.

Freestanding Derivatives, Hedges and Hedge Effectiveness Testing

On November 20, 2015, the JFC Group entered into an Interest Rate Swap (IRS) with a bank to convert its exposure in the variable interest rate of Loan 1 to a fixed interest rate. The IRS will terminate and the loan will mature simultaneously on October 21, 2025. The JFC Group has designated the IRS as a cash flow hedge.

The IRS with a notional amount equal to the principal amount of the loan requires the JFC Group to pay fixed interest payments at 3.36% in exchange of variable interest payments at three-month LIBOR plus spread of 1.20% from the bank throughout the term of the IRS on the notional amount. The IRS settles quarterly on a net basis.

The fair value of the IRS amounted to nil and ₱12.8 million as at March 31, 2022 and December 31, 2021, respectively, presented as derivative liability in the consolidated statements of financial position. The terms of the IRS approximately match the terms of the interest payments on the loan. Accordingly, there is no hedge ineffectiveness to be recognized in profit or loss.

The IRS was terminated when Loan 1 was prepaid on January 20, 2022.

Unrealized gain of ₱128.7 million was recognized in other comprehensive income in 2021.

Senior Debt Securities (Notes)

On June 24, 2020, the JFC Group, through JWPL, issued a USD300.0 million (₱14,994.0 million) 5.5-year and USD300.0 million (₱14,994.0 million) 10-year Reg S dual tranche US dollar denominated guaranteed Notes with a coupon rate of 4.125% and 4.750%, respectively, and payable semi-annually. This was listed in the Singapore Exchange Securities Trading Limited on June 25, 2020.

The proceeds from the issuance will be used for general corporate purposes, intended as a precautionary measure from the unforeseen eventualities that may be caused by the Covid-19 pandemic, as well as fund initiatives of the JFC Group (see Note 10).

The JFC Group incurred debt issue cost of USD4.0 million (₱200.4 million) for this transaction. As at March 31, 2022 and December 31, 2021, the carrying value of the Notes amounted to USD596.7 million (₱30,872.8 million) and USD596.5 million (₱30,426.1 million), net of unamortized debt issue cost of USD3.3 million (₱171.2 million) and USD3.4 million (₱173.9 million), respectively.

Interest expense recognized on senior debt securities amounted to ₱343.1 million and ₱321.5 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23).

19. Equity

a. Preferred Stock

On May 11, 2021, the BOD of the Parent Company approved the amendment to the Seventh Article of the AOI of the Parent Company to reclassify 20,000,000 unissued common shares, with par value of ₱1.00 per share, out of the authorized capital stock of the Parent Company, into 20,000,000 cumulative, non-voting, non-participating, and non-convertible perpetual preferred shares, with a par value of ₱1.00 per share and the Parent Company's plans to issue peso-denominated preferred shares within 2021. The amount of the planned preferred shares issuance is estimated at ₱8,000.0 million.

The issuance of the preferred shares was approved by the Parent Company's shareholders during the Parent Company's annual stockholders' meeting on June 25, 2021, and is subject to the approval of the Philippine SEC.

On September 24, 2021, the Philippine SEC approved the shelf registration in the Philippines of 20,000,000 cumulative, non-voting, non-participating, non-convertible, redeemable, peso-denominated perpetual preferred shares to be offered within a period of three (3) years from the date of effectivity of the registration statement and granted the Parent Company the permit to sell 8,000,000 preferred shares and an over subscription option of up to 4,000,000 preferred shares, at an offer price of ₱1,000 per share in two (2) series: Preferred Shares-Series A and Series B with a dividend rate of 3.2821% and 4.2405% per annum, respectively.

On October 14, 2021, the Parent Company issued Preferred Shares-Series A and Series B totaling to 3,000,000 shares and 9,000,000 shares, respectively. The preferred shares were listed in the Philippine Stock Exchange on the same day.

The total number of shareholders of the Parent Company for Preferred Shares-Series A and Series B is 3 and 4, respectively, as at March 31, 2022 and December 31, 2021.

b. Common Stock

The movements in the account are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Authorized - ₱1 par value		
Balance at beginning of period	₱1,430,000	₱1,450,000
Reclassification to preferred shares	—	(20,000)
Balance at end of period	₱1,430,000	₱1,430,000
Issued and subscribed:		
Balance at beginning of period	₱1,124,342	₱1,122,257
Issuances during the period	509	2,085
Balance at end of period	1,124,851	1,124,342
Subscriptions receivable	(2,009)	(17,178)
	₱1,122,842	₱1,107,164

Upon ratification of the January 26, 2005 resolution by the BOD on March 22, 2022, the Parent Company cancelled the subscriptions receivable totalling to ₱17.2 million; ₱2.0 million pertaining to common stock and ₱15.2 million to additional paid-in capital.

The total number of shareholders of the Parent Company is 2,974 and 2,981 as at March 31, 2022 and December 31, 2021, respectively.

c. Additional Paid-in-Capital

The movements in the Additional paid in-capital pertain to the difference between the exercise prices of stock options exercised and the par value of Parent Company's shares. For the period ended March 31, 2022 and year ended December 31, 2021, stock options totaling 509,607 shares and 2,085,295 shares, respectively, were exercised (see Note 26). These resulted to an additional paid-in capital amounting to ₱93.4 million and ₱321.7 million for the period ended March 31, 2022 and year ended December 31, 2021, respectively.

Issuance cost for the preferred shares incurred by the Parent Company charged to additional paid in capital amounted to ₱80.3 million in 2021.

Stock options expense, amounting to ₱41.5 million and ₱39.2 million for the periods ended March 31, 2022 and 2021, respectively, were also recognized as part of additional paid-in capital (see Notes 22 and 26).

The Parent Company recognized deferred tax assets on MSOP and ELTIP in additional paid-in capital resulting to an increase of ₱20.5 million in 2021.

As at March 31, 2022 and December 31, 2021, total additional paid-in capital amounted to ₱10,451.0 million and ₱10,331.3 million, respectively.

d. Treasury Shares

The cost of common stock of the Parent Company held in treasury of ₱180.5 million consists of 16,447,340 shares as at March 31, 2022 and December 31, 2021.

e. Senior Perpetual Securities (Securities)

The Securities amounting to USD600.0 million (₱30,588.0 million) was issued by the JFC Group, through JWPL, on January 23, 2020 and was listed in the Singapore Exchange Securities Trading Limited (SGX-ST) on January 24, 2020. The Securities confer a right to receive a return on the Securities (the "Distribution") every Distribution Payment Date as described in the terms and conditions of the Securities. These distributions are payable semi-annually in arrears on the Distribution Payment Dates of each year. The Securities offered an initial distribution rate of 3.9%, noncallable in five (5) years and payable semi-annually. However, the Issuer may, at its sole and absolute discretion, prior to any Distribution Payment Date, resolve to defer payment of all or some of the Distribution which would otherwise be payable on that Distribution Payment Date subject to exceptions enumerated in the terms and conditions of the Securities. The Securities are perpetual securities in respect of which there is no fixed redemption date, but the Issuer may, at its option change the status of the Securities or redeem the same on instances defined under its terms and conditions. The Securities are unconditionally and irrevocably guaranteed by the Parent Company.

The proceeds from issuance of the Securities were partially used to refinance the short-term debt for the acquisition of CBTL while some were invested to bond funds (see Note 10).

On July 23, 2020, JWPL paid the first distribution amounting to USD11.7 million (₱577.7 million). Accrued distribution due in July 2022 and January 2022 amounted to USD3.9 million (₱198.4 million) and USD11.7 million (₱590.0 million) as at March 31, 2022 and December 31, 2021, respectively (see Note 16).

The Securities are treated as equity as part of non-controlling interests in the consolidated financial statements of the JFC Group because nothing in the terms and conditions of the Securities gives rise to an obligation of the JFC Group to deliver cash or another financial asset in the future as defined by PAS 32.

On October 4, 2021, JWPL announced the Tender Offer to the holders of the Securities to purchase for cash up to USD250.0 million of the outstanding Securities on the official list of SGX-ST. The Tender Offer to buy back up to USD250.0 million of the Securities will be funded partly from the proceeds of the Parent Company's issuance of 12,000,000 preferred shares under its 20,000,000 preferred shares shelf registration.

On October 19, 2021, in relation to the announced Tender Offer, JWPL disclosed the following:

- That, as at 4:00 PM, London time, on October 18, 2021 (the Early Tender Time), holders of Securities had validly tendered and not validly withdrawn USD203.1 million in aggregate principal amount of Securities;
- The Tender Offer cap of USD250.0 million has not been reached and all Securities tendered at or prior to the Early Tender Time will be accepted for purchase; and,
- As JWPL expects that the financing condition and all other conditions to the Tender Offer will be fully satisfied prior to October 21, 2021 (the Early Settlement Date), JWPL plans to make payment for Securities validly tendered at or prior to the Early Tender Time and accepted for purchase on the Early Settlement Date at a price equal to (a) the amount of USD1,000 per USD1,000 principal amount of Securities plus accrued distribution (as defined in the Tender Offer Memorandum), plus (b) an amount equal to USD16.25 per USD1,000 principal amount of Securities which constitutes the Early Tender Premium. JWPL expects to cancel such Securities on the same date.

On October 21, 2021, the settlement of the Securities that have been validly tendered by holders of Securities at the Early Tender Time, not validly withdrawn and accepted for payment pursuant to the Tender Offer, has been completed. As at Early Settlement Date, USD203.1 million (₱10,303.0 million) in aggregate principal amount of Securities has been repurchased and cancelled. Immediately following the Early Settlement Date, USD396.9 million in principal amount of Securities remain outstanding.

Early Tender Premium paid by JWPL amounted to USD3.3 million (₱167.4 million).

On November 5, 2021, JWPL further disclosed that:

- It has been advised that, after the Early Tender Time but at or prior to the Expiration Deadline, holders of Securities had validly tendered and not validly withdrawn USD0.4 million in aggregate principal amount of Securities;

- The Tender Offer cap has not been reached and accordingly all Securities validly tendered after the Early Tender Time but at or prior to the Expiration Deadline will be accepted for purchase; and,
- As the financing condition and all other conditions to the Tender Offer have been satisfied, JWPL plans to make payment for Securities validly tendered after the Early Tender Time but at or prior to the Expiration Deadline and accepted for purchase on November 8, 2021 at a price equal to the amount of the USD1,000 per USD1,000 principal amount of Securities plus accrued distribution. JWPL also expects to cancel such Securities on the same date.

On November 8, 2021, JWPL accepted the purchase of USD0.4 million (₱20.2 million) and cancelled the Securities on the same date.

f. Excess of Cost over the Carrying Value of Non-controlling Interests Acquired

The amount of excess of cost over the carrying value of non-controlling interests acquired as at March 31, 2022 and December 31, 2021, recognized as part of “Equity Attributable to Equity Holders of the Parent Company” section in the consolidated statements of financial position, resulted from the following acquisitions of non-controlling interests:

20% of Greenwich in 2006	₱168,257
15% of Belmont in 2007	375,721
40% of Adgraphix in 2010	(1,214)
30% of Mang Inasal in 2016	1,217,615
30% of HBFPPPL in 2016	391,782
15% of SJBF in 2018	(347,395)
30% of Smashburger Long Island in 2020 (Note 11)	95,774
49% of Smashburger Westchester in 2020 (Note 11)	125,800
	<u>₱2,026,340</u>

g. Retained Earnings

The JFC Group has a cash dividend policy of declaring one-third of the JFC Group’s net income for the year as cash dividends payable to all common stockholders. It uses best estimate of its net income as basis for declaring cash dividends. Actual cash dividends per share declared as a percentage of the EPS are 31.5%, 12.4% and 38.6% in 2021, 2020 and 2019, respectively.

Preferred Shares-Series A and Series B shareholders, subject to the discretion of the BOD to the extent permitted by law, are entitled to dividends. If cash dividends are declared, cash dividends shall be as follows:

- Preferred Shares-Series A shall be at the fixed rate of 3.2821% per annum; and,
- Preferred Shares-Series B shall be at the fixed rate of 4.2405% per annum.

Cash dividends on Preferred Shares-Series A and Series B will be payable quarterly.

The Parent Company's cash dividend declarations for 2021, 2020 and 2019 follow:

Declaration Date	Record Date	Payment Date	Cash Dividend per Share	Total Cash Dividends Declared
<i>(In Thousands, except dividend per share)</i>				
2022				
Preferred Shares-Series A				
March 14	March 29	April 18, 2022	₱8.21	₱24,616
Preferred Shares-Series B				
March 14	March 29	April 18, 2022	₱10.60	₱95,411
2021				
Common Shares				
April 8	April 26	May 12	₱0.78	₱861,054
November 8	November 23	December 14	0.89	984,025
			₱1.67	₱1,845,079
Preferred Shares-Series A				
December 7	December 23	January 14, 2022	₱8.21	₱24,616
Preferred Shares-Series B				
December 7	December 23	January 14, 2022	₱10.60	₱95,411
2020				
Common Shares				
April 7	April 27	May 22	₱0.62	₱680,528
November 9	November 24	December 14	0.68	750,562
			₱1.30	₱1,431,090
2019				
Common Shares				
April 8	April 26	May 9	₱1.23	₱1,341,178
November 11	November 26	December 10	1.35	1,473,767
			₱2.58	₱2,814,945

An important part of the JFC Group's growth strategy is the acquisition of new businesses in the Philippines and abroad. Examples were acquisitions of 85% of Yonghe King in 2004 in PRC (₱1,200.0 million), 100% of Red Ribbon in 2005 (₱1,700.0 million), the remaining 20% minority share in Greenwich in 2006 (₱384.0 million), the remaining 15% share of Yonghe King in 2007 (₱413.7 million), 100% of Hong Zhuang Yuan restaurant chain in PRC in 2008 (₱2,600.0 million), 70% of Mang Inasal in 2010 (₱2,976.2 million), 100% of Chowking US operations in 2011 (₱693.3 million), 40% of SJBF LLC, the parent company of the entities comprising the Smashburger business in US (₱4,812.8 million), including transaction costs in 2015, the remaining 30% minority share each in Mang Inasal (₱2,000.0 million) and HBFPPPL (₱514.9 million), acquisition of GSC (₱8.6 million) in 2016, the acquisition of additional 10% share in SuperFoods Group (₱2,712.7 million) in 2017, acquisition of the remaining 60% share in SJBF LLC (₱5,735.8 million) in 2018, acquisition of the 80% of The Coffee Bean & Tea Leaf (₱17,098.7 million) in 2019, the remaining 30% minority share in Smashburger Long Island (₱95.8 million) in 2020 and acquisition of the 51% of Milksha (₱624.8 million) in 2022.

The JFC Group plans to continue to make substantial acquisitions in the coming years. The JFC Group uses its cash generated from operations to finance these acquisitions and capital expenditures. These limit the amount of cash dividends that it can declare and pay, making the level of the retained earnings higher than the paid-up capital stock.

On December 7, 2021, the BOD approved the release of previously approved appropriated retained earnings in 2018 amounting to ₱20,000.0 million. On the same day, the BOD approved the appropriation of ₱18,700.0 million from the Parent Company's unappropriated retained earnings for capital expenditures in 2022. Consequently, appropriated retained earnings for capital expenditures amounted to ₱18,700.0 million as at March 31, 2022 and December 31, 2021.

The unappropriated retained earnings of the Parent Company is also restricted to the extent of cost of common stock held in treasury amounting to ₱180.5 million as at March 31, 2022 and December 31, 2021. The unappropriated retained earnings of the JFC Group includes accumulated losses from its subsidiaries.

The Parent Company's retained earnings available for dividend declaration, computed based on the guidelines provided in SEC Memorandum Circular No. 11, amounted to ₱18,543.2 million and ₱15,728.1 million as at March 31, 2022 and December 31, 2021, respectively.

In relation with the Securities Regulation Code, below is the summary of the Parent Company's track record of registration of securities.

	Number of Shares Registered	Initial Issue/ Offer Price	Listing date	Number of Holders of Securities	
				March 2022 (Unaudited)	December 2021 (Audited)
Common shares	75,000,000	₱9	July 14, 1993	2,974	2,981
Preferred shares-Series A	3,000,000	1,000	October 14, 2021	3	3
Preferred shares-Series B	9,000,000	1,000	October 14, 2021	4	4

20. Royalty, Set-up Fees and Others

This account consists of:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Royalty fees	₱2,032,633	₱1,552,092
Service fees	72,508	58,346
Set-up fees	71,462	47,820
Scrap sales	20,043	19,632
Rent income (see Notes 13 and 29)	2,840	6,425
Delivery fees and others	198,524	187,525
	₱2,398,010	₱1,871,840

The JFC Group has existing Royalty and Service Agreements with independent franchisees for the latter to operate quick service restaurant outlets under the "Jollibee", "Greenwich", "Chowking", "Yong He King", "Red Ribbon", "Hong Zhuang Yuan", "Mang Inasal", "Highlands Coffee", "Pho 24", "Smashburger", "The Coffee Bean & Tea Leaf" and "Milksha" concepts and trade names. In consideration thereof, the franchisees agree to pay set-up fees and monthly royalty fees equivalent to a certain percentage of the franchisees' net sales.

The JFC Group's franchisees pay service fees for various services, including repairs and maintenance services, rendered by the JFC Group's personnel.

21. Direct Costs

This account consists of:

	March 2022 (Unaudited)	March 2021 (Unaudited)
<i>Cost of Sales</i>		
Cost of inventories	₱19,522,606	₱14,953,146
Personnel costs:		
Salaries, wages and other employee benefits	5,250,921	4,331,821
Pension expense	33,394	34,249
Depreciation and amortization (see Notes 12 and 29)	3,198,770	3,054,755
Contracted services	1,743,830	1,490,893
Rent (see Note 29)	1,288,492	838,687
Electricity and other utilities	1,102,353	978,872
Supplies	709,215	560,383
Repairs and maintenance	490,912	406,554
Security and janitorial	232,326	222,641
Communication	82,595	83,446
Representation and entertainment	22,436	11,984
Professional fees	13,019	18,824
Delivery costs, insurance and others	1,598,413	1,258,427
	35,289,282	28,244,682
<i>Cost of Services</i>		
Advertising expense	656,835	508,081
	₱35,946,117	₱28,752,763

22. General and Administrative Expenses

This account consists of:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Personnel costs:		
Salaries, wages and other employee benefits	₱2,623,513	₱2,042,994
Stock options expense (see Notes 19 and 26)	41,488	39,183
Pension expense	40,533	36,642
Taxes and licenses	466,149	365,821
Professional fees	216,773	298,677
Depreciation and amortization (see Notes 12, 14, 15 and 29)	173,043	152,227
Contracted services	168,164	117,524
Membership and subscriptions	120,199	80,764
Rent (see Note 29)	118,322	100,726
Loss on retirements and disposals of property, plant and equipment, investment properties and intangibles (see Notes 12, 13 and 14)	102,237	21,713
Transportation and travel	81,813	122,385
Communication	75,813	54,681
Repairs and maintenance	62,330	105,517
Reversals of provision for impairment on:		
Inventories (see Note 8)	(34,596)	(97,639)
Property, plant and equipment (see Note 12)	(7,982)	(37,700)
Receivables (see Note 7)	(248)	(6,735)
Insurance	30,047	29,268
Corporate events	29,168	15,095
Supplies	28,817	22,549
Association dues	12,629	10,108
Representation and entertainment	11,288	9,545
Impairment in value of:		
Receivables (see Note 7)	10,653	20,827
Inventories (see Note 8)	—	98,878
Electricity and other utilities	7,359	10,013
Training	6,047	23,221
Donations	5,507	623
Security and janitorial	878	3,058
Research and development and others	101,579	182,505
	₱4,491,523	₱3,822,470

23. Interest Income (Expense) and Other Income (Expense)

	March 2022 (Unaudited)	March 2021 (Unaudited)
Interest income		
Cash and cash equivalents and short-term investments (see Note 6)	₱18,338	₱8,981
Loans and advances (see Note 11)	13,808	12,557
Accretion of:		
Interest on security and other deposits and employee car plan receivables (see Note 15)	1,506	2,022
Lease receivables (see Note 29)	3,057	3,119
	₱36,709	₱26,679
	March 2022 (Unaudited)	March 2021 (Unaudited)
Interest expense		
Financing:		
Senior debt securities (see Note 18)	(₱343,063)	(₱321,497)
Long-term debt (see Note 18)	(305,627)	(210,526)
Short-term debt (see Note 18)	(3,647)	(62,363)
	(652,337)	(594,386)
Accretion of:		
Lease liabilities (see Note 29)	(430,146)	(392,275)
Customer deposits (see Note 16)	(238)	(231)
	(430,384)	(392,506)
	(₱1,082,721)	(₱986,892)
	March 2022 (Unaudited)	March 2021 (Unaudited)
Other income (expense)		
Gain on land conveyance and disposals (see Notes 12 and 13)	₱1,830,866	₱—
Marked-to-market loss on financial assets at FVTPL (see Note 10)	(484,979)	(178,631)
Foreign exchange gain - net	202,001	6,215
Write-off of liabilities	128,445	545,897
Bank charges	(140,122)	(99,865)
Rebates, suppliers' incentives and government subsidies	128,090	114,340
Loss on pre-termination of lease agreements (see Note 29)	(5,291)	—
Penalties and charges	4,923	9,654
Other rentals	6,551	2,025
Charges to franchisees	847	1,256
Insurance claims and others	37,488	41,368
	₱1,708,819	₱442,259

In the normal course of business, the JFC Group accrues liabilities based on management's best estimate of costs incurred, particularly in cases when the JFC Group has not yet received final billings from suppliers and vendors. There are also ongoing negotiations and reconciliations with suppliers and vendors on certain liabilities recorded. These balances are continuously reviewed by management and are adjusted based on these reviews, resulting to write-off of certain liabilities as other income.

24. Income Taxes

The JFC Group's provision for current income tax consists of the following:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Final tax withheld on:		
Royalty income	₱384,118	₱301,621
Interest income	1,544	616
RCIT:		
With itemized deduction	36,250	67,300
With Optional Standard Deduction (OSD)	30,222	8
MCIT	60,852	(17,042)
	₱512,986	₱352,503

RCIT consists of corporate income taxes from the JFC Group's operations in the Philippines, PRC, USA, Vietnam, and Singapore.

For the periods ended March 31, 2022 and 2021, Grandworth and RRBH, wholly-owned subsidiaries, elected to use OSD in computing for their taxable income. The net tax benefit from the availment of OSD amounted to ₱16.9 million and nil for the periods ended March 31, 2022 and 2021, respectively.

The components of the JFC Group's recognized net deferred tax assets as at March 31, 2022 and December 31, 2021 follow:

	March 2022 (Unaudited)	December 2021 (Audited)
Deferred tax assets:		
Lease liabilities	₱5,772,587	₱5,930,795
NOLCO:		
USA-based entities	2,728,540	2,530,684
Philippine-based entities	463,371	534,907
PRC-based entities	342,233	314,151
Europe-based entities	36,143	36,280
Accrued expenses of USA-based entities	1,312,184	1,293,241
Pension liability and other benefits	586,813	585,158
Excess of MCIT over RCIT	511,095	462,557
Accumulated impairment loss in value of receivables, inventories, property, plant and equipment and other nonfinancial assets	261,973	272,010

(Forward)

	March 2022 (Unaudited)	December 2021 (Audited)
Accrued bonus	₱100,639	₱248,817
MSOP and ELTIP	126,771	126,771
Unrealized foreign exchange loss	28,100	28,714
Unaccreted discount on security deposits and employee car plan receivables	26,165	27,068
Unamortized past service costs	4,099	4,273
Others	112,717	107,888
	12,413,430	12,503,314
Deferred tax liabilities:		
Right-of-use assets	4,802,290	4,970,541
Excess of fair value over book value of identifiable assets of acquired businesses	435,337	493,028
Unrealized foreign exchange gain	70,760	93,184
Operating lease receivables	12,935	22,365
Unaccreted discount on employee car plan receivables and security deposits	18,627	18,891
Deferred rent expense	77,568	13,748
Prepaid rent	9,434	13,954
Unrealized gain on change in fair value of financial assets at FVTPL	2,748	2,748
	5,429,699	5,628,459
Deferred tax assets - net	₱6,983,731	₱6,874,855

The components of the JFC Group's recognized net deferred tax liabilities as at March 31, 2022 and December 31, 2021 follow:

	March 2022 (Unaudited)	December 2021 (Audited)
Deferred tax assets:		
Lease liabilities	₱3,739,630	₱3,816,017
NOLCO:		
Hungary-based entity	606,886	571,472
Asia-based entities	8,592	8,453
Capital allowance	70,424	69,416
Allowance for impairment loss on receivables, inventories and property, plant and equipment	61,493	60,862
Pension liability and other benefits	28,902	31,105
Accrued expenses	19,739	19,620
MSOP and ELTIP	4,297	4,297
Unaccreted discount on security deposits and employee car plan receivables	270	284
Unamortized past service costs	214	225
Accrued bonus	—	1,521
	4,540,447	4,583,272

(Forward)

	March 2022 (Unaudited)	December 2021 (Audited)
Deferred tax liabilities:		
Excess of fair value over book value of identifiable assets of acquired businesses	₱4,349,776	₱4,353,549
Right-of-use assets	3,555,365	3,658,010
Unaccrued discount on employee car plan receivables, security and product security deposits	492	409
Unrealized foreign exchange gain	2	17
Finance lease receivables	7,822	—
	7,913,457	8,011,985
Deferred tax liabilities - net	₱3,373,010	₱3,428,713

The rollforward analysis of the net deferred tax assets and liabilities of the JFC Group follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱3,446,142	₱2,258,805
Income tax effect to profit or loss	124,473	1,387,929
Income tax effect of remeasurements of net defined benefit plan	—	(168,037)
Tax effect of MSOP and ELTIP	—	20,488
Translation adjustments	40,106	(53,043)
Balance at end of period	₱3,610,721	₱3,446,142

OSD

The availment of the OSD method also affected the recognition of several deferred tax assets and liabilities. Deferred tax assets and liabilities, for which the related income and expense are not considered in determining gross income for income tax purposes, are not recognized. This is because the manner by which the JFC Group expects to recover or settle the underlying assets and liabilities, for which the deferred tax assets and liabilities were initially recognized, would not result to any future tax consequence under the OSD method. Meanwhile, deferred tax assets and liabilities, for which the related income and expense are considered in determining gross income for income tax purposes, are recognized only to the extent of their future tax consequence under the OSD method. Hence, the tax base of these deferred tax assets and liabilities is reduced by the 40% allowable deduction provided for under the OSD method.

Accordingly, the JFC Group's deferred tax assets and liabilities, which were not recognized due to the use of the OSD method, are as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Deferred tax assets:		
Lease liabilities	₱4,739	₱6,257
Allowance for impairment loss on receivables and nonfinancial assets	4,346	4,244
Customer deposits	–	6,257
Unaccreted discount on financial instruments and others	33	40
	9,118	16,798
Deferred tax liabilities:		
Operating lease receivables	5,214	8,656
Others	137	123
	5,351	8,779
Deferred tax assets - net	₱3,767	₱8,019

As at March 31, 2022, NOLCO and excess of MCIT over RCIT of the Philippine-based entities that can be claimed as deductions from taxable income and income tax due, respectively, are as follows:

Year Incurred/Paid	Carryforward Benefit up to	NOLCO	Excess of MCIT over RCIT
2022	December 31, 2025	₱–	₱49,074
2021	December 31, 2026	–	72,657
2020	December 31, 2025	2,203,561	170,394
2019	December 31, 2022	–	218,970
		2,203,561	511,095
Utilized during the period		(350,078)	–
		₱1,853,483	₱511,095

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

President Rodrigo Duterte signed into law on March 26, 2021 the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It took effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation on April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact to the JFC Group:

- Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5 million and with total assets not exceeding ₱100 million (excluding land on

which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.

- MCIT rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.
- Imposition of improperly accumulated earnings tax (IAET) is repealed.
- For investments prior to effectivity of CREATE:
 - Registered business enterprises granted only an income tax holiday (ITH) – can continue with the availment of the ITH for the remaining period of the ITH.

Applying the provisions of the CREATE Act, the JFC Group has been subjected to the lower RCIT rate of 25% of taxable income or the reduced MCIT rate of 1% of gross income, effective July 1, 2020. Likewise, the impact on the December 31, 2020 consolidated balances had the CREATE Act been substantially enacted as of then, that were adjusted in 2021, are as follows:

Consolidated Statement of Financial Position

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Prepaid taxes	₱59.9
Deferred tax assets	(1,089.6)
Income tax payable	(8.8)
Deferred tax liabilities	(530.6)
Remeasurement loss on net defined benefit plan	59.4
Additional paid-in capital	0.4

Consolidated Statement of Comprehensive Income

<i>Amount in millions</i>	<i>Increase (Decrease)</i>
Provision for current income tax	(₱68.7)
Provision for deferred income tax	499.1
Other comprehensive income	59.4
Net income attributable to equity holders of the Parent Company	(423.1)
Net income attributable to non-controlling interests	(7.3)

Deferred tax assets on temporary differences and carryforward benefits of NOLCO and excess of MCIT over RCIT of the Philippine-based subsidiaries, which were not recognized as it is not probable that taxable income will be sufficient against which they can be utilized, amounted to ₱2,570.9 million and ₱233.3 million, respectively, as at March 31, 2022 and ₱2,468.6 million and ₱221.0 million, respectively, as at December 31, 2021.

The PRC enterprise income tax law provides that income tax rates are unified at 25%. As at March 31, 2022, NOLCO of the PRC-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Carryforward Benefit Up to	Tax Losses	Deferred Tax at 25%
2022	December 31, 2027	₱79,220	₱19,805
2021	December 31, 2026	156,844	39,211
2020	December 31, 2028	956,072	239,018
2019	December 31, 2024	59,900	14,975
2018	December 31, 2023	44,564	11,141
2017	December 31, 2022	39,216	9,804
		1,335,816	333,954
Translation adjustments		33,116	8,279
		₱1,368,932	₱342,233

As provided in Article 4 of the Announcement of the Ministry of Finance and the State Administration of Taxation No. 8 of 2020, the maximum carry forward period for losses incurred by enterprises in difficult industries greatly affected by the pandemic in 2020 is extended from five (5) years to eight (8) years.

As at March 31, 2022, NOLCO of the USA-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Tax Losses	Deferred Tax at 21%
2022	₱767,319	₱161,137
2021	1,494,586	313,863
2020	4,112,176	863,557
2019	3,611,838	758,486
2018	2,717,028	570,576
2017	115,248	24,202
	12,818,195	2,691,821
Translation adjustments	174,852	36,719
	₱12,993,047	₱2,728,540

NOLCO of USA-based entities has no prescription effective taxable year 2018. The 2017 NOLCO will expire in 2037.

As at March 31, 2022, NOLCO of the Europe-based entities that can be claimed as deductions from taxable income are as follows:

Year Incurred	Tax Losses	Deferred Tax at 19%
2020	₱180,035	₱34,207
2018	10,292	1,955
Translation adjustments	(100)	(19)
	₱190,227	₱36,143

NOLCO of Europe-based entities has no prescription.

The following are the movements in deferred tax assets on NOLCO of the JFC Group:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱3,995,947	₱2,771,280
Additions	223,942	1,792,330
Utilization during the period	(87,519)	(484,870)
Change in tax rate due to the CREATE Act	—	(177,601)
Write-off and expirations	—	(23,267)
Translation adjustments	53,395	118,075
	₱4,185,765	₱3,995,947

The following are the movements in deferred tax assets on Excess of MCIT over RCIT of the JFC Group:

	March 2022 (Unaudited)	December 2021 (Audited)
Balance at beginning of period	₱462,557	₱411,332
Additions	48,538	91,853
Change in tax rate due to the CREATE Act	—	(40,628)
	₱511,095	₱462,557

The net change in deferred tax liabilities recognized in equity amounted to (₱168.0 million), ₱165.3 million and ₱252.9 million in 2021, 2020 and 2019, respectively.

Provision for current income tax of foreign entities operating in the US, PRC, Vietnam and Singapore amounted to ₱3.8 million, ₱1.4 million, ₱0.7 million and ₱3.5 million, respectively, for the period ended March 31, 2022 and ₱24.4 million, ₱10.3 million, ₱8.1 million and nil, respectively, for the period ended March 31, 2021.

25. Pension Liability

Defined Benefit Plan

The Parent Company and certain Philippine-based subsidiaries have funded, independently-administered, non-contributory defined benefit pension plan covering all permanent employees. The benefits are based on the employees' projected salaries and number of years of service.

The funds are administered by trustee banks. Subject to the specific instructions provided in writing, the Parent Company and certain Philippine-based subsidiaries direct the trustee banks to hold, invest and reinvest the funds and keep the same invested, in its sole discretion, without distinction between principal and income in, but not limited to, certain cash and other short-term deposits, investments in government and corporate debt securities and quoted equity securities.

Under the existing regulatory framework, Republic Act No. 7641 requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employees' retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The following tables summarize the components of pension expense, included under “Cost of sales” and “General and administrative expenses” accounts in the consolidated statements of comprehensive income and pension liability in the consolidated statements of financial position, which are based on actuarial valuations.

Changes in pension liability of the JFC Group in 2021 are as follows:

	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
At January 1, 2021	₱4,711,002	₱1,793,502	₱2,917,500
Opening balance adjustment	(5,381)	—	(5,381)
Pension expense:			
Current service cost	375,120	—	375,120
Net interest	165,211	65,625	99,586
Past service cost	(50,574)	—	(50,574)
Settlement gain	(105,824)	—	(105,824)
	383,933	65,625	318,308
Benefits paid	(138,167)	(143,122)	4,955
Settlement paid	(50,873)	(45,918)	(4,955)
Remeasurements in other comprehensive income:			
Return on plan assets (excluding amount included in net interest)	—	(50,580)	50,580
Actuarial changes arising from changes in financial assumptions	(577,221)	—	(577,221)
Actuarial changes due to experience adjustment	130,600	—	130,600
Actuarial changes due to demographic adjustment	(32,302)	—	(32,302)
	(478,923)	(50,580)	(428,343)
Contributions	—	385,619	(385,619)
At December 31, 2021	₱4,421,591	₱2,005,126	₱2,416,465

Changes in pension liability of the JFC Group in 2020 are as follows:

	Present Value of Defined Benefit Obligation	Fair Value of Plan Assets	Pension Liability
At January 1, 2020	₱4,734,016	₱2,512,696	₱2,221,320
Opening balance adjustment	26	—	26
Pension expense:			
Current service cost	388,495	—	388,495
Net interest	219,328	111,727	107,601
Past service cost	—	—	—
Settlement gain	(400,521)	—	(400,521)
	207,302	111,727	95,575
Benefits paid	(264,916)	(264,916)	—
Settlement paid	(607,695)	(607,695)	—
Remeasurements in other comprehensive income:			
Return on plan assets (excluding amount included in net interest)	—	41,690	(41,690)
Actuarial changes arising from changes in financial assumptions	703,881	—	703,881
Actuarial changes due to experience adjustment	(61,145)	—	(61,145)
Actuarial changes due to demographic adjustment	—	—	—
	642,736	41,690	601,046
Transferred out - net	(467)	—	(467)
At December 31, 2020	₱4,711,002	₱1,793,502	₱2,917,500

The maximum economic benefit available is a combination of expected refunds from the plan and reductions in future contributions.

The following table presents the carrying amounts, which approximate the estimated fair values, of the assets of the plan:

	March 2021 (Unaudited)	December 2020 (Audited)
Cash and cash equivalents	₱7,480	₱30,507
Investments in government and corporate debt securities	1,741,131	1,843,471
Investments in quoted equity securities:		
Holding firms	242,661	238,751
Property	164,783	174,253
Banks	157,274	144,834
Telecommunications	63,026	74,348
Food and beverage	52,846	61,452

(Forward)

	March 2021 (Unaudited)	December 2020 (Audited)
Electricity, energy, power and water	₱50,906	₱52,377
Transportation	50,713	45,118
Others	18,069	19,912
Interest and dividends receivable	43,247	18,339
Fund liabilities (see Notes 7 and 27)	(621,573)	(698,236)
	₱1,970,563	₱2,005,126

The plan assets consist of the following:

- Investments in government securities which consist of retail treasury bonds that bear interest ranging from 2.38%-6.25% and have maturities from December 2022 to October 2037 and fixed-rate treasury notes that bear interest ranging from 2.38%-8.75% and have maturities from January 2022 to August 2037.
- Investments in debt securities consist of long-term corporate bonds in the property sector, which bear interest ranging from 4.34%-6.30% maturing from February 2022 to November 2028.
- Investments in equity securities consist of investments in listed equity securities, including equity securities of the Parent Company, for certain retirement plans of the JFC Group (see Note 27).
- Other financial assets held by the retirement plan are primarily accrued interest income on cash and cash equivalents, debt instruments and other securities.

Pension expense as well as the present value of the pension liability are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension expense and liability for the defined benefit plans are shown below:

	December 31, 2021	December 31, 2020
Discount rate	3.7% – 5.2%	3.6% – 4.3%
Salary increase rate	6.00%	6.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the present value of the defined benefit obligation as at the end of the reporting period, assuming all other assumptions were held constant:

	Increase (Decrease)	Philippine Plan	
		2021	2020
Discount rates	+0.50%	(₱693,183)	(₱1,028,752)
	-0.50%	801,562	1,160,221
Future salary increases	+0.50%	798,337	1,153,401
	-0.50%	(715,557)	(1,026,755)

Shown below is the maturity analysis of the undiscounted benefit payments as at December 31:

	2021	2020
Less than 1 year	₱765,404	₱774,144
More than 1 year to 5 years	1,451,480	1,244,033
More than 5 years to 10 years	2,176,459	2,141,595
More than 10 years to 15 years	2,867,018	2,571,487
More than 15 years to 20 years	3,367,326	3,065,269
More than 20 years	8,514,005	8,982,778

The Parent Company and certain Philippine-based subsidiaries do not have a formal asset-liability matching strategy. The overall investment policy and strategy of the retirement plans is based on the client suitability assessment, as provided by trustee banks, in compliance with the BSP requirements. Nevertheless, the Parent Company and certain Philippine-based subsidiaries ensure that there will be sufficient assets to pay the retirement benefits as they fall due while attempting to mitigate the various risks of the plans.

The plan assets are primarily exposed to financial risks such as liquidity risk and price risk. Liquidity risk pertains to the plans' ability to meet obligation to the employees upon retirement. To effectively manage liquidity risk, the trustee banks maintain assets in cash and short-term deposits. Price risk pertains mainly to fluctuation in market prices of the retirement funds' marketable securities. In order to effectively manage price risk, the trustee banks continuously assess these risks by closely monitoring the market value of the securities and implementing prudent investment strategies.

The Parent Company and certain Philippine-based subsidiaries contributed ₱385.6 million to the defined benefit pension plans in 2021.

The average duration of the defined benefit obligation is 10 years as at December 31, 2021 and 2020.

Defined Contribution Plan

The employees of the PRC-domiciled subsidiaries of the JFC Group are members of a state-managed pension benefit scheme operated by the national government. These subsidiaries are required to contribute a specified percentage of their payroll costs to the pension benefit scheme to fund the benefits. The only obligation of these subsidiaries with respect to the pension benefit scheme is to make the specified contributions. Pension expense under the defined contribution plan amounted to ₱122.9 million and ₱70.9 million for the periods ended March 31, 2022 and 2021, respectively.

26. Stock Options Plan

Senior Management Stock Option and Incentive Plan

On January 10, 2017 and December 17, 2002, the SEC approved the exemption requested by the JFC Group on the registration requirements of 31,500,000 and 101,500,000 options, respectively, underlying the Parent Company's common shares to be issued pursuant to the JFC Group's Senior Management Stock Option and Incentive Plan (the Plan). The Plan covers selected key members of management of the JFC Group and designated affiliated entities.

The Plan is divided into two programs, namely, the Management Stock Option Program (MSOP) and the Executive Long-term Incentive Program (ELTIP). The MSOP provides a yearly stock option grant program based on company and individual performance while the ELTIP provides stock ownership as an incentive to reinforce entrepreneurial and long-term ownership behavior of executive participants.

MSOP. The MSOP is a yearly stock option grant program open to members of the senior management committee of the JFC Group and members of the management committee, key talents and designated consultants of some of the business units.

Each MSOP cycle refers to the period commencing on the MSOP grant date and ending on the last day of the MSOP exercise period. Vesting is conditional on the employment of the employee-participants in the JFC Group within the vesting period. The options will vest at the rate of one-third of the total options granted on each anniversary of the MSOP grant date until the third anniversary.

The exercise price of the stock options is determined by the JFC Group with reference to the prevailing market prices over the three months immediately preceding the date of grant for the 1st up to the 7th MSOP cycle. Starting with the 8th MSOP cycle, the exercise price of the option is determined by the JFC Group with reference to the market closing price at date of grant.

The options will vest at the rate of one-third of the total options granted from the start of the grant date on each anniversary date which will start after a year from the grant date. For instance, under the 1st MSOP cycle, the Compensation Committee of the JFC Group granted 2,385,000 options to eligible participants on July 1, 2004. One-third of the options granted, or 795,000 options, vested and may be exercised starting July 1, 2005. The exercise period for the 1st MSOP cycle was until June 30, 2012. From July 1, 2005 to September 25, 2020, the Compensation Committee granted series of MSOP grants under the 2nd to 17th MSOP cycle to eligible participants. Under the most recent grant on August 5, 2021, the 18th MSOP cycle, the Compensation Committee granted 4,219,250 options. These options vest similar to the 1st MSOP cycle.

The options under MSOP expire eight years after grant date. The 1st, 2nd, 3rd, 4th, 5th, 6th, 7th, 8th, 9th and 10th MSOP cycles expired in 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020 and 2021, respectively.

The JFC Group does not pay cash as a form of settlement.

The movements in the number of stock options outstanding under MSOP and related weighted average exercise prices (WAEP) for the period ended March 31, 2022 and years ended December 31, 2021 and 2020 follow:

	March 2022 (Unaudited)		December 2021 (Audited)		December 2020 (Audited)	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning of period	61,141,454	₱122.96	56,922,204	₱118.03	52,715,144	₱116.43
Options granted during the period	—	—	4,219,250	189.60	4,207,060	138.00
Total options granted at end of period	61,141,454	₱122.96	61,141,454	₱122.96	56,922,204	₱118.03
Outstanding at beginning of period	20,984,985	₱194.51	19,415,930	₱191.22	17,905,148	₱200.38
Options granted during the period	—	—	4,219,250	189.60	4,207,060	138.00
Options exercised during the period	(509,607)	188.04	(2,031,961)	154.66	(1,223,364)	112.70
Options forfeited during the period	—	—	(618,234)	188.72	(1,472,914)	215.80
Outstanding at end of period	20,475,378	₱194.67	20,984,985	₱194.51	19,415,930	₱191.22
Exercisable at end of period	12,710,655	₱207.44	13,220,262	₱206.69	12,624,653	₱201.00

The weighted average share price of the Parent Company's common shares is ₱229.77, ₱200.38 and ₱147.16 in 2022, 2021 and 2020, respectively. The weighted average remaining contractual life for the stock options outstanding is 4.73 years, 4.70 years, and 4.62 years as at December 31, 2021, 2020 and 2019, respectively.

The weighted average fair value of stock options granted in 2021, 2020 and 2019 is ₱48.71, ₱33.84 and ₱48.07, respectively. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account, the terms and conditions upon which the options were granted. The option style used for this plan is the American style because the option plan allows exercise before the expiry date.

The inputs in the valuation of the options granted on the dates of grant for each MSOP cycle are shown below:

MSOP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5-7 years	₱24.00	₱20.00
2nd	2005	1.72%	36.91%	6.20%	5-7 years	29.00	27.50
3rd	2006	1.72%	36.91%	6.20%	5-7 years	35.00	32.32
4th	2007	1.70%	28.06%	6.41%	3-4 years	52.50	50.77
5th	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
6th	2009	2.00%	30.37%	5.28%	3-4 years	48.00	45.45
7th	2010	2.00%	29.72%	5.25%	3-4 years	70.00	57.77
8th	2011	2.00%	34.53%	4.18%	3-4 years	89.90	89.90
9th	2012	2.00%	28.72%	3.50%	3-4 years	107.90	107.90
10th	2013	2.00%	29.38%	2.68%	3-4 years	145.00	145.00
11th	2014	2.00%	24.87%	2.64%	3-4 years	179.80	179.80
12th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00
13th	2016	2.00%	17.76%	2.63%	3-4 years	236.00	236.00
14th	2017	2.00%	16.70%	3.92%	3-4 years	206.20	206.20
15th	2018	2.00%	28.98%	4.95%	3-4 years	245.00	245.00
16th	2019	2.00%	27.65%	4.18%	3-4 years	219.00	219.00
17th	2020	2.00%	35.17%	2.40%	3-4 years	138.00	138.00
18th	2021	1.70%	36.19%	2.29%	3-4 years	189.60	189.60

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

ELTIP. The ELTIP entitlement is given to members of the senior management committee and designated consultants of the JFC Group.

Each ELTIP cycle refers to the period commencing on the ELTIP entitlement date and ending on the last day of the ELTIP exercise period. Actual grant and vesting are conditional upon achievement of the JFC Group's medium to long-term goals and individual targets in a given period, and the employment of the employee-participants in the JFC Group within the vesting period. If the goals are achieved, the options will be granted. For the 3rd ELTIP cycle, a percentage of the options to be granted are based on the percentage of growth in annual earnings per share such that 100%, 50% or 25% of the options granted when percentage of growth in annual earnings per share are 12% and above, 10% to less than 12% or 8% to less than 10%, respectively. For the 4th ELTIP cycle, the percentage of the options to be granted and the targeted percentage of growth in annual earnings per share have been further revised such that 150%, 100% or 50% of the options granted when percentage of growth in annual earnings per share are 15% and above, 12% to less than 15% or 10% to less than 12%, respectively.

The exercise price of the stock options under ELTIP is determined by the JFC Group with reference to the prevailing market prices over the three months immediately preceding the date of entitlement for the first and second ELTIP cycles. Starting with the 3rd ELTIP cycle, the exercise price of the option is determined by the JFC Group with reference to the closing market price as at the date of entitlement.

The options will vest at the rate of one-third of the total options granted on each anniversary date which will start after the goals are achieved. For instance, on July 1, 2004, the Compensation Committee gave an entitlement of 22,750,000 options under the 1st ELTIP cycle to eligible participants. One-third of the options granted, or 7,583,333 options, vested and were exercised starting July 1, 2007 until June 30, 2012. On July 1, 2008, October 19, 2012, August 25, 2015 and January 3, 2018, entitlement to 20,399,999, 24,350,000, 11,470,000 and 9,290,000 options were given to eligible participants under the 2nd, 3rd, 4th, and 5th ELTIP cycles, respectively. The 1st, 2nd, and 3rd ELTIP cycles expired on June 30, 2012, April 30, 2017, and April 30, 2020, respectively. The stock options granted under the 4th ELTIP cycle will expire in 2023. The 5th ELTIP cycle was not granted to ELTIP participants as the JFC Group did not achieve the minimum hurdle rate of 10% of annual growth of the EPS due to the impact of the COVID-19 pandemic to JFC Group's business performance in 2020.

The JFC Group does not pay cash as a form of settlement.

The movements in the number of stock options outstanding for the 3rd to 4th ELTIP cycles and related WAEP for the period ended March 31, 2022 and years ended December 31, 2021 and 2020 follow:

	March 2022 (Unaudited)		December 2021 (Audited)		December 2020 (Audited)	
	Number of Options	WAEP	Number of Options	WAEP	Number of Options	WAEP
Total options granted at beginning and end of period	78,969,999	₱74.58	78,969,999	₱74.58	78,969,999	₱74.58
Outstanding at beginning of period	3,680,034	₱180.00	4,073,368	₱180.00	15,368,368	₱123.22
Options exercised during the period	—	—	(53,334)	180.00	(10,885,000)	105.00
Options forfeited during the period	—	—	(340,000)	180.00	(410,000)	110.56
Outstanding at end of period	3,680,034	₱180.00	3,680,034	₱180.00	4,073,368	₱180.00
Exercisable at end of period	3,680,034	₱180.00	3,680,034	₱180.00	4,073,368	₱180.00

The weighted average remaining contractual life for the stock options outstanding is 1.33 years, 2.33 years and 1.06 years as at December 31, 2021, 2020 and 2019, respectively.

The fair value of stock options granted is ₱26.13 in 2015. There were no additional stock option grants under ELTIP in 2021, 2020 and 2019. The fair value of share options as at the date of grant is estimated using the Black-Scholes Option Pricing Model, taking into account the terms and conditions upon which the options were granted. The option style used for this plan is the American style because this option plan allows exercise before the maturity date.

The inputs to the model used for the options granted on the dates of grant for each ELTIP cycle are shown below:

ELTIP Cycle	Year of Grant	Dividend Yield	Expected Volatility	Risk-free Interest Rate	Expected Life of the Option	Stock Price on Grant Date	Exercise Price
1st	2004	1.72%	36.91%	6.20%	5 years	₱24.00	₱20.00
2nd	2008	1.80%	26.79%	8.38%	3-4 years	34.00	39.85
3rd	2012	2.00%	28.74%	3.60%	3-4 years	105.00	105.00
4th	2015	2.00%	18.94%	2.98%	3-4 years	180.00	180.00

The expected life of the stock options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the

assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The cost of the stock options expense charged to operations for both MSOP and ELTIP in the “General and administrative expenses” account amounted to ₱41.5 million and ₱39.2 million for the periods ended March 31, 2022 and 2021, respectively (see Notes 19, 22 and 27). Correspondingly, a credit was made to additional paid-in-capital (see Note 19).

27. Related Party Transactions

The JFC Group has transactions with related parties. Enterprises and individuals that directly, or indirectly through one or more intermediaries, control or are controlled by, or under common control with the JFC Group, including holding companies, subsidiaries and fellow subsidiaries are related entities of the JFC Group. Individuals owning, directly or indirectly, an interest in the voting power of the JFC Group that give them significant influence over the enterprise, key management personnel, including directors and officers of the JFC Group, and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

Compensation of Key Management Personnel of the JFC Group

The aggregate compensation and benefits to key management personnel of the JFC Group are as follows:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Salaries and short-term benefits	₱631,875	₱233,089
Stock options expense (see Notes 19, 22 and 26)	41,488	39,183
Net pension expense	21,883	22,962
Employee car plan and other long-term benefits	12,499	12,881
	₱707,745	₱308,115

Transactions with the Retirement Plans

As at March 31, 2022 and December 31, 2021, certain retirement funds of the JFC Group include investment in equity securities of the Parent Company with details as follows:

	March 2022 (Unaudited)	December 2021 (Audited)
Number of shares	86,790	95,250
Market value	₱19,528	₱20,612
Cost	17,857	19,387
Unrealized gain	₱1,671	₱1,225

The JFC Group’s receivable from the retirement fund amounted to ₱618.3 million and ₱694.4 million as at March 31, 2022 and December 31, 2021, respectively (see Notes 7 and 25). The receivable arose from benefit payments made by the JFC Group for and on behalf of the retirement plans. The receivable is noninterest-bearing.

Terms and Conditions of Transactions with other Related Parties

Transactions with related parties are made at market prices and are normally settled in cash. The JFC Group has approval process and established limits when entering into material related party transactions. Other related party transactions between entities under the JFC Group are eliminated in the consolidation process.

28. Earnings Per Share (EPS)

Basic and diluted EPS are computed as follows:

	March 2022 (Unaudited)	March 2021 (Unaudited)
<i>(In Thousand pesos, except for shares data and EPS)</i>		
Net income attributable to the equity holders of the Parent Company	₱2,308,525	₱152,648
Dividends on preferred shares - net of tax	112,810	—
Adjusted net income attributable to the equity holders of the Parent Company (a)	₱2,195,715	₱152,648
Weighted average number of shares - basic (b)	1,108,069,813	1,102,130,616
Weighted average number of shares outstanding under the stock options plan	19,950,445	13,581,111
Weighted average number of shares that would have been purchased at fair market value	(16,488,432)	(12,656,582)
Adjusted weighted average shares – diluted (c)	1,111,531,826	1,103,055,145
EPS		
Basic (a/b)	₱1.982	₱0.139
Diluted (a/c)	1.975	0.138

Potential common shares for stock options under the 13th and 15th MSOP cycles in 2022 and 11th to 16th MSOP cycles and 4th ELTIP cycle in 2021 were not included in the calculation of the diluted EPS because they are anti-dilutive.

29. Leases

JFC Group as Lessee

The JFC Group has lease contracts for QSR outlets, warehouses, and office spaces. Leases of QSR outlets and warehouses generally have lease terms between three (3) to twenty (20) years. The JFC Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the JFC Group is restricted from assigning and subleasing the leased assets. There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

The JFC Group also has certain leases of QSR outlets with lease term of 12 months or less. The JFC Group applies the 'short-term lease' recognition exemptions for these leases.

Set out below are the carrying amounts of right-of-use assets recognized and the movements during the period:

	QSR Outlets	Warehouses	Office Spaces	Total
As at December 31, 2020	₱33,710,403	₱504,826	₱8,914	₱34,224,143
Additions	11,021,980	–	5,321	11,027,301
Pre-terminations	(1,510,979)	–	37	(1,510,942)
Depreciation expense	(7,281,055)	(75,515)	(26,527)	(7,383,097)
Reversal of impairment loss	285,635	–	–	285,635
Reclassification	917	–	79,108	80,025
Cumulative translation adjustments	1,446,970	–	(1,669)	1,445,301
As at December 31, 2021	37,673,871	429,311	65,184	38,168,366
Additions	46,623	–	–	46,623
Pre-terminations (see Note 23)	(23,407)	–	–	(23,407)
Depreciation expense (see Notes 21 and 22)	(1,718,030)	(33,043)	(6,070)	(1,757,143)
Cumulative translation adjustments	57,668	–	42	57,710
As at March 31, 2022	₱36,036,725	₱396,268	₱59,156	₱36,492,149

Set out below are the carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the period:

	March 2022 (Unaudited)	December 2021 (Audited)
As at beginning of period	₱43,183,677	₱39,083,725
Additions	128,478	11,011,919
Payments	(1,974,688)	(8,137,825)
Accretion of interest (see Note 23)	430,146	1,963,848
Pre-terminations (see Note 23)	(18,116)	(1,779,557)
Rent concessions	(20,084)	(478,727)
Cumulative translation adjustments	66,569	1,520,294
As at end of period	₱41,795,982	₱43,183,677
Current	₱6,388,141	₱7,284,154
Noncurrent	35,407,841	35,899,523

The maturity analysis of lease liabilities is disclosed in Note 31.

The following are the amounts recognized in profit or loss:

	March 2022 (Unaudited)	March 2021 (Unaudited)
Depreciation expense of right-of-use assets (see Notes 21 and 22)	₱1,757,143	₱1,639,457
Interest expense on lease liabilities (see Note 23)	430,146	392,275
Rent expense - short-term leases (see Notes 21 and 22)	1,124,685	647,618
Rent expense - variable lease payments (see Notes 21 and 22)	282,129	291,795
Loss on pre-termination of lease agreements (see Note 23)	5,291	–
	₱3,599,394	₱2,971,145

The JFC Group had total cash outflows for leases of ₱3,381.5 million and ₱2,830.3 million for the periods ended March 31, 2022 and 2021, respectively.

For the periods ended March 31, 2022 and 2021, the JFC Group received rent concessions from lessors amounting to ₱20.1 million and ₱56.6 million, respectively, accounted for as negative variable lease payments in the unaudited consolidated statement of comprehensive income.

JFC Group as Lessor

The JFC Group entered into commercial property leases for its investment property units. These leases have terms of between three (3) and twenty (20) years. Leases generally include a clause to enable upward revision of the rent charges on an annual basis based on prevailing market conditions.

Rent income recognized on a straight-line basis amounted to ₱2.8 million and ₱6.4 million for the periods ended March 31, 2022 and 2021, respectively (see Note 20). The difference of rent income recognized under the straight-line method and the rent amounts in accordance with the terms of the lease are included under “Operating lease receivables” which amounted to ₱47.9 million and ₱55.5 million, net of allowance for impairment of ₱8.0 million as at March 31, 2022 and December 31, 2021, respectively.

The future minimum lease receivables under noncancelable operating leases as at December 31 are as follows:

	2021	2020
Within one year	₱7,683	₱28,367
After one year but not more than five years	43,395	117,305
More than five years	38,315	48,469
	₱89,393	₱194,141

JFC Group as an Intermediate Lessor

The JFC Group subleases certain parcels of land with lease terms between five (5) to twenty (20) years. The lease contracts contain renewal options under terms and conditions that are mutually agreed upon by the parties.

Set out below are the carrying amounts of finance lease receivables and the movements during the period:

	March 2022 (Unaudited)	December 2021 (Audited)
At beginning of period	₱56,674	₱70,800
Payments	(3,057)	(17,191)
Accretion of interest (see Note 23)	3,057	3,065
As end of period	₱56,674	₱56,674

Shown below is the maturity analysis of the undiscounted finance lease receivables:

	March 2022 (Unaudited)	December 2021 (Audited)
1 year	₱19,615	₱18,609
more than 1 year to 5 years	42,144	43,759

30. Contingencies

The JFC Group is involved in litigations, claims and disputes, and regulatory assessments which are normal to its business. Management believes that the ultimate liability, if any, with respect to these litigations, claims and disputes will not materially affect the financial position and financial performance of the JFC Group. Thus, other than the provisions in Note 17, there were no other provisions made for contingencies.

The JFC Group does not provide further information on these provisions and contingencies in order not to impair the outcome of the litigations, claims and disputes.

31. Financial Risk Management Objectives and Policies

The JFC Group is exposed to a variety of financial risks from its operating, investing and financing activities. The JFC Group's risk management policies focus on actively securing the JFC Group's short-term to medium-term cash flows by minimizing the exposure to financial markets.

The JFC Group's principal financial instruments comprise of cash and cash equivalents, short-term investments, current portion of financial assets at FVTPL, receivables, short-term and long-term debts and senior debt securities. The main purpose of these financial instruments is to obtain financing for the JFC Group's operations. The JFC Group has other financial assets and liabilities such as security and other deposits, finance lease receivables, operating lease receivables, lease liabilities and trade payables and other current liabilities (excluding accrual for local and other taxes, liabilities to government agencies and unearned revenue from gift certificates) which arise directly from its operations and noncurrent portion of financial assets at FVTPL.

The main risks arising from these financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. The risk management policies reviewed regularly by the Parent Company's BOD and management for managing each of these risks are summarized as follows:

Interest Rate Risk

Interest rate risk arises from the possibility that the fair value or future cash flows of financial instruments will fluctuate because of changes in market interest rates.

The JFC Group's exposure to interest rate risk relates primarily to short-term and long-term debts with floating interest rates. Floating rate financial instruments are subject to cash flow interest rate risk. The JFC Group's interest rate exposure management policy centers on reducing the JFC Group's overall interest expense and exposure to changes in the interest rates.

To manage the interest rate risk related to the JFC Group's long-term debts, the JFC Group used a derivative instrument to fix the interest rate over the term of one of its long-term debts (see Note 18). With the JFC Group's Corporate Planning Team, it enters into loan contracts with variable interest rates and option to fix interest rates which can be availed to manage its loan risks.

There is minimal exposure on the other sources of the JFC Group's interest rate risk. These other sources are from the JFC Group's cash in banks, short-term deposits and short-term investments.

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the JFC Group's income before income tax as at December 31, 2021 and 2020. The impact on the JFC Group's income before income tax is due to changes in the fair value of floating interest rates.

Long-term Debt with Floating Interest Rates

	Increase/ Decrease in Basis Points	Effect in Profit or Loss Before Income Tax		
		2021	2020	2019
PHP	+100	(169,260)	(135,017)	(161,228)
	-100	169,260	135,017	161,228
USD	+100	(43,344)	(46,863)	(55,802)
	-100	43,344	46,863	55,802
VND	+100	(10,997)	(10,702)	(8,928)
	-100	10,997	10,702	8,928

The assumed movement in basis point for interest rate sensitivity analysis is based on the currently observable market environment.

Foreign Currency Risk

The JFC Group's exposure to foreign currency risk arises from the Parent Company's investments outside the Philippines, which are mainly in PRC and USA. The net assets of foreign businesses account for 17.9% and 21.8% of the consolidated net assets of the JFC Group as at March 31, 2022 and December 31, 2021, respectively.

The JFC Group also has transactional foreign currency exposures. Such exposure arises from the JFC Group's Philippine operations' cash and cash equivalents, receivables and trade payables in foreign currencies.

The following table shows the JFC Group's Philippine operations' foreign currency-denominated monetary assets and liabilities and their peso equivalents as at March 31, 2022 and December 31, 2021:

	March 2022 (Unaudited)		December 2021 (Audited)	
	USD	PHP Equivalent	USD	PHP Equivalent
Foreign currency denominated assets:				
Cash and cash equivalents	11,620	601,219	13,587	692,937
Receivables	9,764	505,189	11,780	600,780
	21,384	1,106,408	25,367	1,293,717
Foreign currency denominated liability -				
Accounts payable - trade	(1,611)	(83,353)	(2,103)	(107,253)
Foreign currency denominated assets - net	19,773	1,023,055	23,264	1,186,464

Foreign Currency Risk Sensitivity Analysis

The JFC Group has recognized in profit or loss, a net foreign exchange gain of ₱202.0 million ₱6.2 million for the periods ended March 31, 2022 and 2021, respectively (see Note 23), included under "Other income - net" account. This resulted from the movements of the Philippine peso against the USD as shown in the following table:

March 31, 2022	51.74
December 31, 2021	51.00

The following table demonstrates the sensitivity to a reasonably possible change in USD to Philippine peso exchange rate, with all other variables held constant, of the JFC Group's income before income tax (due to changes in the fair value of monetary assets and liabilities) as at March 31, 2022 and December 31, 2021:

		March 2022 (Unaudited)		December 2021 (Audited)	
		Effect on Income before Income Tax	Effect on Equity before Income Tax	Effect on Income before Income Tax	Effect on Equity before Income Tax
Appreciation (Depreciation) of ₱ against Foreign Currency					
USD	1.50	(₱29,660)	(₱29,660)	(₱34,896)	(₱34,896)
	(1.50)	29,660	29,660	34,896	34,896
	1.00	(19,773)	(19,773)	(23,264)	(23,264)
	(1.00)	19,773	19,773	23,264	23,264

Credit Risk

Credit risk is the risk that a customer or counterparty fails to fulfill its contractual obligations to the JFC Group. This includes risk of non-payment by borrowers, failed settlement of transactions and default on outstanding contracts.

The JFC Group has a strict credit policy. Its credit transactions are with franchisees and customers that have gone through rigorous screening before granting them the franchise. The credit terms are very short, while deposits and advance payments are also required before rendering the services or delivering the goods, thus, mitigating the possibility of non-collection. In cases of non-collection, defaults of the debtors are not tolerated; the exposure is contained the moment a default occurs and transactions that will further increase the exposure of the JFC Group are discontinued.

The JFC Group has no significant concentration of credit risk with counterparty. The JFC Group's franchisee profile is such that no single franchisee accounts for more than 5% of the total system wide sales of the JFC Group.

The aging analysis of financial assets as at March 31, 2022 and December 31, 2021 are as follows:

March 2022 (Unaudited)							
		Neither Past Due nor	Past Due but not Impaired (Age in Days)				
	Total	Impaired	1-30	31-60	61-120	Over 120	Impaired
Financial Assets at Amortized Cost			<i>(In Millions)</i>				
Cash and cash equivalents*	₱22,711.7	₱22,711.7	₱—	₱—	₱—	₱—	₱—
Short-term investments	54.8	54.8	—	—	—	—	—
Receivables:							
Trade	4,739.9	1,639.1	603.5	190.9	288.1	1,502.0	516.3
Receivable from retirement fund	618.3	9.6	12.8	11.0	69.5	515.4	—
Advances to employees	368.6	368.6	—	—	—	—	—
Employee car plan receivables**	134.6	134.6	—	—	—	—	—
Other receivables***	44.8	44.8	—	—	—	—	—
Operating lease receivables	47.9	47.9	—	—	—	—	—
Finance lease receivables	56.7	56.7	—	—	—	—	—
Other noncurrent assets -							
Security and other deposits**	3,270.3	3,270.3	—	—	—	—	—
	32,047.6	28,338.1	616.3	201.9	357.6	2,017.4	516.3
Financial Assets at FVTPL**	10,580.4	10,580.4	—	—	—	—	—
	₱42,628.0	₱38,918.5	₱616.3	₱201.9	₱357.6	₱2,017.4	₱516.3

*Excluding cash on hand amounting to ₱358.3 million

**Including noncurrent portion

***Including interest receivable and excluding receivables from government agencies amounting to ₱96.3 million

	December 2021 (Audited)						
		Neither Past Due nor	Past Due but not Impaired (Age in Days)				
	Total	Impaired	1-30	31-60	61-120	Over 120	Impaired
Financial Assets at Amortized Cost			<i>(In Millions)</i>				
Cash and cash equivalents*	₱24,390.5	₱24,390.5	₱—	₱—	₱—	₱—	₱—
Short-term investments	79.7	79.7	—	—	—	—	—
Receivables:							
Trade	5,357.9	1,978.9	601.8	186.4	298.8	1,788.5	503.5
Receivable from retirement fund	694.4	15.6	56.4	7.2	13.5	601.7	—
Advances to employees	326.1	326.1	—	—	—	—	—
Employee car plan receivables**	137.9	137.9	—	—	—	—	—
Other receivables***	5.7	5.7	—	—	—	—	—
Operating lease receivables	55.5	55.5	—	—	—	—	—
Finance lease receivables	56.7	56.7	—	—	—	—	—
Other noncurrent assets -							
Security and other deposits**	3,069.8	3,069.8	—	—	—	—	—
	34,174.2	30,116.4	658.2	193.6	312.3	2,390.2	503.5
Financial Assets at FVTPL**	14,453.1	14,453.1	—	—	—	—	—
	₱48,627.3	₱44,569.5	₱658.2	₱193.6	₱312.3	₱2,390.2	₱503.5

*Excluding cash on hand amounting to ₱302.2 million

**Including noncurrent portion

***Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million

Credit Risk Exposure. The tables below show the maximum exposure to credit risk of the JFC Group as at March 31, 2022 and December 31, 2021 without considering the effects of collaterals and other credit risk mitigation techniques:

	March 2022 (Unaudited)		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure
	(a)	(b)	(c) – (a) - (b)
	<i>(In Millions)</i>		
Financial Assets at Amortized Cost			
Cash and cash equivalents*	₱22,711.7	₱205.5	₱22,506.20**
Short-term investments	54.8	–	54.8
Receivables:			
Trade	4,739.9	2,374.6	2,365.3***
Receivable from retirement fund	618.3	–	618.3
Employee car plan receivables*****	134.6	–	134.6
Advances to employees	368.6	–	368.6
Other receivables****	44.8	–	44.8
Operating lease receivables	47.9	–	47.9
Finance lease receivables	56.7	–	56.7
Other noncurrent assets -			
Security and other deposits****	3,270.3	–	3,270.3
Financial assets at FVTPL	10,580.4	–	10,580.4
	₱42,628.0	₱2,580.1	₱40,047.7

* Excluding cash on hand amounting to ₱358.3 million.

** Gross financial assets after taking into account insurance bank deposits for cash and cash equivalents.

*** Gross financial assets after taking into account payables to the same counterparty.

**** Including interest receivable and excluding receivables from government agencies amounting to ₱96.3 million

*****Including noncurrent portion

	December 2021 (Audited)		
	Gross Maximum Exposure	Fair Value and Financial Effect of Collateral or Credit Enhancement	Net Exposure
	(a)	(b)	(c) = (a) - (b)
	<i>(In Millions)</i>		
Financial Assets at Amortized Cost			
Cash and cash equivalents*	₱24,390.5	₱195.7	₱24,194.8**
Short-term investments	79.7	–	79.7
Receivables:			
Trade	5,357.9	2,261.5	3,096.4***
Receivable from retirement fund	694.4	–	694.4
Employee car plan receivables*****	137.9	–	137.9
Advances to employees	326.1	–	326.1
Other receivables****	5.7	–	5.7
Operating lease receivables	55.5	–	55.5
Finance lease receivables	56.7	–	56.7
Other noncurrent assets -			
Security and other deposits*****	3,069.8	–	3,069.8
Financial assets at FVTPL	14,453.1	–	14,453.1
	₱48,627.3	₱2,457.2	₱46,170.1

* Excluding cash on hand amounting to ₱302.2 million.

** Gross financial assets after taking into account insurance bank deposits for cash and cash equivalents.

*** Gross financial assets after taking into account payables to the same counterparty.

**** Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million

*****Including noncurrent portion

With respect to credit risk arising from financial assets of the JFC Group, the JFC Group's exposure to credit risk arises from default of the counterparty, with a gross maximum exposure equal to the carrying amount of these instruments.

Credit Quality. The financial assets of the JFC Group are grouped according to stage of which description is explained as follows:

Stage 1 - Those that are considered current and up to 30 days past due, and based on change in rating, delinquencies and payment history, do not demonstrate significant increase in credit risk.

Stage 2 - Those that, based on change in rating, delinquencies and payment history, demonstrate significant increase in credit risk, and/or are considered more than 30 days past due but does not demonstrate objective evidence of impairment as at reporting date.

Stage 3 - Those that are considered in default or demonstrate objective evidence of impairment as at reporting date.

The tables below show determination of ECL stage of the JFC Group's financial assets:

	March 2022 (Unaudited)			
	Total	Stage 1	Stage 2	Stage 3
		12-month ECL	Lifetime ECL	Lifetime ECL
Financial Assets at Amortized Cost	<i>(in Millions)</i>			
Receivables:				
Trade	₱4,739.9	₱2,242.6	₱1,981.0	₱516.3
Receivable from retirement fund	618.3	22.4	595.9	—
Advances to employees	368.6	368.6	—	—
Employee car plan receivables*	134.6	134.6	—	—
Other receivables**	44.8	44.8	—	—
Financial Assets at FVTPL*	10,580.4	10,580.4	—	—
	₱16,486.6	₱13,393.4	₱2,576.9	₱516.3

*Including noncurrent portion

**Including interest receivable and excluding receivables from government agencies amounting to ₱96.3 million

	December 2021 (Audited)			
	Total	Stage 1	Stage 2	Stage 3
		12-month ECL	Lifetime ECL	Lifetime ECL
Financial Assets at Amortized Cost	<i>(in Millions)</i>			
Receivables:				
Trade	₱5,357.9	₱2,580.7	₱2,273.7	₱503.5
Receivable from retirement fund	694.4	72.0	622.4	—
Advances to employees	326.1	326.1	—	—
Employee car plan receivables*	137.9	137.9	—	—
Other receivables**	5.7	5.7	—	—
Financial Assets at FVTPL*	14,453.1	14,453.1	—	—
	₱20,975.1	₱17,575.5	₱2,896.1	₱503.5

*Including noncurrent portion

**Including interest receivable and excluding receivables from government agencies amounting to ₱92.7 million

Liquidity Risk

The JFC Group's exposure to liquidity risk refers to the risk that its financial liabilities are not serviced in a timely manner and that its working capital requirements and planned capital expenditures are not met. To manage this exposure and to ensure sufficient liquidity levels, the JFC Group closely monitors its cash flows to be able to finance its capital expenditures and to pay its obligations as and when they fall due.

On a weekly basis, the JFC Group's Cash and Banking Team monitors its collections, expenditures and any excess/deficiency in the working capital requirements, by preparing cash position reports that present actual and projected cash flows for the subsequent week. Cash outflows resulting from major expenditures are planned so that money market placements are available in time with the planned

major expenditure. In addition, the JFC Group has short-term cash deposits and portfolio investments and has available credit lines with accredited banking institutions, in case there is a sudden deficiency. The JFC Group maintains a level of cash and cash equivalents deemed sufficient to finance the operations. No changes were made in the objectives, policies or processes of the JFC Group for the years ended March 31, 2022 and December 31, 2021.

The JFC Group's financial assets, which have maturity of less than 12 months and are used to meet its short-term liquidity needs, are cash and cash equivalents, short-term investments, financial assets at FVTPL and trade receivables and contract assets amounting to ₱23,070.0 million, ₱54.8 million, ₱10,540.2 million and ₱5,257.3 million, respectively, as at March 31, 2022 and ₱24,692.7 million, ₱79.7 million, ₱14,412.9 million and ₱6,072.6 million, respectively, as at December 31, 2021.

The tables below summarize the maturity profile of the JFC Group's other financial liabilities based on the contractual undiscounted cash flows as at March 31, 2022 and December 31, 2021:

	March 2022 (Unaudited)				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
	(in Millions)				
Financial Liabilities					
Trade payables and other current liabilities*	₱7,972.0	₱21,854.3	₱—	₱—	₱29,826.3
Short term debt	—	538.6	—	—	538.6
Long-term debt (including current portion)	—	3,697.6	16,530.4	—	20,228.0
Senior debt securities	—	1,033.2	20,434.7	18,090.2	39,558.1
Lease liabilities	—	7,598.1	23,088.7	25,142.2	55,829.0
Total Financial Liabilities	₱7,972.0	₱34,721.8	₱60,053.8	₱43,232.4	₱145,980.0

*Excluding statutory obligations such as local and other taxes payable, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱1,697.6 million as at March 31, 2022.

	December 2021 (Audited)				
	Due and Demandable	Less than 1 Year	1 to 5 Years	Over 5 Years	Total
	(in Millions)				
Financial Liabilities					
Trade payables and other current liabilities*	₱8,299.4	₱22,505.2	₱—	₱—	₱30,804.6
Short term debt	—	513.5	—	—	513.5
Long-term debt (including current portion)	—	5,437.8	18,284.0	—	23,721.8
Senior debt securities	—	—	18,140.1	21,477.4	39,617.5
Lease liabilities	—	7,514.1	23,309.2	26,303.3	57,126.6
Total Financial Liabilities	₱8,299.4	₱35,970.6	₱59,733.3	₱47,780.7	₱151,784.0

*Excluding statutory obligations such as local and other taxes payable, PHIC, SSS, HDMF and NHMFC payables and unearned revenue from gift certificates amounting to ₱2,148.2 million as at December 31, 2021.

Price Risk

Price risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market prices (other than those arising from interest rate or foreign exchange rate risk), whether those changes are caused by factors specific to the individual financial instrument or contract, or by factors affecting all similar contracts or financial instruments traded in the market.

The JFC Group's price risk exposure relates to financial assets whose values will fluctuate as a result of changes in market prices.

The JFC Group's price risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments.

The JFC Group's has no significant concentration of price risk.

The JFC Group is not exposed to significant equity price risk on its investment in quoted equity securities consisting of investment in golf and club shares.

At the reporting date, the JFC Group's exposure to other price risk arises from the changes in fair value of bond funds. The JFC Group has determined that an increase/(decrease) ranging from 1% to 5% on the market prices could have an impact of approximately ₱24.2 million ₱6.3 million on the profit or loss and equity before income tax as at March 31, 2022 and December 31, 2021, respectively.

This analysis was performed for reasonably possible movements in the market index with all other variables held constant. The correlation of variables will have a significant effect in determining the ultimate impact on price risk, but to demonstrate the impact due to changes in variables, variables had to be changed on an individual basis.

Capital Management Policy

Capital includes equity attributable to equity holders of the Parent Company.

The primary objective of the JFC Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The JFC Group has sufficient capitalization.

The JFC Group generates cash flows from operations sufficient to finance its organic growth. It declares cash dividends representing at least one-third of its consolidated net income, a ratio that would still leave some additional cash for future expansion. If needed, the JFC Group would borrow money for acquisitions of new businesses.

As at March 31, 2022 and December 31, 2021, the JFC Group's debt ratio and net debt ratio are as follows:

Debt Ratio

	March 2022 (Unaudited)	December 2021 (Audited)
Total debt (a)	₱130,968,458	₱136,654,072
Total equity attributable to equity holders of the Parent Company	58,045,110	55,601,549
Total debt and equity attributable to equity holders of the Parent Company (b)	₱189,013,568	₱192,255,621
Debt ratio (a/b)	69%	71%

Net Debt Ratio

	March 2022 (Unaudited)	December 2021 (Audited)
Total debt	₱130,968,458	₱136,654,072
Less cash and cash equivalents, short-term investments and current portion of financial assets at FVTPL	33,664,984	39,185,277
Net debt (a)	97,303,474	97,468,795
Total equity attributable to equity holders of the Parent Company	58,045,110	55,601,549
Net debt and equity attributable to equity holders of the Parent Company (b)	₱155,348,584	₱153,070,344
Net debt ratio (a/b)	63%	64%

32. Fair Value of Financial Assets and Liabilities

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 measurement date.

Financial Instruments Which Carrying Amounts Approximate Fair Value. Management has determined that the carrying amounts of cash and cash equivalents, short-term investments, receivables, operating lease receivables, trade payables and other current liabilities, based on their notional amounts, reasonably approximate their fair values because of their short-term nature or due to the immaterial effect of discounting when the present value of future cash flows from these instruments are calculated.

Financial Assets at FVTPL. The fair value of bond funds and quoted shares of stock in golf and leisure clubs are based on quoted prices. The JFC Group does not have the intention to dispose its quoted shares of stock in the near term.

Investment Properties. The fair value of the investment properties is determined by independent appraisers using the market data and cost approach, which considers the local market conditions, the extent, character and utility of the property, sales and holding prices of similar parcels of land and the highest and best use of the investment properties.

Finance Lease Receivables, Security and Other Deposits, Employee Car Plan Receivables, Long-term Debt and Lease Liabilities. Management has determined that the estimated fair value of security and other deposits, noncurrent portion of employee car plan receivables, long-term debt and derivative asset or liability are based on the discounted value of future cash flows using applicable rates as follows:

	2021	2020
Finance lease receivables	3.90%-5.36%	3.90%-5.36%
Security and other deposits	1.28%-21.57%	1.00%-15.43%
Employee car plan receivables	0.73%-8.55%	0.93%-8.62%
Long-term debt	1.03%-4.12%	0.17%-3.00%
Lease liabilities	0.18%-22.48%	0.64%-22.48%

The following tables provide the fair value measurement hierarchy of the JFC Group's recurring financial assets and liabilities.

Quantitative disclosure fair value measurement hierarchy for assets as at December 31, 2021:

	Carrying Value	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value -					
Financial assets at FVTPL	₱14,412,902	₱14,412,902	₱—	₱14,412,902	₱—
Assets for which fair values are disclosed:					
Land assets held for sale	1,015,616	2,397,837	—	—	2,397,837
Finance lease receivables	56,674	56,674	—	—	56,674
Other noncurrent assets:					
Security and other deposits	3,069,781	1,769,413	—	—	1,769,413
Employee car plan receivables	137,861	112,199	—	—	112,199

Quantitative fair value measurement hierarchy for assets as at December 31, 2020:

	Carrying Value	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:					
Financial assets at FVTPL	₱35,692,357	₱35,692,357	₱—	₱35,692,357	₱—
Assets for which fair values are disclosed:					
Investment properties:					
Land	572,722	1,461,244	—	—	1,461,244
Buildings	—	76,027	—	—	76,027
Finance lease receivables	70,800	70,800	—	—	70,800
Other noncurrent assets:					
Security and other deposits	2,913,340	2,333,851	—	—	2,333,851
Employee car plan receivables	138,935	127,969	—	—	127,969

Quantitative fair value measurement hierarchy for liabilities as at March 31, 2022:

	Date of Valuation	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Liabilities disclosed at fair value:					
Tenants' deposit	March 31, 2022	₱6,092	₱—	₱—	₱6,092
Long-term debt	March 31, 2022	14,944,848	—	—	14,944,848

Quantitative disclosure fair value measurement hierarchy for liabilities as at December 31, 2021:

	Date of Valuation	Total	Fair Value Measurement Using		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Liabilities measured at fair value -					
Derivative liability - interest					
rate swap	December 31, 2021	₱12,795	₱—	₱12,795	₱—
Liabilities measured at fair value:					
Tenants' deposit	December 31, 2021	6,092	—	—	6,092
Long-term debt	December 31, 2021	17,635,816	—	—	17,635,816

There were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements during the year.

33. Notes to the Statements of Cash Flows

For the years ended March 31, 2022 and December 31, 2021, movements in the JFC Group's liabilities and equity arising from financing activities follow:

March 2022 (Unaudited)															
	January 1, 2022	Cash Flows	Dividends Declared (Note 19)	Reversal of subscription receivable (Note 19)	Granted Stock Options to Employees and Subsidiaries (Note 22)	Interest Expense (Note 23)	Acquisition of a subsidiary (Note 11)	Amortization of Debt Issue Cost (Note 18)	Cumulative Translation Adjustments	Share in Net Losses of Non- controlling Interest (Note 11)	Share in Cumulative Translation Adjustments of Non-controlling Interest (Note 11)	Additions (Note 29)	Rent Concessions (Note 29)	Pre- termination of Lease (Note 29)	December 31, 2021
(in Millions)															
Dividends and Distributions payable (see Note 16)	P636.0	(P404.2)	P120.0	P-	P-	P198.4	P-	P-	(P111.4)	P-	P-	P-	P-	P-	P438.8
Short-term debt (Note 18)	510.0	21.2	-	-	-	-	-	-	7.4	-	-	-	-	-	538.6
Long-term debt (Note 18)	22,360.2	(3,500.4)	-	-	-	-	-	7.2	81.4	-	-	-	-	-	18,948.4
Senior debt securities (Note 18)	30,426.1	-	-	-	-	-	-	5.2	441.5	-	-	-	-	-	30,872.8
Interest payable (Note 16)	545.7	(571.8)	-	-	-	652.3	-	-	-	-	-	-	-	-	626.2
Lease liabilities (Note 29)	43,183.6	(1,974.7)	-	-	-	430.1	-	-	66.7	-	-	128.5	(20.1)	(18.1)	41,796.0
Preferred stock (Note 19)	12,000.0	-	-	-	-	-	-	-	-	-	-	-	-	-	12,000.0
Common stock (Note 19)	1,124.3	0.5	-	(2.0)	-	-	-	-	-	-	-	-	-	-	1,122.8
Additional paid-in capital (Note 19)	10,331.3	93.4	-	(15.2)	41.5	-	-	-	-	-	-	-	-	-	10,451.0
Senior perpetual securities (Note 19)	20,264.8	-	-	-	-	-	-	-	-	-	-	-	-	-	20,264.8
Non-controlling interest (Note 11)	(1,682.2)	-	-	-	-	-	155.4	-	-	(44.8)	(42.5)	-	-	-	(1,614.1)
Total liabilities and equity on financing activities	P139,699.8	(P6,336.0)	P120.0	(P17.2)	P41.5	P1,280.8	P155.4	P12.4	P485.6	(P44.8)	(P42.5)	P128.5	(P20.1)	(P18.1)	P135,445.3

December 2021 (Audited)															
	January 1, 2021	Cash Flows	Dividends Declared (Note 19)	Issuance Cost/ Premium Paid (Note 19)	Granted Stock Options to Employees and Subsidiaries (Note 22)	Interest Expense (Note 23)	Deferred Tax Assets (Note 24)	Amortization of Debt Issue Cost (Note 18)	Cumulative Translation Adjustments	Share in Net Losses of Non- controlling Interest (Note 11)	Share in Cumulative Translation Adjustments of Non-controlling Interest (Note 11)	Additions (Note 29)	Rent Concessions (Note 29)	Pre- termination of Lease (Note 29)	December 31, 2021
<i>(in Millions)</i>															
Dividends and Distributions payable (see Note 16)	₱579.1	(₱3,084.8)	₱1,965.1	₱–	₱–	₱1,155.1	₱–	₱–	₱21.5	₱–	₱–	₱–	₱–	₱–	₱636.0
Short-term debt (Note 18)	15,875.5	(15,695.5)	–	–	–	–	–	–	330.0	–	–	–	–	–	510.0
Long-term debt (Note 18)	19,258.3	2,734.3	–	–	–	–	–	24.3	343.3	–	–	–	–	–	22,360.2
Senior debt securities (Note 18)	28,629.0	–	–	–	–	–	–	19.8	1,777.3	–	–	–	–	–	30,426.1
Interest payable (Note 16)	543.8	(2,179.3)	–	–	–	2,181.2	–	–	–	–	–	–	–	–	545.7
Lease liabilities (Note 29)	39,083.7	(8,137.8)	–	–	–	1,963.8	–	–	1,520.3	–	–	11,011.9	(478.7)	(1,779.6)	43,183.6
Preferred stock (Note 19)	–	11,919.7	–	80.3	–	–	–	–	–	–	–	–	–	–	12,000.0
Common stock (Note 19)	1,122.2	2.1	–	–	–	–	–	–	–	–	–	–	–	–	1,124.3
Additional paid-in capital (Note 19)	9,913.9	321.7	–	(80.3)	155.5	–	20.5	–	–	–	–	–	–	–	10,331.3
Senior perpetual securities (Note 19)	30,588.0	(10,490.6)	–	167.4	–	–	–	–	–	–	–	–	–	–	20,264.8
Non-controlling interest (Note 11)	(1,095.4)	100.5	(28.5)	–	–	–	–	–	–	(479.7)	(179.1)	–	–	–	(1,682.2)
Total liabilities and equity on financing activities	₱144,498.1	(₱24,509.7)	₱1,936.6	₱167.4	₱155.5	₱5,300.1	₱20.5	₱44.1	₱3,992.4	(₱479.7)	(₱179.1)	₱11,011.9	(₱478.7)	(₱1,779.6)	₱139,699.8

Noncash Activities

In 2022, the principal noncash transaction under investing activities pertains to land conveyed to CentralHub with a total fair value of ₱2,089.3 million in exchange for an additional 18.15% ownership interest.

In 2021, the principal noncash transactions under investing activities pertain to transfer of land assets held-for-sale to other current assets from property, plant and equipment and investment properties amounting to ₱503.7 million and ₱511.9 million, respectively.

34. Event after Reporting Period

Dividend Declaration

On April 19, 2022, the BOD of the Parent Company approved a regular cash dividend of ₱1.07 per share of common stock to all stockholders of record as at May 5, 2022. Consequently, the cash dividend is expected to be paid out on May 19, 2022. The cash dividend is 37.2% higher than the ₱0.78 cash dividend per share declared on April 8, 2021.

On April 19, 2022, the BOD of the Parent Company approved a regular cash dividend of ₱8.20525 per share and ₱10.60125 per share of preferred shares-Series A and preferred shares-Series B, respectively, to stockholders of record as at June 22, 2022 and September 21, 2022. The cash dividend is expected to be paid out on July 14, 2022 and October 14, 2022, respectively.

JOLLIBEE FOODS CORPORATION
Doing business under the name and style of Jollibee
AND SUBSIDIARIES
Management Discussion and Analysis of
Results of Operations and Financial Condition

The following Management Discussion and Analysis should be read in conjunction with the submitted Unaudited Consolidated Financial Statements as at March 31, 2022 and December 31, 2021 and for the periods ended March 31, 2022 and 2021.

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new accounting pronouncements starting January 1, 2022. Adoption of these pronouncements did not have any significant impact on the consolidated statement of financial position and performance unless otherwise indicated.

Please refer to Note 2 of the attached Unaudited Consolidated Financial Statements for the Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Basis of Consolidation.

Results of Operations

Causes for any material variances
(Increase or decrease of 5% or more in the Income Statement)

For the Period Ended March 31, 2022 vs. March 31, 2021
(All Amounts are in Million Pesos)

Revenues and System Wide Sales (SWS)

	Quarters Ended March 31		Change	
	2022	2021		
	(Unaudited)	(Unaudited)	Amount	Pct
System Wide Sales (Unaudited)	59,976.3	47,782.3	12,194.1	25.5%
Revenues	42,856.9	34,680.6	8,176.3	23.6%

SWS is the JFC Group's measure for all sales to consumers, both from Group-owned and franchised stores. Consolidated SWS increased by ₱12,194.1 million or 25.5% to ₱59,976.3 million for the first quarter of 2022 compared to ₱47,782.3 million for first quarter of 2021.

Consolidated revenues increased by ₱8,176.3 million or 23.6% to ₱42,856.9 million for the quarter compared to consolidated revenues for the same quarter last year.

The increase in system wide sales and revenues was driven by strong same store sales growth of 16.5% and global store network expansion and new acquisition, which contributed 5.5%. Currency translation added 3.5% to the growth.

JFC's system wide sales for the first quarter of 2022 includes sales of Milksha, a popular Taiwanese bubble tea brand. JFC, through its 100% owned subsidiary, Jollibee Worldwide, Pte. Ltd. (JWPL) completed the acquisition of 51% stake in Milkshop International Co. Ltd. (Milksha), the company that owns Milksha on February 22, 2022. The consolidation of Milksha did not have a significant impact on the JFC Group's sales and profit for the first quarter.

The table below shows a breakdown of the growth of the Group's SWS for the following categories for the periods ended March 31, 2022 and 2021:

	Quarter 1	
	2022	2021
	Percent	
Same store sales growth	16.5	(14.7)
New store contribution	4.6	2.8
Acquisition-driven growth	0.9	-
Foreign exchange rate changes	3.5	(1.5)

(1) Same store sales growth refers to food sales (gross of discount and net of returns and taxes) of Group-owned and franchised stores that have been in operation for at least 15 months. It excludes sales from new store openings.

(2) New store contribution refers to sales of stores opened from 1 January to 31 March 2022 and from 1 March to 31 December 2021.

(3) Acquisition-driven growth refers to the incremental sales contributed by a newly acquired majority-owned business during the period.

(4) Foreign exchange rate changes refer to the impact of currency fluctuations. To eliminate the impact of currency fluctuations, the Group utilizes constant currencies by converting current SWS using prior period's average exchange rate.

As at March 31, 2022, the JFC Group had 6,246 company-owned and franchised stores globally, of which 3% were temporarily closed due to restrictions related to the COVID-19 pandemic.

The Table below shows the percentages of the JFC Group's temporarily closed stores due to the COVID-19 pandemic by geographic region and as at the dates indicated:

	2022 (Month-end)			
	Dec-21	Jan	Feb	Mar
Philippines	1%	1%	0%	0%
China	1%	3%	2%	17%
North America (ex-CBTL)	2%	2%	2%	1%
EMEAA (ex-SuperFoods)	0%	0%	2%	0%
CBTL	7%	6%	7%	6%
SuperFoods	9%	7%	7%	6%
	3%	2%	2%	3%

Note: Excludes Milksha

Global same store sales for the first quarter of 2022 grew by 16.5% compared to the same quarter of 2021, led by The Coffee Bean and Tea Leaf® (CBTL) which grew by 23.3%, the Philippine business by 22.9%, North America by 8.1% and EMEAA (Europe, Middle East, and Asia) by 6.2%. The China business' same store sales declined by 9.1% due to heightened COVID-related restrictions implemented in key cities.

The table below shows a breakdown of the growth of the Group's SWS by region for the periods ended March 31, 2022 and 2021.

Quarter 1 2022 (Unaudited)	Percent				
		Same Store	New Store	Newly Acquired	Impact of
	SWS Growth	Sales Growth	Contribution	Business Contribution	FOREX on SWS
	Percent				
Philippines	23.6	22.9	0.8	-	-
People's Republic of China	13.1	(9.1)	13.4	-	8.8
North America	26.5	8.1	11.6	-	6.7
Europe, Middle East, Asia (EMEAA)	33.7	6.2	3.7	-	23.8
Coffee Bean & Tea Leaf	33.1	23.3	3.1	-	6.7
SuperFoods	18.8	(1.1)	12.9	-	6.9
Milksha	100.0	-	100.0	100.0	-
Foreign Business	28.2	7.3	10.3	2.3	8.3
Total worldwide	25.5	16.5	4.6	0.9	3.5

Quarter 1 2021 (Unaudited)	Same Store		New Store	Newly Acquired	Impact of
	SWS Growth	Sales Growth	Contribution	Business	FOREX on
	Percent				
Philippines	(21.3)	(26.1)	4.8	-	-
People's Republic of China	55.2	47.8	5.1	-	2.3
North America	2.2	14.3	(7.1)	-	(5.0)
Europe, Middle East, Asia (EMEA)	3.6	(0.1)	0.1	-	3.6
Coffee Bean & Tea Leaf	(22.9)	(12.6)	(5.3)	-	(5.0)
SuperFoods	3.0	(2.9)	10.6	-	(4.8)
Foreign Business	1.3	7.5	(1.1)	-	(5.1)
Total worldwide	(13.4)	(14.7)	2.8	-	(1.5)

The JFC Group opened 107 new stores in the first quarter: 19 in the Philippines, 19 in China, 9 in North America and 13 in EMEA. SuperFoods and CBTL opened 19 and 28 stores, respectively. A total of 58 stores were permanently closed during the quarter: 14 in the Philippines and 44 abroad.

Direct Costs

Consolidated direct costs for the first quarter of 2022 increased to ₱35,946.1 million, which is ₱7,193.4 million or 25.0% higher than the consolidated direct costs for first quarter of 2021, primarily as a result of an increase in: (i) the cost of inventories and (ii) store and manufacturing costs arising from the JFC Group's organic expansion and the consolidation of Milksha.

The following table summarizes the breakdown of the Jollibee Group's direct costs for the periods ended March 31, 2022 and 2021 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
<i>Cost of Sales</i>						
Cost of inventories	19,522.6	14,953.1	4,569.5	30.6%	45.6%	43.1%
Personnel costs:						
Salaries, wages and other employee benefits	5,250.9	4,331.8	919.1	21.2%	12.3%	12.5%
Pension expense	33.4	34.2	(0.9)	-2.5%	0.1%	0.1%
Depreciation and amortization	3,198.8	3,054.8	144.0	4.7%	7.5%	8.8%
Contracted services	1,743.8	1,490.9	252.9	17.0%	4.1%	4.3%
Rent	1,288.5	838.7	449.8	53.6%	3.0%	2.4%
Electricity and other utilities	1,102.4	978.9	123.5	12.6%	2.6%	2.8%
Supplies	709.2	560.4	148.8	26.6%	1.7%	1.6%
Repairs and maintenance	490.9	406.6	84.4	20.7%	1.1%	1.2%
Security and janitorial	232.3	222.6	9.7	4.3%	0.5%	0.6%
Communication	82.6	83.4	(0.9)	-1.0%	0.2%	0.2%
Professional fees	13.0	18.8	(5.8)	-30.8%	0.0%	0.1%
Representation and entertainment	22.4	12.0	10.5	87.2%	0.1%	0.0%
Delivery costs, insurance and others	1,598.4	1,258.4	340.0	27.0%	3.7%	3.6%
	35,289.3	28,244.7	7,044.6	24.9%	82.3%	81.4%
<i>Cost of Services</i>						
Advertising expense	656.8	508.1	148.8	29.3%	1.5%	1.5%
	35,946.1	28,752.8	7,193.4	25.0%	83.9%	82.9%

Consolidated cost of inventories increased at a faster rate than revenues. As a percentage of revenues, cost of inventories increased by 2.5% year-on-year (YoY) primarily due to rising inflation and higher freight costs as a result of increases in fuel prices. JFC implemented price adjustments in 2021 that continued in the first quarter and April 2022 to support its profit margins.

Consolidated store and manufacturing costs increased by 19.0% to ₱16,423.5 million primarily as a result of an increase in the JFC Group's owned stores network. The JFC Group opened 54 owned stores and closed 14 owned stores globally in 2021. As a percentage of revenues, consolidated store and manufacturing costs decreased by 1.5% primarily due to an improvement in sales of the JFC Group's businesses, both domestic and international.

The following discussion details the components of store and manufacturing costs, for the period ended March 31, 2022 compared to March 31, 2021:

For the first quarter of 2022, Depreciation, Contracted services, Rent, Electricity and water, Supplies, Repairs and maintenance, Security and janitorial, and Representation and entertainment expenses, increased as a result of the JFC Group's continued store expansion. There were also lesser number of temporarily closed stores in the first quarter of 2022 compared to the same quarter last year. At the end of March 2022, all of the JFC Group stores in the Philippines, North America, and EMEAA were open. In China, 17% of its stores remained closed at the end of March 2022 due to continued COVID-19 resurgences and heightened government restrictions.

Professional fees decreased, primarily as a result of postponement or cancellation of some projects due to the COVID-19 pandemic.

Delivery costs, insurance and others increased, primarily due higher delivery costs as a result of increased sales contribution of the delivery channel.

Gross Profit

As a result of the foregoing, gross profit increased by ~~P~~982.9 million or 16.6% from ~~P~~5,927.9 million for the first quarter of 2021 to ~~P~~6,910.8 million for the first quarter of 2022.

Expenses

Consolidated expenses increased by ~~P~~480.4 million or 10.8%. from ~~P~~4,442.2 million for the first quarter of 2021 to ~~P~~4,922.7 million for the first quarter of 2022, primarily driven by an increase in labor costs as the JFC Group continues to build its organization, particularly for its international business. The labor challenges amid the great resignation, especially in the United States also contributed to the increase in labor costs.

The following table summarizes the breakdown of the Jollibee Group's expenses for the periods ended March 31, 2022 and 2021 and the percentage of each component and the consolidated cost of sales to consolidated revenues:

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Personnel costs:						
Salaries, wages and other employee benefits	2,623.5	2,043.0	580.5	28.4%	6.1%	5.9%
Stock options expense	41.5	39.2	2.3	5.9%	0.1%	0.1%
Pension expense	40.5	36.6	3.9	10.6%	0.1%	0.1%
Taxes and licenses	466.1	365.8	100.3	27.4%	1.1%	1.1%
Professional fees	216.8	298.7	(81.9)	-27.4%	0.5%	0.9%
Depreciation and amortization	173.0	152.2	20.8	13.7%	0.4%	0.4%
Contracted services	168.2	117.5	50.6	43.1%	0.4%	0.3%
Membership and subscriptions	120.2	80.8	39.4	48.8%	0.3%	0.2%
Rent	118.3	100.7	17.6	17.5%	0.3%	0.3%
Loss on retirements and disposals of property, plant and equipment and intangibles	102.2	21.7	80.5	370.9%	0.2%	0.1%
Transportation and travel	81.8	122.4	(40.6)	-33.2%	0.2%	0.4%
Communication	75.8	54.7	21.1	38.6%	0.2%	0.2%
Repairs and maintenance	62.3	105.5	(43.2)	-40.9%	0.1%	0.3%
Reversals of provision for impairment on:						
Inventories	(34.6)	(97.6)	63.0	-64.6%	-0.1%	-0.3%
Property, plant & equipment	(8.0)	(37.7)	29.7	-78.8%	0.0%	-0.1%
Receivables	(0.2)	(6.7)	6.5	-100.0%	0.0%	0.0%
Insurance	30.0	29.3	0.8	2.7%	0.1%	0.1%
Corporate events	29.2	15.1	14.1	93.2%	0.1%	0.0%
Supplies	28.8	22.5	6.3	27.8%	0.1%	0.1%
Association dues	12.6	10.1	2.5	24.9%	0.0%	0.0%
Representation and entertainment	11.3	9.5	1.7	18.3%	0.0%	0.0%
Impairment in value of:						
Receivables	10.7	20.8	(10.2)	-48.9%	0.0%	0.1%
Inventories	-	98.9	(98.9)	-100.0%	0.0%	0.3%
Electricity and other utilities	7.4	10.0	(2.7)	-26.5%	0.0%	0.0%
Training	6.0	23.2	(17.2)	-74.0%	0.0%	0.1%
Donations	5.5	0.6	4.9	783.2%	0.0%	0.0%
Security and janitorial	0.9	3.1	(2.2)	-71.3%	0.0%	0.0%
Research and development and others	101.6	182.5	(80.9)	-44.3%	0.2%	0.5%
Total General and Administrative Expenses	4,491.5	3,822.5	669.1	17.5%	10.5%	11.0%
Advertising and promotions	431.1	619.8	(188.6)	-30.4%	1.0%	1.8%
	4,922.7	4,442.2	480.4	10.8%	11.5%	12.8%

The following discussion details the components of the JFC Group's expenses for the period ended March 31, 2022 compared to March 31, 2021:

Personnel costs increased, primarily as a result of: (1) headcount increase; and (2) higher performance-related increases in basic pay, employee promotions, bonuses and upgrades in employee benefits.

Taxes and licenses increased due to higher business-related taxes and license fees, both domestic and foreign businesses resulting from increase in revenues.

Professional fees decreased on account of higher expenses in the first quarter of 2021 driven by: (a) CBTL US legal fees, (b) consulting fees of Highland's Coffee in relation to its planned Initial Public Offering (IPO).

Depreciation and amortization increased due to increasing asset base of the international business.

Contracted services increased driven by the JFC' Group Business Technology projects.

Membership and subscription expenses increased, primarily due to an increase in cloud subscriptions.

Consolidated rent expense increased due to rent escalation and additional office spaces for the China and the United States and amortization of prepaid rent for Jollibee Leicester (United Kingdom).

The JFC Group incurred loss on retirements and disposals of property, plant and equipment amounting to ₱102.2 as a result of change in store ownership, store closures and fixed asset disposals.

Transportation and travel expenses decreased, primarily due to limited mobility and implementation of work from home arrangement, particularly in the Philippines. This was partly offset by the higher transportation and travel expenses of the international business due to higher lodging, mileage and per diem expenses for activities related to store expansion.

Communication expenses increased due to higher call center charges of the Philippine business.

Repairs and maintenance expenses decreased on account of a higher base as the North America business rolled out its new Point of Sale (POS) system in the first quarter of 2021.

The JFC Group recognized a reversal of ₱42.8 million on previously recognized provisions for impairment on property, plant and equipment, receivables, and inventories in 2021 following certain assessments performed by the Group. In addition, the Group recognized provisions for impairment of value of receivables amounting to ₱10.7 million, following certain assessments performed by the Group. See Note 22 of the accompanying Unaudited Consolidated Financial Statements for details.

Corporate events increased, primarily due to the timing of the various businesses' National Conventions.

Association dues increased driven by monthly subscription related to site usage, postings of foreign subsidiaries of the Parent Company.

Representation and entertainment expenses increased driven by the international business due to increased activities related to store expansion.

Training expenses decreased, primarily as a result of postponement of some training programs due to the COVID-19 pandemic.

Donations increased mainly due to donations made to the Jollibee Group Foundation, Inc.

Electricity decreased primarily as a result of the implementation of work from home arrangements for all office-based employees in the Philippines and in some countries where the JFC Group operates for the safety of its employees.

Research and development and others decreased due to lower other miscellaneous expenses.

The decrease in advertising and promotions was due to delay in advertising spending, particularly for the Philippine business.

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Advertising and promotion	431.1	619.8	(188.6)	-30.4%	1.0%	1.8%

Operating Income

As a result of the foregoing, operating income increased by ₱502.5 million or 33.8% from an operating income of ₱1,485.6 million for the first quarter of 2021 to an operating income of ₱1,988.1 million for first quarter of 2022.

Interest Income (Expense)

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Interest income	36.7	26.7	10.0	37.6%	0.1%	0.1%
Interest Expense:						
Financing	(652.3)	(594.4)	(58.0)	-9.7%	-1.5%	-1.7%
PFRS-16 Leases and Others	(430.4)	(392.5)	(37.9)	-9.7%	-1.0%	-1.1%
	(1,046.0)	(960.2)	(85.8)	-8.9%	-2.4%	-2.8%

Interest income increased primarily as a result of higher money market placement interest rates in the Philippines.

Interest expense increased primarily as a result of (a) increased bank loans, (b) increased impact of PFRS 16—Leases.

Equity in Net Earnings of Joint Ventures and Associates - Net

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Equity in net earnings of joint ventures and associates - net	1.3	31.4	(30.1)	-95.8%	0.0%	0.1%

Equity in net earnings of joint ventures and associates for the first quarter of 2022 pertains primarily to the equity in net earnings of Golden Bee (Jollibee UAE), Entrek (Jollibee Brunei) and Titan Dining L.P., partly offset by the equity in net losses of Tortas Frontera, Panda Express and C-Joy Poultry Meats Production, Inc. See Note 11 to the accompanying Unaudited Consolidated Financial Statements for details.

Other Income - Net

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Gain on land conveyance/disposal	1,830.9	-	1,830.9	100.0%	4.3%	0.0%
Marked-to-market loss on financial assets at FVTPL	(485.0)	(178.6)	(306.3)	171.5%	-1.1%	-0.5%
Foreign exchange gain - net	202.0	6.2	195.8	3150.3%	0.5%	0.0%
Bank charges	(140.1)	(99.9)	(40.3)	-40.3%	-0.3%	-0.3%
Write-off of liabilities	128.4	545.9	(417.5)	-76.5%	0.3%	1.6%
Rebates, suppliers' incentives and government subsidies	128.1	114.3	13.8	12.0%	0.3%	0.3%
Other rentals	6.6	2.0	4.5	223.5%	0.0%	0.0%
Gain on pre-termination of lease agreements	(5.3)	0.0	(5.3)	100.0%	0.0%	0.0%
Penalties and charges	4.9	9.7	(4.7)	-49.0%	0.0%	0.0%
Charges to franchisees	0.8	1.3	(0.4)	-32.6%	0.0%	0.0%
Insurance claims and others	37.5	41.3	(3.8)	-9.3%	0.1%	0.1%
	1,708.8	442.3	1,266.6	286.4%	4.0%	1.3%

The increase in consolidated other income - net was primarily due to gains from land conveyance and sale of other land properties amounting to ₱1.8 billion partly offset by loss on financial assets at FVTPL of ₱485.0 million.

The land conveyance is part of the JFC Group's plan to invest in CentralHub, which the JFC Board of Directors (BOD) approved on July 7, 2021. CentralHub is a company in the industrial real estate business. The plan includes additional investments by the JFC Group through exchange of its land assets to CentralHub's shares of stocks, which was put in effect on March 24, 2022, as agreed by the parties.

Provision for (Benefit from) Income Tax

	Quarters Ended March 31		Change		Pct to Rev	
	2022 (Unaudited)	2021 (Unaudited)	Amount	Pct	2022	2021
Current	513.0	352.5	160.5	45.5%	1.2%	1.0%
Deferred	(124.5)	597.4	(721.9)	-120.8%	-0.3%	1.7%
	388.5	949.9	(561.4)	59.1%	0.9%	2.7%

Provision for income tax decreased by Php561.4 million, primarily as a result of an unfavorable adjustment in the provision for income tax – deferred for the first quarter of 2021. Deferred tax assets were reduced by ₱565.9 million, resulting from the reduction in income tax rates, brought about by the Corporate Recovery and Tax Incentives for Enterprises Act or CREATE Act.

Net Income

As a result of the foregoing, the JFC Group generated an income of ₱2,263.7 million for the first quarter of 2022 compared to a net income of ₱49.2 million for the first quarter of 2021, an improvement of ₱2,214.6 million or +4,504.8%.

Net Income Attributable to Equity Holders of the Parent Company

Net income attributable to the equity holders of the Parent Company for the first quarter of 2022 amounted to ₱2,308.5 million compared to a net income of ₱152.6 million for the first quarter of 2021, an improvement of ₱2,155.9 million or +1,412.3%. Basic earnings per share for the first quarter of 2022 amounted to ₱1.982 compared to a basic earnings per share of ₱0.139 for the first quarter of 2021.

Financial Condition

As at March 31, 2021 (Unaudited) Versus December 31, 2021 (Audited)

Causes for any material variances (Increase or decrease of 5% or more in the Balance Sheet)

The Jollibee Group ended the first quarter of 2022 with consolidated total assets of ₱207,664.3 million, 1.5% lower than the ₱210,838.2 million balance as at end of 2021. The following explain the significant movements in the asset accounts:

- The JFC Group's consolidated cash and cash equivalents amounted to ₱23,070.0 million, ₱1,662.7 million or 6.6% lower than the balance at year-end 2021. The movements in the JFC Group's cash and cash equivalents will be explained further in the cash flow discussion.
- Short-term investments decreased by ₱24.9 million or 31.2% to ₱54.8 million, primarily as a result of the reclassification of placements with maturities less than 90 days to cash and cash equivalents.
- Financial assets at fair value through profit and loss (FVTPL) pertain to unused proceeds from the issuance of senior perpetual securities and senior debt securities in January 2020 and June 2020, respectively, which were invested by the JFC Group in portfolio investments. The decline was primarily due to redemptions made during the quarter.
- Consolidated receivables and contract assets decreased by ₱809.7 million or 11.2% to ₱6,436.3 million, primarily as a result of collection from franchisees of royalty payments and commissary purchases.

- Consolidated inventories increased by ₱646.6 million or 6.9% to ₱10,001.9 million, primarily as a result of increase in prices of some raw materials and impact of the peso depreciation.
- Consolidated other current assets increased by ₱916.5 million or 9.6% to ₱10,512.0 million, primarily as a result of increased prepaid taxes resulting from increasing revenues, and other receivables.

The Company has a current ratio of 1.42:1.00 as at March 31, 2022, almost the same as the current ratio of 1.43:1.00 as at December 31, 2021.

- Interest in joint ventures and associates increased by ₱2,137.5 million or 13.9% to ₱17,564.1 million primarily due to additional interest in CentralHub of ₱2,089.4 million resulting from the land conveyance.
- Consolidated operating lease receivables decreased by ₱7.6 million or 13.7% to ₱47.9 million, primarily due to amortization for the quarter.
- Consolidated other noncurrent assets increased by ₱430.8 million or 11.9% to ₱4,045.0 million, primarily as a result of increase in refundable and security deposits due to new stores openings in Europe.

Consolidated current liabilities amounted to ₱42,759.0 million, ₱3,087.1 million or 6.7% lower than the 2021 year-end balance of ₱45,846.1 million. The following explain the significant movements in current liabilities:

- Consolidated trade payables and other current liabilities and contract liabilities decreased by ₱1,428.8 million or 4.3% to ₱31,523.9 million primarily due bonus payout and payment of local taxes in the first quarter of 2022.
- Consolidated income tax payable increased by ₱54.6 million or 36.7% to ₱203.2 million, primarily due to additional tax due for the quarter. The 2021 income taxes due for the Philippine equities were paid in April 2022.
- Consolidated short-term debt increased by ₱28.6 million or 5.6% to ₱538.6 million due to new loan of SuperFoods amounting to ₱21.2 million and currency translation. See Notes 18, 31 and 32 to the accompanying Unaudited Consolidated Financial Statements for details.
- Consolidated current portion of lease liabilities decreased by ₱896.0 million or 12.3% to ₱6,388.1 million, primarily due to amortization for the quarter partially offset by reclassification of lease payable within one year from noncurrent portion to current portion.
- Consolidated current portion of long-term debt decreased by ₱845.5 million or 17.1% to ₱4,105.1 million, primarily due to loan payments partially offset by reclassification of long-term debt maturing within one year from noncurrent portion to current portion and currency translations.

Consolidated noncurrent liabilities amounted to ₱88,209.5 million, a decrease of 2.9% or ₱2,598.5 million compared to the December 31, 2021 audited balance of ₱90,808.0 million. The following explain the significant movements in noncurrent liabilities:

- Consolidated noncurrent portion of long-term debt decreased by ₱2,566.4 million or 14.7% to ₱14,843.2 million, primarily as a result of reclassification to current portion of loans maturing within one year. See Notes 18, 31 and 32 to the accompanying Unaudited Consolidated Financial Statements for details.

- The derivative liability pertains to the interest rate swap (IRS) entered into by the JFC Group on November 20, 2015 with a bank to convert its exposure in variable interest rate of Loan 1 to a fixed interest rate. The interest rate swap was pre-terminated as a result of the prepayment of JWPL's USD110.0 million loan in January 2022. See Note 18 to the accompanying Unaudited Consolidated Financial Statements for details.

Consolidated total equity increased by ₱2,511.7 million or 3.4% to ₱76,695.8 million from ₱74,184.2 million as at December 31, 2021. The following explain the significant movements in Equity:

- The change of ₱305.3 million in cumulative translation adjustment was due to the depreciation of the Philippine Peso versus the RMB for the first quarter of 2022 (Peso to RMB: 8.18) compared to December 31, 2021 (Peso to RMB: 7.97) and the depreciation of the Philippine Peso versus the USD for the first quarter of 2022 (Peso to USD: 51.74) compared to December 31, 2021 (Peso to USD: 51.00) which increased the value of the JFC Group's net assets.
- The interest rate swap was pre-terminated as a result of the prepayment of JWPL's ₱110.0 million loan in January 2022.
- The increase in consolidated retained earnings by ₱1,990.1 million or 6.1% to ₱34,554.1 million pertains to the consolidated net income attributable to equity holders of the Parent Company of ₱2,308.5 million for the first quarter of 2022 offset by ₱198.4 million accrual of coupon payment for the senior perpetual securities, and ₱120.0 million accrual for the preferred shares cash dividend.

Liquidity and Capital Resources

The JFC Group's primary source of liquidity is from its cash flows from operations generated from revenues coming from store operations, franchising, and commissary sales to stores.

The cash reserves of the JFC Group in the form of financial assets at FVTPL was at ₱10,540.2 million as at March 31, 2022. This was partly used to service its USD-denominated debt and financing obligations, and fund the working capital and capital expenditures, especially for the Group's North America and Europe store expansion as their respective economies continue to recover from the pandemic. The JFC Group's continued strong earnings recovery resulted to a 36.9% increase in EBITDA of ₱7,070.0 million for the first quarter of 2022 compared to the EBITDA of ₱5,166.0 million for the first quarter of 2021.

Overall, the JFC Group has financed operations and capital expenditures of its business units primarily through its cash generated from its operations and from its cash reserves (reflected in the balance sheet as financial assets at FVTPL). The capital expenditures spent for the first quarter of 2022 amounted to ₱1,647.7 million were primarily related to new stores and renovations.

Consolidated net cash provided by operating activities amounted to ₱2,916.8 million as at March 31, 2022, a decrease of ₱209.0 million compared to the consolidated net cash used in operating activities of ₱3,125.8 million as at March 31, 2021. The decrease resulted primarily from higher usage of working capital for purchase of inventories and payment of trade payables partly offset by an increase in EBITDA.

Consolidated net cash provided by investing activities amounted to ₱1,784.3 million as at March 31, 2022, an increase of ₱382.2 million or 27.3% compared to the net cash provided by investing activities as at March 31, 2021 of ₱1,402.1 million. This was primarily due to higher proceeds from disposals of property, plant and equipment.

Consolidated net cash used in financing activities amounted to ₱6,333.2 million as at March 31, 2022, primarily as a result of payments of long-term debt, lease liabilities, long-term debt, interest, coupons for senior perpetual securities and cash dividends, partly offset by proceeds from the issuance of common stock and from availment of long-term and short-term debts.

Cash and cash equivalents at the end of the first quarter of 2022 stood at ₱23,070.0 million, ₱1,305.4 million or 6.0% higher than the March 31, 2021 balance of ₱21,764.6 million.

Discussion and Analysis of Material Events and Uncertainties

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

There were no events during the period that will trigger direct or contingent financial obligation that is material to the JFC Group.

2. Any 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:

There were no material off-balance sheet transactions, arrangements, obligations created during the reporting period.

3. Any material commitments for capital expenditures, the general purpose such commitments, and the expected sources of funds for such expenditures.

The JFC Group spent ₱1,647.7 million for capital expenditures for the first quarter of 2022, 3.0% higher compared to the ₱1,599.9 million spent of the first quarter of 2021.

For 2022, JFC has allotted ₱17,800.0 million in capital expenditures, significantly higher than the ₱7,875.0 million spending in 2021. ₱10,000.0 million was set for new stores and renovations of existing stores. JFC had planned for opening 500 new stores in 2022, after opening 398 in 2021. The balance of ₱7,800.0 million capital expenditures will be mostly for supply chain and business technology investments. JFC plans to build a new commissary facility in Cebu in order to support its expansion plans in Visayas and Mindanao. These capital expenditures will be primarily funded by cash generated from operations, bank loans and excess cash from the remaining proceeds from the bond issuances.

4. Any seasonal aspects that had a material effect on the financial condition or results of operations.

Food service operations have both peak and lean seasons. Historically, sales in the second and fourth quarters are strong due to the summer and the Christmas seasons, respectively. Demand during the first and third quarters usually slackens. The material financial impact of this seasonality has been considered in the JFC Group's consolidated financial forecast.

5. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations should be described

The resurgence of the COVID-19 infections poses a risk for businesses broadly if restrictions are reimposed may adversely affect the financial results, condition and outlook of the JFC Group.

Increased commodity prices driven by rising inflation and fuel price hikes may impact consumer disposable income and spending habits thus affecting sales volumes. Continued increase in raw material prices and freight charges may result in cost pressures for the JFC Group.

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

All of the JFC Group's income arose from its continuing operations.

6. Events after the Reporting Period:

On April 19, 2022, JFC declared a regular cash dividend of Php1.07 per share of common stock, an increase of 37.2% versus the cash dividend declared in the same period in 2021. On the same date, the JFC BOD also approved the declaration of a regular cash dividend of ₱8.20525 per share for preferred shares-Series A and ₱10.60125 per share for preferred shares-Series B to be given to JFC stockholders of record as of June 22, 2022 and September 21, 2022. Payment dates are on July 14, 2022 and October 14, 2022, respectively.

Discussion of the Jollibee Group's Top Five (5) Key Performance Indicators

System Wide Sales

System Wide Sales is a measure of all sales to consumers both from company-owned and franchised stores.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
System Wide Sales	₱59,976.3 million	₱47,782.3 million
% Growth vs LY	25.5%	-13.4%

Revenues

Revenues is a measure of (1) all sales made by the JFC Group's company-owned stores (both food and novelty sales); (2) Commissary sales to franchised stores; (3) fees from stores operated by franchisees; (4) rental revenues of the JFC Group's investment properties; and (5) revenues from services rendered by the in-house Construction.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Revenues	₱42,856.9 million	₱34,680.6 million
% Growth vs LY	23.6%	-12.0%

Net Income Margin

Net Income Margin is the ratio of the JFC Group's earnings after interest and tax. This is computed by dividing consolidated net income by consolidated revenues. The quotient is expressed in percentage. This measures the JFC Group's return for every peso of revenue earned, after deducting cost of sales, operating expenses, interests and taxes.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Net Income	₱2,263.7 million	₱49.2 million
% to Revenues	5.3%	102.5%

Basic Earnings Per Share (EPS)

EPS is the portion of the JFC Group's profit allocated to each outstanding share of common stock. This is computed by dividing the net income for the period attributable to the equity holders of the Parent Company by the weighted average outstanding shares during the same period. This serves as an indicator of the JFC Group's profitability.

	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
EPS (Basic)	₱1.982	₱0.139
% Growth vs LY	1,325.9%	109.1%

Return on Equity (ROE)

ROE is the ratio of the JFC Group's net income attributable to equity holders of the Parent Company to equity. It is computed by dividing net income attributable to equity holders of the Parent Company by average equity attributable to equity holders of the Parent Company (average means average of the amounts as of the beginning and end of the same period). ROE is a measure of return for every peso of invested equity. The JFC Group also uses ROE for comparing its profitability with other firms in the same industry.

Annualized	YTD March 31, 2022 (Unaudited)	YTD March 31, 2021 (Unaudited)
Return on Equity	16.2%	1.6%

Financial Ratios

Jollibee Foods Corporation and Subsidiaries

	Formula	Mar-22 Unaudited	Mar-21 Unaudited
Liquidity Ratios			
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.42	1.39
Financial Leverage Ratios			
Asset to Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity Attributable to Equity Holders of the Parent Company}}$	3.58	5.31
Debt Ratio	$\frac{\text{Total Debt}^*}{\text{Total Debt} + \text{Equity Attributable to Equity Holders of the Parent Company}}$	69.3%	78.0%
Net Debt Ratio	$\frac{\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}}{(\text{Total Debt}^* - \text{Cash and Cash Equivalents} - \text{Short-term Investments} - \text{Financial Assets at FVTPL}) + \text{Equity Attributable to Equity Holders of the Parent Company}}$	62.6%	68.1%
Interest Coverage Ratio	$\frac{\text{Earnings before Interest and Taxes}}{\text{Interest Expense}}$	3.45	2.0
Solvency Ratio	$\frac{\text{Net Income (Loss)} + \text{Depreciation and Amortization}}{\text{Total Liabilities}}$	0.17	0.10
Debt Service Coverage Ratio	$\frac{\text{Net Income (Loss)}}{\text{Total Liabilities}}$	0.07	0.00

* Including both total current and total noncurrent liabilities

** Annualized, computed as amounts for the three months ended March 31, 2022 and 2021 multiplied by 4