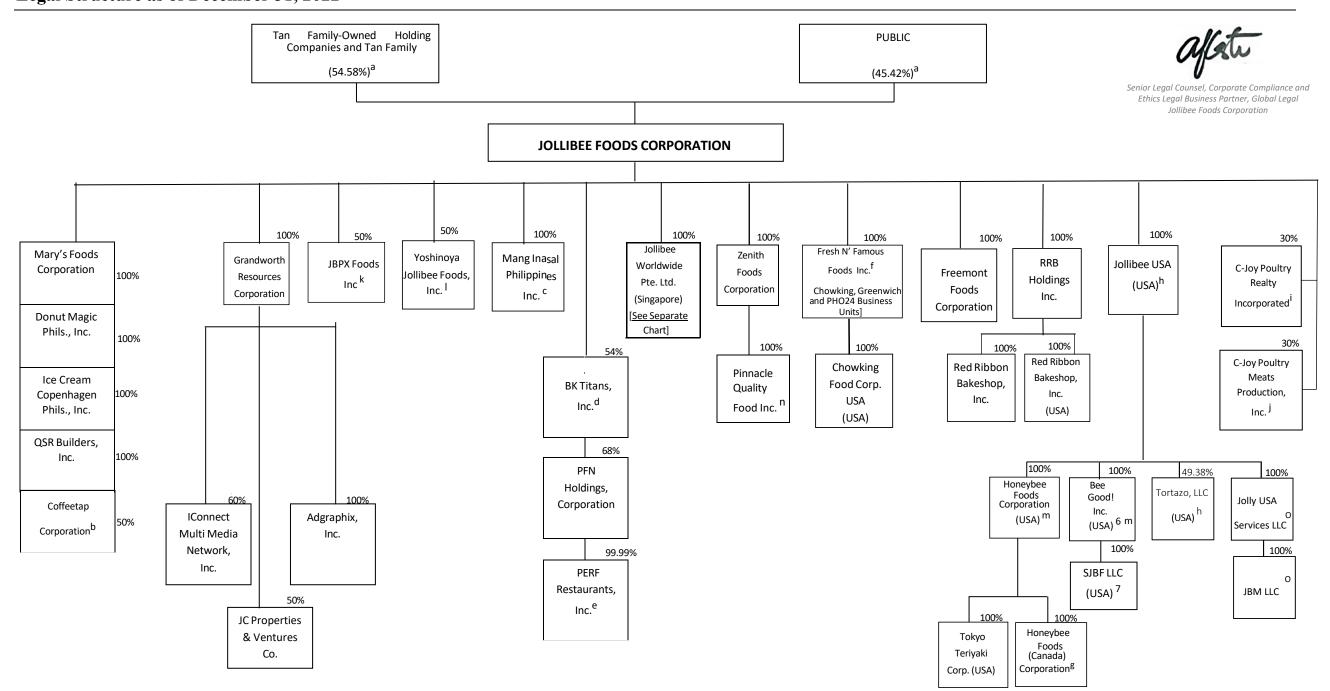
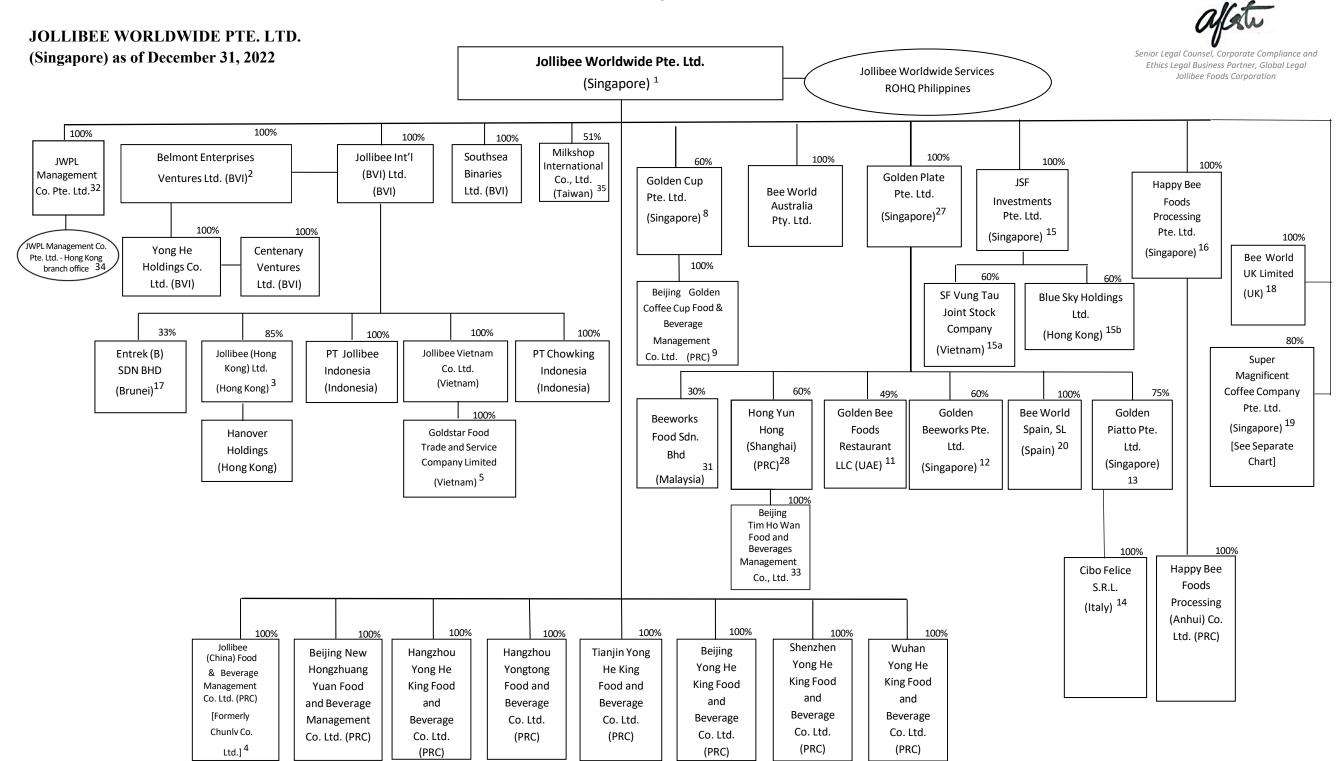
# **JOLLIBEE GROUP OF COMPANIES Legal Structure as of December 31, 2022**



### Notes:

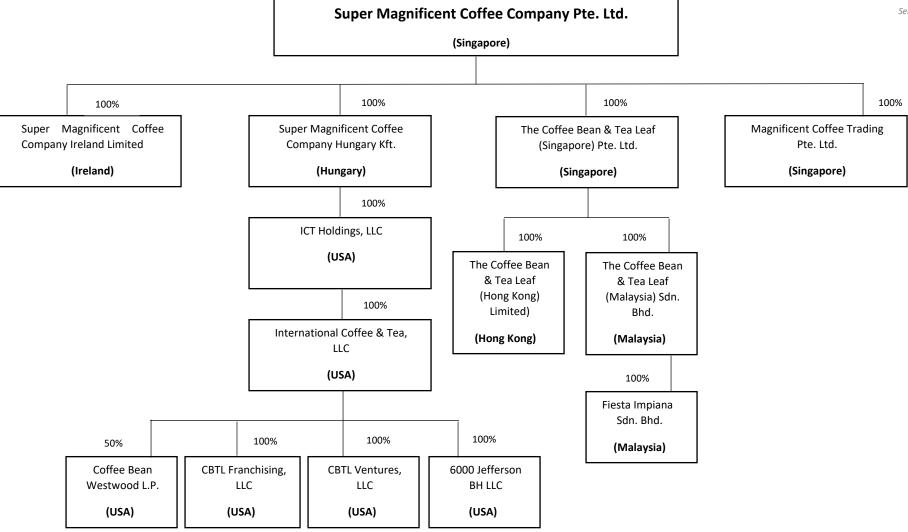
- a. Per Public Ownership Report (quarterly report) as of December 31, 2022.
  - No individual shareholder directly or indirectly owns 25% or more of the shareholdings of Jollibee Foods Corporation.
- b. For dissolution.
- c. In April 2016, JFC acquired the remaining 30% making MIPI a wholly owned subsidiary 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 membership interests in Tortazo, LLC (which owns the Tortazo, LLC business founded by Chef Rick Bayless). As of December 31, 2022, JFC ownership interest is at 50.7839% based on the number of vested incentive units, or 49.3846% on a fully-diluted basis.
- 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.
- I. 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.
- m. Effective January 1, 2022, JFC, Jollibee Worldwide Pte. Ltd., and JFC USA entered into a series of agreements, resulting to Bee Good! Inc. and Honeybee Foods Corporation being transferred to JFC USA.
- n. On June 6, 2022, Pinnacle Quality Food Inc was incorporated.
- o. On June 21, 2022, Jolly USA Services LLC and JBM LLC were established in Delaware





# SMCC GROUP LEGAL STRUCTURE as of December 31, 2022





#### Notes:

- 1. Restructuring involving SMCC Singapore and its subsidiaries took effect on October 1, 2019.
- 2. Java Ventures, LLC was dissolved effective July 14, 2022

#### Notes:

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 \$\$250,000,000, with additional investors. JWPL's total commitment to the fund shall comprise 90% of the increased fund size and total commitments.

On September 28, 2022, JFC announced its additional capital call commitment to Titan, increasing its fund size to \$\$350,000,000. With the increase in fund size, JWPL's total commitment to the fund amounts to \$\$315,000,000.

- 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. On November 8, 2022, JFC announced it will discontinue the Dunkin' business in Beijing.
- 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.
- 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).
- 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%.
- 32. On June 7, 2022, JWPL Management Co. Pte. Ltd. was incorporated.
- 33. On July 13, 2022, Beijing Tim Ho Wan Food and Beverages Management Co., Ltd. was incorporated.
- 34. On July 19, 2022, JWPL Management HK Branch Office was registered.
- 35. On February 22, 2022, the parties closed the Share Acquisition and JWPL completed the acquisition of 51% share in Milkshop International.

## 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), East
- 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.