



Report of Independent Auditors

Punongbayan & Araullo

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The Board of Directors
Zydus Healthcare Philippines, Inc.
(A Wholly Owned Subsidiary of
Zydus Lifesciences Limited, India
formerly known as Cadila Healthcare Limited, India)
Units 903 and 904, Ecotower
32nd Street corner 9th Avenue
Bonifacio Global City, Taguig City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Zydus Healthcare Philippines, Inc. (the Company), which comprise the statements of financial position as at December 31, 2022 and 2021, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities* for the *Audit of the 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 audits of the 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 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS, 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.

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the 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 auditors' report to the related disclosures in the 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 auditors' 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information for the year ended December 31, 2022 required by the Bureau of Internal Revenue, as disclosed in Note 20 to the financial statements, is presented for purposes of additional analysis and is not a required part of the basic financial statements prepared in accordance with PFRS. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion is fairly stated in all material respects in relation the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

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By: Maria Isabel E. Comedia

Partner

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PTR No. 9566629, January 3, 2023, Makati City
SEC Group A Accreditation
Partner - No. 92966-SEC (until financial period 2022)

Firm - No. 0002 (until Dec. 31, 2024)
BIR AN 08-002511-021-2022 (until Oct. 13, 2025)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

March 15, 2023

(A Wholly Owned Subsidiary of Zydus Lifesciences Limited, India formerly known as Cadila Healthcare Limited, India) STATEMENTS OF FINANCIAL POSITION

DECEMBER 31, 2022 AND 2021

(Amounts in Philippine Pesos)

	Notes	2022	2021		
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	4	P 199,332,621	P 189,265,740		
Trade and other receivables	5	266,681,212	206,443,930		
Inventories - net	6	59,885,441	68,110,985		
Other current assets	9	25,445,954	20,850,109		
Total Current Assets		551,345,228	484,670,764		
NON-CURRENT ASSETS					
Property and equipment - net	7	23,945,494	25,864,576		
Right-of-use assets - net	8	3,153,120	8,558,468		
Deferred tax assets - net	15	9,629,148	7,612,591		
Other non-current asset	9	1,616,970	1,616,970		
Total Non-current Assets		38,344,732	43,652,605		
TOTAL ASSETS		P 589,689,960	P 528,323,369		
LIABILITIES AND EQUITY					
CURRENT LIABILITIES					
Trade and other payables	10	P 250,088,915	P 194,348,243		
Lease liabilities	8	3,718,118	5,842,649		
Total Current Liabilities		253,807,033	200,190,892		
NON-CURRENT LIABILITIES					
Retirement benefit obligation	14	10,997,619	10,221,865		
Lease liabilities	8	-	3,718,118		
Total Non-current Liabilities		10,997,619	13,939,983		
Total Liabilities		264,804,652	214,130,875		
EQUITY					
Capital stock	16	259,483,000	259,483,000		
Additional paid-in capital	2	720,000	720,000		
Remeasurement of retirement					
benefit obligation	14	(2,231,981)	(3,498,358)		
Retained earnings	2	66,914,289	57,487,852		
Total Equity		324,885,308	314,192,494		
TOTAL LIABILITIES AND EQUITY		P 589,689,960	P 528,323,369		

(A Wholly Owned Subsidiary of Zydus Lifesciences Limited, India formerly known as Cadila Healthcare Limited, India) STATEMENTS OF COMPREHENSIVE INCOME

DECEMBER 31, 2022 AND 2021

(Amounts in Philippine Pesos)

-	Notes		2022		2021
SALE OF GOODS	2, 17	P	682,510,722	P	584,224,680
COST OF GOODS SOLD	12, 17	_	249,986,311		208,755,825
GROSS PROFIT		_	432,524,411		375,468,855
OTHER OPERATING EXPENSES	12				
Selling expenses			328,161,894		287,707,920
Administrative expenses		_	88,234,693		68,064,814
			416,396,587		355,772,734
OPERATING INCOME			16,127,824		19,696,121
OTHER INCOME (CHARGES) – Net					
Finance charges	13, 14	(10,178,709)	(3,920,996)
Other income	13	_	6,886,509		3,272,887
		(_	3,292,200)	(648,109)
INCOME BEFORE TAX			12,835,624		19,048,012
TAX EXPENSE	15		3,409,187		3,780,945
NET PROFIT		_	9,426,437		15,267,067
OTHER COMPREHENSIVE INCOME (LOSS) Item that will not be reclassified subsequently to profit and loss Remeasurement gain on retirement					
benefit obligation	14		1,688,502		50,703
Tax expense on remeasurement	15	(_	422,125)	(248,435)
		_	1,266,377	(197,732)
TOTAL COMPREHENSIVE INCOME		<u>P</u>	10,692,814	P	15,069,335

See Notes to Financial Statements.

(A Wholly Owned Subsidiary of Zydus Lifesciences Limited, India formerly known as Cadila Healthcare Limited, India) STATEMENTS OF CHANGES IN EQUITY DECEMBER 31, 2022 AND 2021 (Amounts in Philippine Pesos)

	(s	Capital Stock ee Note 16)	Paid	dditional I-in Capital ee Note 2)	(rement Benefit Obligation see Note 14)		ined Earnings see Note 2)		Equity
Balance at January 1, 2022 Total comprehensive income for the year	P	259,483,000	P	720,000	(P	3,498,358) 1,266,377	P	57,487,852 9,426,437	P	314,192,494 10,692,814
Balance at December 31, 2022	P	259,483,000	P	720,000	(<u>P</u>	2,231,981)	<u>P</u>	66,914,289	P	324,885,308
Balance at January 1, 2021 Total comprehensive income (loss) for the year	P	259,483,000	P	720,000	(P	3,300,626) 197,732)	P	42,220,785 15,267,067	P	299,123,159 15,069,335
Balance at December 31, 2021	P	259,483,000	P	720,000	(<u>P</u>	3,498,358)	P	57,487,852	P	314,192,494

 $See\ Notes\ to\ Financial\ Statements.$

(A Wholly Owned Subsidiary of Zydus Lifesciences Limited, India formerly known as Cadila Healthcare Limited, India)

STATEMENTS OF CASH FLOWS

DECEMBER 31, 2022 AND 2021

(Amounts in Philippine Pesos)

	Notes	2022		2021		
CASH FLOWS FROM OPERATING ACTIVITIES						
Income before tax		P	12,835,624	P	19,048,012	
Adjustments for:			,,.		,	
Depreciation and amortization	12		13,717,444		12,355,291	
Unrealized foreign currency losses	13		8,987,118		2,549,179	
Interest income	13	(1,654,580)	(202,170)	
Reversal on inventory write-down	12, 13	(1,539,414)	(707,205)	
Gain on sale of property and equipment	13	Ì	1,438,840)	(294,643)	
Interest expense	13	`	1,013,142		1,197,047	
Operating profit before working capital changes			31,920,494		33,945,511	
Increase in trade and other receivables		(60,237,282)	(18,400,562)	
Decrease (increase) in inventories		`	9,764,958	(25,967,806)	
Increase in other current assets		(10,112,797)	(21,617,288)	
Increase in trade and other payables		,	46,156,256	`	73,228,121	
Increase in retirement benefit obligation			1,956,229		1,767,352	
Cash generated from operations			19,447,858		42,955,328	
Cash paid for income taxes		(330,916)	(24,009,893)	
Net Cash From Operating Activities			19,116,942		18,945,435	
CASH FLOWS FROM INVESTING ACTIVITIES						
Acquisitions of property and equipment	7	(6,393,014)	(11,524,547)	
Proceeds from sale of property and equipment	7		1,438,840		294,643	
Interest received	13		1,654,580		202,170	
Net Cash Used in Investing Activities		(3,299,594)	(11,027,734)	
CASH FLOWS FROM A FINANCING ACTIVITY						
Repayment of lease liabilities	8	(6,347,765)	(6,045,484)	
Effect of Foreign Exchange Rate Changes					400.054	
on Cash and Cash Equivalents			597,298		423,954	
NET INCREASE IN CASH						
AND CASH EQUIVALENTS			10,066,881		2,296,171	
CASH AND CASH EQUIVALENTS						
AT BEGINNING OF YEAR			189,265,740		186,969,569	
CASH AND CASH EQUIVALENTS						
AT END OF YEAR		<u>P</u>	199,332,621	Р	189,265,740	

See Notes to Financial Statements.

(A Wholly Owned Subsidiary of Zydus Lifesciences Limited, India formerly known as Cadila Healthcare Limited, India) NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2022 AND 2021 (Amounts in Philippine Pesos)

1. GENERAL INFORMATION

1.1 Corporate Information

Zydus Healthcare Philippines Inc. (the Company) was incorporated in the Philippines on July 12, 2013. The Company was established primarily to engage in, conduct and carry on the general business of formulation, trading, buying, importing, exporting, marketing, distributing and selling at wholesale pharmaceutical raw material, bulk drug intermediaries, cosmetics, medical supplies, devices, equipment and other related products; and otherwise dealing in all kinds of goods, wares and merchandise of every kind and description. The Company started its commercial operations in February 2015.

The Company is a wholly owned subsidiary of Zydus Lifesciences Limited, India [formerly known as Cadila Healthcare Limited, India] (the Parent Company), a listed foreign company organized and existing under the laws of India.

The Company's registered office is located at Units 903 and 904, Ecotower, 32nd Street corner 9th Avenue, Bonifacio Global City, Taguig City. The Parent Company's registered office, which is also its principal place of business, is located at Zydus Corporate Park, Sarkhej-Gandhinagar Highway, Near Vaishnodevi Circle, Ahmedabad - 382481.

1.2 Impact of Russia - Ukraine Conflict on the Company's Business

On February 24, 2022, Russia started its invasion of Ukraine which caused far reaching impact for economies, markets, and businesses. The ongoing military conflict has introduced a wide range of sanctions against Russia, including certain Russian entities and individual and led to significant casualties, dislocation of population, damage to infrastructure, slowdown of business operations in both countries, disruption of supply chains and commodity flows that impact commodity prices such as gas, petrol, cereals, iron and steel.

The Company in the pharmaceutical business is affected by the significant changes in fuel and commodity prices in the global market which resulted in an increase in its prices of inventories, overhead costs, and other operating expenses. The Company retained its selling prices which resulted in a lower gross profit margin and net income in 2022. The management assessed that the impact of this event is not continuing and therefore will not affect the ability of the Company to continue as a going concern.

1.3 Approval of Financial Statements

The financial statements of the Company as of and for the year ended December 31, 2022 (including the comparative financial statements as of and for the year ended December 31, 2021) were authorized for issue by the Company's Board of Directors (BOD) on March 15, 2023.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise presented.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board and approved by the Philippine Board of Accountancy.

The financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Company presents all items of income and expenses and other comprehensive income or loss, if any, in a single statement of comprehensive income.

The Company presents a third statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

(c) Functional and Presentation Currency

These financial statements are presented in Philippine pesos, the Company's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2022 that are Relevant to the Company

The Company adopted for the first time the following amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2022:

PAS 16 (Amendments) : Property, Plant and Equipment – Proceeds

Before Intended Use

PAS 37 (Amendments) : Provisions, Contingent Liabilities and

Contingent Assets – Onerous Contracts – Cost of Fulfilling

a Contract

Annual Improvements to PFRS (2018-2020 Cycle)

PFRS 9 (Amendments) : Financial Instruments – Fees in the

'10 per cent' Test for Derecognition

of Liabilities

PFRS 16 (Amendments) : Leases – Lease Incentives

Discussed below and in the succeeding page are the relevant information about these pronouncements.

- (i) PAS 16 (Amendments), *Property, Plant and Equipment Proceeds Before Intended Use.* The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss. The application of these amendments had no significant impact on the Company's financial statements as there were no sales of such items produced by property, plant and equipment made before being available for use on or after the beginning of the earliest period presented.
- (ii) PAS 37 (Amendments), Provisions, Contingent Liabilities and Contingent Assets Onerous Contracts Cost of Fulfilling a Contract. The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services. Costs that relate directly to a contract include both incremental costs of fulfilling that contract (e.g., direct labor and materials) or an allocation of other costs that relate directly to fulfilling contracts (e.g., the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The amendments apply prospectively to contracts existing at the date when the amendments are first applied. Management assessed that there is no significant impact on the Company's financial statements as a result of the change since none of the existing contracts as of January 1, 2022 would be identified as onerous after applying the amendments.

- (iii) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments which do not have significant impact and which are effective from January 1, 2022, are relevant to the Company's financial statements:
 - PFRS 9 (Amendments), Financial Instruments Fees in the '10 per cent' Test for Derecognition of Liabilities. The amendments clarify 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.
 - Illustrative Examples Accompanying PFRS 16, Leases Lease Incentives. The amendments remove potential for confusion regarding lease incentives by deleting from Illustrative Example 13 the reimbursement relating to leasehold improvements as it had not been explained clearly enough as to whether the reimbursement would meet the definition of a lease incentive in accordance with PFRS 16.

(b) Effective in 2022 that are Relevant to the Company

Among the amendments to PFRS which are mandatorily effective for annual periods beginning on or after January 1, 2022, the following are not relevant to the Company's financial statements:

- (i) PFRS 3 (Amendments), Business Combinations Reference to the Conceptual Framework (effective from January 1, 2022)
- (ii) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2022, are not relevant to the Company:
 - PFRS 1, First-time Adoption of Philippine Financial Reporting Standard Subsidiary as a First-time Adopter
 - PAS 41, Agriculture Taxation in Fair Value Measurements

(c) Effective Subsequent to 2022 but not Adopted Early

There are amendments and improvements to existing standards effective for annual periods subsequent to 2022, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, none of these are expected to have significant impact on the Company's financial statements:

- (i) PAS 1 (Amendments), Presentation of Financial Statements Classification of Liabilities as Current or Non-current (effective from January 1, 2023)
- (ii) PAS 1 (Amendments), Presentation of Financial Statements Disclosure of Accounting Policies (effective from January 1, 2023)
- (iii) PAS 8 (Amendments), Accounting Estimates Definition of Accounting Estimates (effective from January 1, 2023)

(iv) PAS 12 (Amendments), Income Taxes – Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction (effective from January 1, 2023)

2.3 Current versus Non Current Classification

The Company presents assets and liabilities in the statement of financial position based on current or non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 months after the reporting period; or,
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 months after the reporting period; or,
- There is no unconditional right to defer the settlements of the liability for at least 12 months after the reporting period.

The Company classifies all other liabilities as non-current.

2.4 Financial Instruments

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the financial instrument.

(a) Financial Assets

For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

Regular purchases and sales of financial assets are recognized on their trade date (i.e., the date that the Company commits to purchase or sell the asset).

(i) Classification, Measurement and Reclassification of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Currently, the relevant financial asset classification to the Company are financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Company's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,
- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, Revenue from Contracts with Customers, all of the Company's financial assets meet these criteria and are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less allowance for expected credit loss (ECL).

The Company's financial assets at amortized cost is presented as Cash and Cash Equivalents, Trade and Other Receivables (excluding Employee advances for liquidation), Construction deposit (presented as part of Other Current Assets account) and Security deposit (presented as Other Non-current Asset account) in the statement of financial position.

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income on financial assets measured at amortized cost is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset.

The Company calculates interest income by applying the effective interest rate to the gross carrying amount of the financial assets, except for those that are subsequently identified as credit-impaired and or are purchased or originated credit-impaired assets.

Interest income earned is recognized in the statement of comprehensive income as part of Other Income.

The Company can only reclassify financial assets if the objective of its business model for managing those financial assets changes. Accordingly, the Company is required to reclassify financial assets: (i) from amortized cost to fair value through profit or loss (FVTPL), if the objective of the business model changes so that the amortized cost criteria are no longer met; and, (ii) from FVTPL to amortized cost, if the objective of the business model changes so that the amortized cost criteria start to be met and the characteristic of the instrument's contractual cash flows meet the amortized cost criteria.

A change in the objective of the Company's business model will take effect only at the beginning of the next reporting period following the change in the business model.

(ii) Impairment of Financial Assets

At the end of the reporting period, the Company assesses and recognizes allowance for ECL on its financial assets measured at amortized cost. The measurement of ECL involves consideration of broader range of information that is available without undue cost or effort at the reporting date about past events, current conditions, and reasonable and supportable forecasts of future economic conditions (i.e., forward-looking information) that may affect the collectability of the future cash flows of the financial assets. Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instruments evaluated based on a range of possible outcome.

The Company recognizes lifetime ECL for trade and other receivables. The ECL on these assets are estimated by applying the simplified approach using a provision matrix developed based on the Company's historical credit loss experience and credit information that are specific to the debtors, adjusted for general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the porting date, including time value of money where appropriate. These assets are assessed for impairment on a collective basis based on shared credit risk characteristics.

The Company determines whether there has been a significant increase in credit risk for financial asset since initial recognition by comparing the risk of default occurring over the expected life of the financial asset between the reporting date and the date of the initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that may indicate an actual or expected deterioration of the credit quality of the financial assets.

The key elements used in the calculation of ECL are as follows:

- Probability of default It is an estimate of likelihood of counterparty defaulting at its financial obligation over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.
- Loss given default It is an estimate of loss arising in case where a
 default occurs at a given time. It is based on the difference between
 the contractual cash flows of a financial instrument due from a
 counterparty and those that the Company would expect to receive,
 including the realization of any collateral or effect of any credit
 enhancement.
- Exposure at default It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

The Company recognizes an impairment loss in comprehensive income for all financial instruments subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account, if any.

(iii) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

(b) Financial Liabilities

Financial liabilities, which include trade and other payables (except tax-related liabilities) recognized initially at their fair values and subsequently measured at amortized cost, using effective interest method for maturities beyond one year, less settlement payments. For refund liability, the Company uses the probability-weighted average amount approach similar to the expected value method under PFRS 15.

All interest-related charges incurred on a financial liability are recognized as an expense in profit or loss under the caption Finance Charges in the statement of comprehensive income.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of the reporting period (or in the normal operating cycle of the business, if longer) or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. Financial liabilities are also derecognized when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

(c) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the statement of financial position when the Company currently has a legally enforceable right to set-off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.5 Inventories

Inventories are valued at the lower of cost and net realizable value (NRV). Cost is determined using the moving average method. For financial reporting purposes, cost of inventories include all costs directly attributable to acquisitions, such as the purchase price, import duties and other taxes that are not subsequently recoverable from taxing authorities. For tax purposes, import duties and other taxes are claimed as deduction from taxable income in the year the related inventories are sold.

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

2.6 Other Assets

Other assets pertain to other resources controlled by the Company as a result of past events. They are recognized in the financial statements when it is probable that the future economic benefits will flow to the Company and the asset has a cost or value that can be measured reliably.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Company beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.12).

2.7 Property and Equipment

Property and equipment are stated at cost less accumulated depreciation and amortization and any impairment in value.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized while expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Transportation equipment	5 years
Office furniture, fixtures and equipment	3 to 5 years
Computer equipment and software	3 years

Fully depreciated and amortized assets are retained in the accounts until these are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.12).

The residual values, estimated useful lives and method of depreciation and amortization of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property and equipment, including the related accumulated depreciation and amortization, and impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year the item is derecognized.

2.8 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the financial statements. Similarly, possible inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets; hence, are not recognized in the financial statements. On the other hand, any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.9 Revenue and Expense Recognition

Revenue of the Company arises mainly from the sale of pharmaceutical products.

To determine whether to recognize revenue, the Company follows a five-step process:

- (a) identifying the contract with a customer;
- (b) identifying the performance obligation;
- (c) determining the transaction price;
- (d) allocating the transaction price to the performance obligations; and,
- (e) recognizing revenue when/as performance obligations are satisfied.

The Company determines whether a contract with customer exists by evaluating whether the following gating criteria are present:

- (i) the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
- (ii) each party's rights regarding the goods or services to be transferred or performed can be identified;
- (iii) the payment terms for the goods or services to be transferred or performed can be identified:
- (iv) the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
- (v) collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Company satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- (i) the customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs;
- (ii) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,

(iii) the Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

The Company often enters into transactions involving the selling at wholesale of pharmaceutical products. The Company determines that its revenue from sale of pharmaceutical products shall be recognized at a point in time when the control of the goods have passed to the customer, i.e., generally when the customer has acknowledged delivery of the goods [see Note 3.1(b)].

The Company also assesses its revenue agreements against the specific criteria enumerated below in order to determine if it is acting as principal or agent. Both the legal form and the substance of the agreement are considered to determine each party's respective roles in the agreement. Revenue is recorded at gross when acting as a principal while only net revenues are considered if only an agency service exists.

The following are indicators that the Company is acting as principal:

- (i) the Company is primarily responsible for fulfilling the contract;
- (ii) the Company have inventory risk before or after the goods have been ordered by a customer;
- (iii) the Company have discretion to establish process for the goods or services and, therefore, the benefit that the entity can receive from those goods are not limited; and,
- (iv) the Company is exposed to credit risk for the amount receivable from a customer in exchange for the other party's goods or services.

The Company recognizes revenue net of trade discounts and provision for refund. Trade discounts are provided to customers depending on the volume of their purchases. Provision for refund is recognized in relation to right of return given to customers wherein they are allowed to return goods within a specific period. Right of return entitles a customer to a refund for the amount paid. Accordingly, a refund liability is also recognized by the Company. Provision for refund and refund liability is estimated based on historical information of the Company's sales return. Further, the corresponding cost of expected refund is recorded as right-of-return asset, if material.

In obtaining customer contracts, the Company incurs incremental costs. As the expected amortization period of these costs, if capitalized, would be less than one year, the Company uses the practical expedient in PFRS 15 and expenses such costs as incurred. The Company also incurs costs in fulfilling contracts with customers.

Cost and expenses are recognized in profit or loss upon utilization of goods at the date they are incurred.

2.10 Leases - Company as a Lessee

For any new contracts entered into, the Company considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the
 contract or implicitly specified by being identified at the time the asset is made
 available to the Company;
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assesses whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Company recognizes a right-of-use asset and a lease liability in the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Company depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.12).

On the other hand, the Company measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments include fixed payments.

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

On the statement of financial position, right-of-use assets and lease liabilities have been presented separately from property and equipment and other liabilities, respectively.

Related leasehold improvements are amortized over their estimated useful life of three years or the term of lease, whichever is shorter.

2.11 Foreign Currency Transactions and Translation

The accounting records of the Company are maintained in Philippine pesos. Foreign currency transactions during the year are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in statement of comprehensive income.

2.12 Impairment of Non-financial Assets

The Company's property and equipment, right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount of those assets may not be recoverable.

For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amounts which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

2.13 Employee Benefits

The Company provides employment benefits to employees through a defined benefit plan, as well as other benefits which are discussed as follows:

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Company, even if plan assets for funding the defined benefit plan have been acquired. The Company's defined benefit post-employment plan covers all regular full-time employees, but not separately funded as it is not a requirement of PAS19R, *Employee Benefits*.

The liability recognized in the statement of financial position for a defined benefit plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)], that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability. BVAL provides evaluated prices that are based on market observations from contributed sources.

Remeasurements, comprising of actuarial gains and losses from experience adjustments and changes in actuarial assumptions, are reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income or loss in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, unless there is a plan amendment, curtailment or settlement during the reporting period.

The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Charges or Other Income account in the statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment and curtailment.

(b) Defined Contribution Plans

A defined contribution plan is a post-employment plan under which the Company pays fixed contributions into an independent entity (i.e., Social Security System). The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognized in respect of defined contribution plans are expensed as they fall due. Liabilities and assets may be recognized if underpayment or prepayment has occurred and are included in current liabilities or current assets as they are normally of a short-term nature.

(c) Compensated Absences

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of the reporting period. They are included as part of Accrued expenses under Trade and Other Payables account in the statement of financial position at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

(d) Short-term employee benefits

Short-term employee benefits, including holiday entitlement, are current liabilities included in pension and other employee obligations, measured at the undiscounted amount the Company expects to pay as a result of the unused entitlement.

2.14 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or current tax liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the end of the reporting period. They are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the period. All changes to current tax assets or current tax liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax is accounted for using the liability method, on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and deferred tax liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The measurement of deferred tax liabilities and deferred tax assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Most changes in deferred tax assets or deferred tax liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Company has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

2.15 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Company and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Company; and, (b) individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

2.16 Equity

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital represents premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of any related income tax benefits.

Remeasurement of retirement benefit obligation consist of actuarial gains and losses on retirement benefit obligation.

Retained earnings includes all current and prior period results of operations as reported in the profit or loss section of the statement of comprehensive income.

2.17 Events After the End of the Reporting Period

Any post-year-end event that provides additional information about the Company's financial position at the end of the reporting period (adjusting event) is reflected in the financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Company's financial statements in accordance with PFRS requires management to make judgments and estimates that affect the amounts reported in the financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Company's accounting policies, management has made the following judgments, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Determination of Lease Term of Contracts with Renewal and Termination Options

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

For lease of office and parking space, the factors that are normally the most relevant is (a) if there are significant penalties should the Company pre-terminate the contract, and (b) if any leasehold improvements are expected to have a significant remaining value, the Company is reasonably certain to extend and not to terminate the lease contract. Otherwise, the Company considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The renewal option for the lease of the office and parking space was not included as part of the lease term because the lease term states that this shall be coterminous and subject to the terms and conditions mutually agreed by both parties.

The lease term is reassessed if an option is actually exercised or not exercised or the Company becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Company.

(b) Determination of Timing of Satisfaction of Performance Obligations

The Company determines that its revenue from sale of pharmaceutical products shall be recognized at a point in time when the control of the goods have passed to the customer, i.e., generally when the customer has acknowledged delivery of the goods.

(c) Determination of Transaction Price

The transaction price for a contract is allocated amongst the material right and other performance obligations identified in the contract based on their stand-alone selling prices, which are all observable. The transaction price for a contract excludes any amounts collected on behalf of third parties [e.g., value-added taxes (VAT)].

The transaction price is considered receivable to the extent of products sold with a right of return. Such variable consideration is estimated based on the method described on Note 3.2(c). Also, the Company uses the practical expedient in PFRS 15 with respect to non-adjustment of the promised amount of consideration for the effects of significant financing component as the Company expects, at contract inception, that the period between when the Company transfers promised goods or services to the customer and payment due date is one year or less.

(d) Determination of ECL on Trade and Other Receivables

The Company uses a provision matrix to calculate ECL for trade and other receivables other than receivable from government hospitals. The provision rates are based on days past due.

The provision matrix is based on the Company's historical observed default rates. The Company's management intends to regularly calibrate (i.e., on an annual basis) the method to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions).

ECL for receivables from government hospitals are based on the credit rating of the Philippines.

Details about the ECL on the Company's trade and other receivables are disclosed in Note 18.2.

(e) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provisions and contingencies are discussed in Note 2.8 and disclosures on relevant contingencies are presented in Note 17.

3.2 Key Sources of Estimation Uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period are discussed below and in the succeeding pages.

(a) Determination of Appropriate Discount Rate in Measuring Lease Liabilities

The Company measures its lease liabilities at present value of the lease payments that are not paid at the commencement date of the lease contract. The lease payments were discounted using a reasonable rate deemed by management equal to the Company's incremental borrowing rate. In determining a reasonable discount rate, management considers the term of the leases, the underlying asset and the economic environment. Actual results, however, may vary due to changes in estimates brought about by changes in such factors.

(b) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 18.2.

(c) Estimation of Amounts Involving Right of Return

The Company's contract of sale has variable consideration which is the right of return given to the customers within a specified period. Given the large number of contracts of the same characteristics, the Company considered the expected value method under the provisions of PFRS 15 which better predicts the amounts of consideration it will be required to return and receive involving the customer's right of return.

The Company recognizes provision for refund and refund liability in relation to right of return given to customers. Provision for refund and refund liability is estimated based on historical information of the Company's sales returns.

Provision for refund is offset against revenue while the carrying amount of refund liability as of December 31, 2022 and 2021 is presented as part of Trade and Other Payables account in the statements of financial position.

(d) Determination of NRV of Inventories

In determining the NRV of inventories, management takes into account the most reliable evidence available at the time the estimates are made. The Company's core business is continuously subject to changes which may cause inventory obsolescence. Moreover, future realization of the carrying amounts of inventories as presented in Note 6 is affected by price changes in the pharmaceutical industry, the costs incurred necessary to make a sale and product expiration. Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Company's inventories within the next reporting period.

(e) Estimation of Useful Lives of Property and Equipment and Right-of-use Assets

The Company estimates the useful lives of property and equipment and right-of-use assets based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment and right-of-use assets are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of property and equipment and right-of-use assets are analyzed in Notes 7 and 8.1, respectively. Based on management's assessment as at December 31, 2022 and 2021, there is no change in estimated useful lives of those assets during those years. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(f) Determination of Realizable Amount of Deferred Tax Assets

The Company reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Management assessed that the deferred tax assets recognized as at December 31, 2022 and 2021 will be fully utilized in the subsequent reporting periods. The carrying value of deferred tax assets as of those dates is disclosed in Note 15.

(g) Impairment of Non-financial Assets

In assessing impairment, management estimates the recoverable amount of each asset or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate (see Note 2.12). Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

There are no impairment losses recognized on the Company's property and equipment, right-of-use of asset and other non-financial assets in 2022 and 2021 based on management's evaluation (see Notes 7, 8 and 9).

(h) Valuation of Post-employment Defined Benefit Obligation

The determination of the Company's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates, salary rate increase, and employee turnover rate. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the post-employment benefit obligation in the next reporting period.

The amounts of post-employment benefit obligation and expense and an analysis of the movements in the estimated present value of post-employment benefit, as well as the significant assumptions used in estimating such obligation are presented in Note 14.2.

4. CASH AND CASH EQUIVALENTS

This account is composed of the following:

		2022	2021		
Cash on hand Cash in bank Short-term placements	P	2,042,750 41,584,693 155,705,178	P	2,842,750 61,422,990 125,000,000	
	<u>P</u>	199,332,621	<u>P</u>	189,265,740	

Cash on hand pertains to petty cash, tactical and revolving funds maintained by the Company for use in day-to-day operations. Cash in banks generally earn interest at rates based on daily bank deposit rates. Short-term placements have maturity period of 90 days and earn effective interest of 3.90% to 4.25% in 2022 and 0.70% in 2021.

Interest income earned from the Company's cash in bank and short-term placements amounted to P1.7 million and P0.2 million in 2022 and 2021, respectively, and is presented as part of Other Income (Charges) in the statements of comprehensive income (see Note 13). The related foreign currency loss in 2022 and 2021 is also recognized as part of Other Income (Charges) in the statements of comprehensive income (see Note 13).

5. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	<u>Note</u>	2022	2021
Trade receivables Employee advances	18.2	P 266,214,227 466,985	P 203,040,081 3,403,849
		P 266,681,212	P 206,443,930

Trade receivables pertain to receivables from Company's distributors from the sale of pharmaceutical products. The Company does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Company to the counterparties.

Employee advances represent cash advances of employees to defray various expenses incurred in operations and are liquidated within 30 days from the date of activity.

All of the Company's trade and other receivables have been reviewed for impairment. However, no allowance for credit losses was recognized as of December 31, 2022 and 2021. This assessment is undertaken each reporting period based on the Company's established ECL model as fully disclosed in Note 18.2(b).

6. INVENTORIES

Inventories as of December 31, 2022 and 2021 measured at cost and at NRV are summarized below.

	Note		2022		2021
At Cost – Products for sale	12.1	<u>P</u>	59,885,441	<u>P</u>	68,110,985
At NRV: Products and promotional					
samples Allowance for write-down			1,475,130		3,014,544
to NRV		(1,475,130)	(3,014,544)
		<u> P</u>	<u>59,885,441</u>	<u>P</u>	<u>68,110,985</u>

A reconciliation of the allowance for inventory write-down at the beginning and end of 2022 and 2021 is shown below.

	Note		2022		2021
Balance at beginning of year		P	3,014,544	P	3,721,749
Reversal of inventory write-down	13	(1,539,414)	(707,205)
Balance at end of year		<u>P</u>	1,475,130	<u>P</u>	3,014,544

In 2022 and 2021, the initial write-down estimated loss is higher than the NRV of certain inventories, hence, inventory write-down was reversed and presented as part of Other Income (Charges) account in the statements of comprehensive income. The allowance for write-down to NRV represents the costs of inventories that are expired and expiring in six months as at December 31, 2022 and 2021.

In 2022 and 2021, certain expired inventories with total cost of P22.4 million and P17.4 million, respectively, were destroyed under the supervision of duly authorized representatives of the Bureau of Internal Revenue (BIR) and the Department of Environment and Natural Resources. The said loss on destruction of expired inventories is presented as Write-off of inventories under the Administrative Expenses account in the statements of comprehensive income (see Note 12.2).

An analysis of the inventories charged to Cost of Goods Sold for the years ended December 31, 2022 and 2021 is presented in Note 12.1.

7. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of 2022 and 2021 are as follows:

	Transportation <u>Equipment</u>	Office Furniture, Fixtures and Equipment	Computer Equipment and Software	<u>Total</u>
December 31, 2022 Cost Accumulated depreciation	P 40,457,143	P 2,895,373	P 7,812,583	P 51,165,099
and amortization	(18,315,327)	(2,273,069)	(6,631,209)	(27,219,605)
Net carrying amount	<u>P 22,141,816</u>	<u>P 622,304</u>	<u>P 1,181,374</u>	P 23,945,494
December 31, 2021 Cost Accumulated depreciation and amortization	P 38,941,963 (<u>16,095,595</u>)	P 2,873,949 (1,741,657)	P 7,568,673 (5,682,757)	P 49,384,585 (23,520,009)
Net carrying amount	<u>P 22,846,368</u>	<u>P 1,132,292</u>	<u>P 1,885,916</u>	<u>P 25,864,576</u>
January 1, 2021 Cost Accumulated depreciation and amortization	P 29,739,285 (<u>11,538,482</u>)	P 2,873,949 (<u>1,117,239</u>)	P 6,259,304 (<u>4,926,844</u>)	P 38,872,538 (<u>17,582,565</u>)
Net carrying amount	<u>P 18,200,803</u>	<u>P 1,756,710</u>	P 1,332,460	<u>P 21,289,973</u>

A reconciliation of the carrying amounts of property and equipment at the beginning and end of 2022 and 2021 is shown below.

		ansportation Equipment	Fi	Office furniture, ktures and quipment	\mathbf{E}	Computer quipment d Software	_	Total
Balance at January 1, 2022, net of accumulated depreciation and amortization Additions	Р	22,846,368 6,127,680	Р	1,132,292 21,424	Р	1,885,916 243,910	P	25,864,576 6,393,014
Depreciation and amortization charges for the year	(6,832,232)	(531,412)	(948,452)	(8,312,096)
Balance at December 31, 2022, net of accumulated depreciation and amortization	<u>P</u>	22,141,816	<u>P</u>	622,304	<u>P</u>	1,181,374	<u>P</u>	23,945,494
Balance at January 1, 2021, net of accumulated depreciation and amortization Additions Depreciation and amortization	Р	18,200,803 10,215,178	Р	1,756,710	Р	1,332,460 1,309,369	P	21,289,973 11,524,547
charges for the year	(5,569,613)	(624,418)	(755,913)	(6,949,944)
Balance at December 31, 2021, net of accumulated depreciation and amortization	<u>P</u>	22,846,368	<u>P</u>	1,132,292	<u>P</u>	1,885,91 <u>6</u>	<u>P</u>	<u>25,864,576</u>

In 2022 and 2021, the Company sold certain fully depreciated transportation equipment with cost amounting to P4.6 million and P1.0 million, respectively. The Company recognized a gain on sale amounting to P1.4 million and P0.3 million in 2022 and 2021, respectively, which is presented as part of Other Income (Charges) account in the statements of comprehensive income (see Note 13).

As of December 31, 2022 and 2021, the cost of the Company's fully-depreciated property and equipment that are still in use amounted to P6.9 million and P7.3 million, respectively.

8. LEASES

The Company leases its office and parking space which is reflected in the statements of financial position as Right-of-use Assets and Lease Liabilities.

Each lease generally imposes restriction and contain termination and extension options in which the right-of-use asset can only be used by the Company and may only be cancelled starting the beginning of the fourth year of the lease term subject to conditions including payment of termination fee or extended for a further term upon mutual agreement of the parties. The Company must keep the properties in a good state of repair and return the properties in their original condition at the end of the lease.

The nature of the Company's leasing activities recognized in the statements of financial position is described below:

	2022	2021
Number of right-of-use assets leased: Remaining lease term:	2 0.6 years	2 1.6 years
Number of leases with extension and	<i>3</i>	J
termination options:	2	2

The Company's leases have no option to purchase.

8.1 Right-of-use Assets

The gross carrying amounts and accumulated amortization of the Company's right-of-use assets at the beginning and end of 2022 and 2021 are as follows:

	Office	<u>Parking</u>	Total
December 31, 2022 Cost	P 24,425,827	P 348,682	P 24,774,509
Accumulated amortization Balance at beginning of year Depreciation for the year Balance at end of year	15,987,813 5,329,271 21,317,084	228,228 76,077 304,305	16,216,041 5,405,348 21,621,389
Net carrying amount	<u>P 3,108,743</u>	<u>P 44,377</u>	<u>P 3,153,120</u>
December 31, 2021 Cost	P 24,425,827	P 348,682	P 24,774,509
Accumulated amortization Balance at beginning of year Depreciation for the year Balance at end of year	10,658,542 5,329,271 15,987,813	152,152 76,076 228,228	10,810,694 5,405,347 16,216,041
Net carrying amount	<u>P 8,438,014</u>	<u>P 120,454</u>	<u>P 8,558,468</u>

8.2 Lease Liabilities

Lease liabilities are presented in the statements of financial position as follows:

		2022		2021
Current Non-current	P	3,718,118	P	5,842,649 3,718,118
	<u>P</u>	3,718,118	<u>P</u>	9,560,767

Additional information on the lease liabilities and amounts in respect of possible future lease termination options not recognized as a liability are as follows:

	Office		Parking		Total	
<u>December 31, 2022</u>						
Lease liabilities	P	3,665,789	P	52,329	P	3,718,118
Lease termination options not recognized as a liability		1,862,419		22,973		1,885,392
Historical rate of exercise of						
termination options		0%		0%		
December 31, 2021						
Lease liabilities	P	9,426,207	P	134,560	P	9,560,767
Lease termination options not						
recognized as a liability		1,862,419		22,973		1,885,392
Historical rate of exercise of						
termination options		0%		0%		

The use of extension and termination options gives the Company added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Company's regional markets strategy and the economic benefits of exercising the option exceeds the expected overall cost.

As at December 31, 2022 and 2021, the Company has no other lease commitments. The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities at December 31 is summarized below:

	•		Within ne year	O :	ne to two years		Total
December 31, 2022 Cost Finance charges	(Р	3,808,666 90,548)	P	- -	P (3,808,666 90,548)
Net present value		P	3,718,118	<u>P</u>		<u>P</u>	3,718,118
December 31, 2021 Cost Finance charges	(P	6,347,764 505,115)	P (3,808,666 90,548)	P (10,156,430 595,663)
Net present value		<u>P</u>	5,842,649	P	3,718,118	P	9,560,767

8.3 Additional Profit or Loss and Cash Flow Information

The total cash outflow in respect of leases amounted to P6.3 million and P6.0 million in 2022 and 2021, respectively. Interest expense in relation to lease liabilities amounted to P0.5 million and P0.9 million in 2022 and 2021, respectively, and is presented as part of Finance Charges under Other Income (Charges) in the statements of comprehensive income (see Note 13).

9. OTHER ASSETS

This account is composed of the following:

	2022	2021
Current: Prepaid tax Prepaid expenses Creditable withholding taxes Deferred input VAT	P 14,544,925 6,085,677 3,474,528 983,199	P 14,544,925 1,927,405 2,148,964 1,871,190
Construction deposit	357,625 P 25,445,954	357,625 P 20,850,109
Non-current – Security deposit	<u>P 1,616,970</u>	<u>P 1,616,970</u>

Prepaid tax pertains to overpayments made with the BIR which can be applied to income tax due for the succeeding periods.

Construction deposit paid by the Company to the lessor of the office space it occupies is equivalent to one month rent of the Company. The construction deposit shall be released by the lessor upon the Company's compliance with the lessor's building fit-out guidelines and building administration requirements.

10. TRADE AND OTHER PAYABLES

This account is composed of the following:

	Notes	2022	2021
Trade payables:			
Related party	11.1	P 172,415,827	P 119,766,998
Third parties	17.1	36,215,580	28,868,423
Accrued expenses		34,968,776	40,613,940
Refund liability		1,740,946	2,009,299
Output VAT		1,049,012	411,820
Others		3,698,774	2,677,763
		P 250,088,915	P 194,348,243

Accrued expenses pertain to accruals for senior citizens discount, sales and marketing expenses, employee incentives, and other expenses.

11. RELATED PARTY TRANSACTIONS

The Company's related parties include its parent company, key management personnel and others as described in Note 2.15. Its transactions with related parties are presented below.

		2022 2021			21
		Amount of	Outstanding	Amount of	Outstanding
	Notes	Transaction	Balance	Transaction	Balance
Parent Company:					
Reimbursable charges	10, 11.1	(P 27,340,755)	P 32,790,683	P 60,131,438	P 60,131,438
Purchase of goods	10, 11.1				
	12.1	218,007,405	139,625,144	159,232,532	59,635,560
77 M . D . 1					
Key Management Personnel –					
Compensation	11.3	12,187,044	-	10,328,660	-

11.1 Purchase of Goods

In the ordinary course of business, the Company purchases goods from the parent company. The total purchases from the parent company are presented as Purchases – Imported under Cost of Goods Sold and Promotions and marketing (for promotional and free goods) under Selling Expenses (see Notes 12.1 and 12.2). The outstanding payable from these transactions is presented as Trade payables – related party under Trade and Other Payables account in the statements of financial position (see Note 10). Such payable is unsecured, noninterest-bearing and generally settled in cash within three to six months.

In 2016, the Company entered into a Supply and Distribution Agreement (the Agreement) with the parent company. As one of its provisions, the Agreement states that the parent company shall reimburse the Company for costs incurred for manufacturing, packaging and quality control defects and product recalls. Additionally, if the Company earns more than a certain threshold on profit before tax, the excess in the threshold will be a transfer price adjustment payable to the parent company. In 2021, the Company was able to surpass the threshold and recognized reimbursable charges as part of Cost of Goods Sold in the 2021 statement of comprehensive income. However, in 2022, no reimbursable charges were recognized since the Company did not surpass the threshold. The outstanding payable from this transaction is presented as part of Trade payables – related party under Trade and Other Payables account in the statements of financial position (see Note 10). Such payable is noninterest-bearing, unsecured and payable in cash upon demand.

11.2 Key Management Personnel Compensation

The total compensation of key management personnel is in the form of short-term and post-employment benefits. Details are as indicated below.

		2022		2021
Short term employee benefits Post-employment benefits	P :	11,534,594 652,450	P	9,808,214 520,446
	P	12,187,044	P	10,328,660

12. COSTS AND OPERATING EXPENSES BY NATURE

The components of Cost of Goods Sold, Selling and Administrative Expenses are as follows:

12.1 Cost of Goods Sold

The components of Cost of Goods Sold for the years ended December 31, 2022 and 2021 are analyzed as follows:

	Notes		2022	_	2021
Products for sale at					
beginning of year	6	P	68,110,985	P	41,435,974
Purchases:			, ,		
Imported	11.1		218,007,405		219,363,970
Local	17.1		50,486,085		32,857,055
Write-off of inventories	6	(22,423,898)	(17,353,576)
Sample goods		Ì	20,801,725)	Ì	16,702,126)
Custom duties and shipment processing		`	•	`	,
charges			14,953,486		16,558,308
Reversal on	6, 12.2		, ,		, ,
inventory write-down	13		1,539,414		707,205
Total goods available for sale			309,871,752		276,866,810
Products for sale at			, ,		, ,
end of year	6	(59,885,441)	(68,110,985)
		<u>P</u>	249,986,311	<u>P</u>	208,755,825

12.2 Selling and Administrative Expenses

The other operating expenses are presented by nature below.

	Notes		2022		2021
Promotions and marketing Salaries, wages and other	11.1 11.2,	P	200,166,393	Р	174,728,501
benefits	14.1		114,778,752		103,897,442
Write-off of inventories	6		22,423,898		17,353,576
Outside services			20,029,694		8,202,694
Depreciation and					
amortization	7, 8		13,717,444		12,355,291
Transportation and travel			9,938,954		9,888,053
Input VAT allocated to					
VAT-exempt sales			8,515,581		9,448,925
Communication and utilities			8,308,602		5,554,017
Pallet and other charges			6,630,291		6,588,563
Repairs and maintenance			2,821,874		1,596,424
Taxes and licenses			1,957,469		2,307,736
Dues and membership			1,196,480		1,139,490
Insurance			1,058,010		486,757
Supplies			92,099		61,335
Miscellaneous			<u>4,761,046</u>		2,163,930
		P	416,396,587	<u>P</u>	355,772,734

These are allocated and presented in the statements of comprehensive income as follows:

	2022	2021
Selling expenses Administrative expenses	P 328,161,894 88,234,693	P 287,707,920 68,064,814
	P 416,396,587	P 355,772,734

Incentives amounting to P20.5 million and P20.2 million in 2022 and 2021, respectively, shown as part of Promotions and marketing, are subjected to withholding tax on compensation together with salaries, wages and other benefits.

Senior citizen discount amounting to P45.8 million and P51.5 million in 2022 and 2021, respectively, are presented as part of Promotions and marketing.

Miscellaneous expenses includes payment for deficiency taxes amounting to P1.13 million. There was no similar transaction during 2021.

13. OTHER INCOME (CHARGES)

This account pertains to the following:

	Notes		2022		2021
Other income:					
Reversal of refund liability		P	2,009,299	P	1,981,645
Interest income	4		1,654,580		202,170
Reversal of inventory					
write-down	6, 12.1		1,539,414		707,205
Gain on sale of property					
and equipment	7		1,438,840		294,643
Others			244,376		87,224
		<u>P</u>	6,886,509	<u>P</u>	3,272,887
Finance charges:					
Unrealized foreign currency					
losses	4	P	8,987,118	Р	2,549,178
Interest expense	8.3, 14.2		1,013,142		1,197,047
Bank charges			178,449		174,771
			•		,
		<u>P</u>	10,178,709	<u>P</u>	3,920,996

14. EMPLOYEE BENEFITS

14.1 Salaries and Employee Benefits Expense

Details of salaries and employee benefits are presented below.

	Note	2022	2021
Short-term employee benefits Post-employment defined benefit		P 112,822,523	P 102,130,090
		1,956,229	1,767,352
	12.2	P 114,778,752	P 103,897,442

14.2 Post-employment Defined Benefit Plan

(a) Characteristics of the Defined Benefit Plan

The Company maintains an unfunded, noncontributory post-employment benefit plan. The post-employment plan covers all regular full-time employees. The normal retirement age is 60 with a minimum of five years of credited service. Normal retirement benefit is an amount equivalent to one-half month salary plus one-twelfth of the 13th month pay and cash equivalent of not more than five days of service incentive leaves for every year of credited service.

The Company's current practice is to convert unused leaves into cash equivalent on yearly basis.

(b) Explanation of Amounts Presented in the Financial Statements

Actuarial valuations will be made annually to update the retirement benefit costs. All amounts presented below are based on the actuarial valuation report obtained from an independent actuary in 2022 and 2021.

The amounts of post-employment defined benefit obligation recognized in the statements of financial position are determined as follows:

		2022		2021
Balance at beginning of year	P	10,221,865	P	8,209,668
Current service cost		1,956,229		1,767,352
Interest cost		508,027		295,548
Remeasurements –				
Actuarial losses (gains) arising from:				
Changes in financial assumptions	(3,014,818)	(2,038,146)
Experience adjustments		1,326,316		1,987,443
Balance at end of year	<u>P</u>	10,997,619	<u>P</u>	10,221,865

The amounts of post-employment benefit expense recognized in the statements of comprehensive income are as follows:

		2022		2021
Reported in profit or loss: Current service cost Interest cost	P	1,956,229 508,027	P	1,767,352 295,548
	<u>P</u>	2,464,256	<u>P</u>	2,062,900
Reported in other comprehensive income (loss): Actuarial gains (losses) arising from:	_		_	
Changes in financial assumption	P	3,014,818	Р	2,038,146
Experience adjustments	(<u>1,326,316</u>)	(<u>1,987,443</u>)
	P	1,688,502	P	50,703

Current service cost is presented as part of Salaries, wages and other benefits expense under Administrative Expenses in the statements of comprehensive income (see Note 12.2). Interest cost is presented as part of Interest expense under Finance Charges in the statements of comprehensive income (see Note 13).

Amount recognized in other comprehensive income was included within item that will not be reclassified subsequently to profit or loss.

In determining the amount of the defined benefit post-employment obligation, the following significant actuarial assumptions were used:

	2022	2021
Discount rates	7.02%	4.97%
Expected rate of salary increases	5.00%	5.00%

Assumptions regarding the future mortality are based on published statistics and mortality tables. The valuation results are based on the employee data as of the valuation dates as provided by the Company to the actuary. The discount rate assumption is based on the BVAL rate as of December 31, 2022 and 2021 considering the average year of remaining working life of the employees. The average remaining working life of employees retiring at the age of 60 is 23.3 years and 24.7 years as of December 31, 2022 and 2021, respectively.

(c) Risks Associated with the Retirement Plan

The plan exposes the Company to actuarial risks such as interest rate risk, longevity risk and salary risk.

(i) Interest Risks

The present value of the defined benefit obligation is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, the Company has no plan assets that will offset decrease in the interest rate.

(ii) Longevity and Salary Risks

The present value of the defined benefit obligation is calculated by reference to the best estimate of the mortality of the plan participants during their employment, and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions, the Company's timing and uncertainty of future cash flows related to the retirement plan are described below and in the succeeding page.

(i) Sensitivity Analysis

The following table summarizes the effects of changes in the significant actuarial assumptions used in the determination of the defined benefit obligation:

	Impact on Post-employment Ber Change in Increase in Assumption Assumption			enefit Obligation Decrease in Assumption	
December 31, 2022 Discount rate Salary increase rate	+/-100 bps +/-100 bps	(P	1,185,697) 1,375,680	P (1,359,967 1,222,550)
December 31, 2021 Discount rate Salary increase rate	+/-100 bps +/-100 bps	(P	1,239,117) 1,428,998	Р (1,446,432 1,251,757)

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the post-employment benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting sensitivity analysis, the present value of the post-employment benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the post-employment benefit obligation recognized in the statements of financial position.

(ii) Funding Arrangements and Expected Contributions

The plan is unfunded based on the actuarial valuation as of December 31, 2022 and 2021, therefore, benefit claims under the plan are paid directly by the Company when they become due.

The maturity profile of undiscounted expected benefit payments from the are as follows:

		2022		2021
More than one year to five years More than five years to ten years More than ten years to 15 years More than 15 years to 20 years More than 20 years	P	1,998,983 14,551,323 27,956,283 23,074,303 18,942,229	P	- 7,398,322 30,775,733 19,485,496 18,144,540
	<u>P</u>	86,523,121	<u>P</u>	75 , 804 , 091

The weighted average duration of the defined benefit obligation is 14 years at the end of the reporting period.

As of December 31, 2022 and 2021, the Company has not yet determined how much and when to fund the post-employment defined benefit plan.

15. TAXES

The components of tax expense reported in profit or loss and other comprehensive income are as follows:

		2022		2021
Reported in profit or loss:				
Current tax expense:				
Regular corporate income				
tax (RCIT) at 25%	P	5,516,953	Р	-
Final tax at 20%		330,916		40,434
Minimum corporate income				
tax (MCIT) at 1%		-		3,611,300
Adjustment in 2020 income tax				
due to change in income tax rate			(2,480,276)
<u> </u>		5,847,869	`	1,171,458
Deferred tax expense				
(income) arising from:				
Origination and reversal				
of temporary differences	(2,438,682)		1,100,161
Effect of the change in	`	,		
Income tax rate		-		1,509,326
	(2,438,682)		2,609,487
	\ <u> </u>	,		-
	<u>P</u>	3,409,187	<u>P</u>	<u>3,780,945</u>

		2022		2021
Reported in other comprehensive income (loss) – Deferred tax expense (income) arising from: Origination and reversal				
of temporary differences	(P	422,125)	(P	12,676)
Effect of the change in income tax rate		<u>-</u>	(235,759)
	(<u>P</u>	422,125)	(<u>P</u>	<u>248,435</u>)

The reconciliation of tax on pretax income computed at the applicable statutory rates to the tax expense reported in profit or loss is presented below.

		2022		2021
Tax on pretax income at 25%	P	3,208,906	P	4,762,003
Adjustment for income subjected to lower tax rates Tax effect of non-deductible Effect of the change in income tax rate	(82,729) 283,010	(10,108) - 970,950)
	<u>P</u>	3,409,187	<u>P</u>	3,780,945

The components of the Company's net deferred tax assets are as follows:

	Statements of	Statements of Com	Comprehensive Income			
	Financial Position	Profit or Loss	Other Comprehensive Income			
	2022 2021	2022 2021	2022 2021			
Deferred tax assets: Accrued expenses Retirement benefit obligation Unrealized foreign exchange losses Lease liability Inventory losses Refund liability MCIT	P 3,927,034 P 4,101,4 2,749,405 2,555,4 2,246,780 637,2 929,530 2,390,1 368,783 753,6 435,237 502,3 - 10,656,769 12,601,6	666	P - P - 248,435)			
Deferred tax liabilities: Right-of-use assets Capitalized custom duties	(788,280) (2,139,6 (239,341) (2,849,4 (1,027,621) (4,989,1	18) 1,351,337 2,049,527 83) 2,610,142 (402,861)	· · ·			
Deferred tax assets – net Deferred tax income (expense) – net	<u>P 9,629,148</u> <u>P 7,612,5</u>	<u>P 2,438,682</u> (<u>P 2,609,487</u>)	(<u>P 422,125)</u> (<u>P 248,435</u>)			

In 2022 and 2021, the Company is subject to the MCIT which is computed at 1% of gross income net of allowable deductions, as defined under the tax regulations, or to RCIT, whichever is higher. In 2022, RCIT was reported as it was higher than MCIT. In 2021, the Company reported MCIT as it was higher than RCIT. The excess MCIT over RCIT paid in 2021 amounting to P1.7 million was claimed as a deduction from the Company's income tax payable in 2022.

In 2022 and 2021, the Company claimed itemized deductions in computing for its income tax due.

16. EQUITY

16.1 Capital Stock

In 2022 and 2021, the Company's capital stock consists of:

	Shares	Amount
Authorized: Common shares - P10 par value	30,332,428	<u>P 303,324,280</u>
Preferred shares - P10 par value	3,932,720	<u>P 39,327,200</u>
Issued and outstanding: Common shares Preferred shares	24,965,120 983,180	P 249,651,200 9,831,800
Capital stock at end of year	25,948,300	P 259,483,000

The Company's preferred shares are non-cumulative and redeemable at the sole option of the Company, either wholly or partially. At the end of five years and before 20 years from the date of issue, the holders of preferred shares shall have a right to have all or part of their shareholding to be converted to common shares. The redemption and conversion shall be made on such terms and conditions as may be determined by the Company's BOD and provided in the corresponding enabling BOD resolutions at such time.

As of December 31, 2022 and 2021, the Company has only one stockholder owning 100 or more shares of the Company's capital stock.

16.2 Capital Management Objectives, Policies and Procedures

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern and to provide an adequate return to stockholders.

The Company monitors capital on the basis of the carrying amount of equity as presented in the statements of financial position. Capital for the reporting periods as at December 31, 2022 and 2021 are summarized below:

	2022	2021
Total liabilities Total equity	P 264,804,652 324,885,308	P 214,130,875 314,192,494
Total liabilities-to-total equity ratio	0.82:1.00	0.68:1.00

As at December 31, 2022 and 2021, the Company is not subject to any externally imposed capital requirements.

The Company sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends that will be paid to shareholders, issue new shares or sell assets.

17. COMMITMENTS AND CONTINGENCIES

The following are the significant commitments and contingencies involving the Company:

17.1 Distribution Agreement and Sales and Purchase Agreement

The Company entered into an exclusive distributorship agreement with a local company (the distributor) for the handling, delivery, and distribution of its products within the Philippines effective February 2015. The agreement is in effect until cancellation or termination of the agreement by both parties. Under this agreement, the distributor shall purchase goods from the Company or from any other suppliers which the Company may designate in writing and sell these goods under its own name for its own account. On the other hand, the Company shall replenish stocks with the distributor as the need for stocks arises.

The Company normally enters into sales and purchase agreements with local suppliers for a period ranging from two to five years, unless cancelled or terminated by either party. Under this agreement, the counterparties shall purchase from and sell goods to the company or from any other suppliers that the company may designate in writing and sell these goods under its own name for its own account. On the other hand, the Company shall supply goods to and purchase goods from the counterparties in accordance with the terms and conditions agreed upon.

The total sales to these local companies are presented as part of Sale of Goods in the statements of comprehensive income. Also, the total purchases from local companies are presented as part of Cost of Goods Sold in the statements of comprehensive income (see Note 12.1). The outstanding receivable from the local companies as of December 31, 2022 and 2021 is shown as part of Trade receivables under Trade and Other Receivables account in the statements of financial position (see Note 5). Also, the outstanding payable to local companies for the purchased goods as of December 31, 2022 and 2021 is shown as part of Trade payables – third parties under Trade and Other Payables account in the statements of financial position (see Note 10).

17.2 Others

There are other commitments, litigations and contingent liabilities that arise in the normal course of the Company's operations which are not reflected in the financial statements. Management is of the opinion that as of the end of each reporting period, losses, if any, from these commitments and contingencies will not have a material effect on the Company's financial statements.

18. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to certain financial risks in relation to its financial instruments. The main types of risks are foreign currency risk, credit risk and liquidity risk.

The Company's risk management focuses on actively securing the Company's short-to- medium term cash flows by minimizing the exposure to financial markets.

The Company does not engage in the trading of financial assets for speculative purposes nor does it write options. The relevant financial risks to which the Company is exposed to are described in the succeeding pages.

18.1 Foreign Currency Risk

Most of the Company's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from liability incurred relating to purchases from its parent company and United States (U.S.) dollar-denominated cash. Since the significant exposure to currency changes arise from transactions with its parent company, the Company manages its risk in close coordination with its parent company.

Foreign currency-denominated financial assets and financial liabilities as of December 31, 2022 and 2021, translated into U.S. dollar at the closing rate are as follows:

	2022	2021
Financial assets Financial liabilities		P 6,982,793 (121,124,913)
Short-term exposure	(<u>P 167,122,851</u>)	(<u>P 114,142,120</u>)

If the Philippine peso had strengthened by 15.9% and 11.3% against the U.S. dollar in 2022 and 2021, income before tax would have increased by P26.6 million and P12.9 million, respectively. On the other hand, if the Philippine peso had weakened by the same percentages, with all other variables held constant, income before tax in 2022 and 2022 would have decreased by the same amounts, respectively. These percentages have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months, estimated at 99% level of confidence. The sensitivity analysis is based on the Company's foreign currency financial instruments held at the end of the reporting period.

Exposures to foreign exchange rates vary during the year depending on the volume of foreign currency transactions. Nonetheless, the analysis above is considered to be representative of the Company's foreign currency risk.

18.2 Credit Risk

The Company continuously monitors defaults of counterparties and incorporate this information into its credit risk controls. The Company's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets is as summarized below.

<u>Notes</u>	2022	2021
4	P 199,332,621	P 189,265,740
5	266,214,227	203,040,081
9	357,625	357,625
9	<u>1,616,970</u>	1,616,970
	P 467.521.443	P 394 280 416
	4	4 P 199,332,621 5 266,214,227 9 357,625

None of the Company's financial assets are secured by collateral or other credit enhancements, except for cash as described below.

(a) Cash and cash equivalents

The credit risk for cash in banks is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Cash in banks are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million per depositor per banking institution.

(b) Trade and other receivables

In respect to trade and other receivables, the Company is exposed to a significant credit risk exposure to its distributors which account to 100% of the Company's sales. Ultimately, however, the Company is significantly exposed to credit risk to a counterparty transacting with one of their distributors which accounts for 70% and 89% as of December 31, 2022 and 2021, respectively, of the total credit risk exposure on trade and other receivables. Despite the significant concentration of risk, the Company still considers the credit risk for trade and other receivables negligible since the receivable in question does not have a history of default.

The Company applies the PFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables. The expected loss rates of receivables (other than receivables from government hospitals) are based on the monthly aging of receivables of the Company over a period of 36 months before December 31, 2022 and 2021, respectively. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the retail price index and inflation rate to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The expected loss rates for receivables from government hospitals and major customers are based on credit rating of the Philippines from Standard & Poor's and separate credit risk rating, respectively.

The Company's trade receivable that are past due but not impaired amounted to P9.6 million and P8.0 million as of December 31, 2022 and 2021, respectively. The Company did not recognize allowance for credit losses in 2022 and 2021 since the amounts involved are assessed to be immaterial.

(c) Construction and security deposit

In respect of construction and security deposit, the Company's financial assets are due from the Company's lessor upon whom the construction and security deposit are to be collected. Based on the financial condition of the lessor, management considers the credit quality of these receivables to be good.

18.3 Liquidity Risk

The Company manages liquidity needs by monitoring cash flows due in a day-to-day business. Liquidity needs are monitored in various time bands aligned to expected maturity or settlement date of liabilities.

The Company maintains cash to meet liquidity requirements for up to 30-day periods. Funding for long-term liquidity needs is additionally supported by ability to obtain advances from a related party.

As at December 31, 2022 and 2021, the Company's financial liabilities (except lease liabilities – see Note 8.2) with contractual maturities of less than one year pertain to trade and other payables amounting to P244.5 million and P190.3 million, respectively (see Note 10).

19. CATEGORIES, OFFSETTING, AND FAIR VALUE MEASUREMENT AND DISCLOSURES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

19.1 Carrying Amounts and Fair Values of Financial Assets and Financial Liabilities

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the statements of financial position as of December 31 are shown below. Management determined that due to the short duration of its financial assets and financial liabilities, their carrying amounts as of December 31, 2022 and 2021 approximate their fair values.

See Note 2.4 for a description of the accounting policies for each category of financial instruments. A description of the Company's risk management objectives and policies for financial instruments is provided in Note 18.

19.2 Offsetting of Financial Assets and Financial Liabilities

The Company has not set-off financial instruments in 2022 and 2021 and does not have relevant offsetting arrangement. Currently, financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle such amount on a net basis in the event of default on the other party through approval by the other party's BOD and stockholders or upon instruction by the parent company.

19.3 Fair Value Hierarchy

In accordance with PFRS 13, Fair Value Measurement, the fair value of financial assets and financial liabilities and non-financial assets, which are measured at fair value on a recurring or non-recurring basis and those financial assets and financial liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value.

The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable
 for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from
 prices); and,

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

When the Company uses a valuation technique, it maximizes the use of observable market data where it is available and relies as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

The Company has no financial instruments measured at fair value as of December 31, 2022 and 2021.

All financial instruments carried at amortized cost (see Note 19.1) as of December 31, 2022 and 2021 are classified at Level 3 in the fair value hierarchy, except for Cash which is classified at Level 1. There were no transfers between Level 1 and 3 in both years presented.

20. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE

Presented below and in the succeeding pages is the supplementary information which is required by BIR under Revenue Regulations (R.R.) No. 15-2010 to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS.

The information on taxes, duties and license fees paid or accrued during the taxable year required under R.R. No. 15-2010 below and in the succeeding pages:

(a) Output VAT

In 2022, the Company reported output VAT as follows:

	Tax Base	Output VAT
Sale of Goods		
Taxable sales	P 227,857,433	P 27,342,892
Exempt sales	456,394,235	
	684,251,668	27,342,892
Sale of transportation		
equipment	1,438,840	172,661
Total sales	P 685,690,508	P 27,515,553
Total sales of goods	P 684,251,668	
Less: provision for sales return	(<u>1,740,946</u>)	
r	(
	P 682,510,722	

The Company's outstanding output VAT is reported as part of Trade and Other Payables account in the 2022 statement of financial position.

(b) Input VAT

The movements in input VAT in 2022 are summarized below.

Balance at beginning of year	P	-
Goods for resale		15,511,493
Goods other than for resale		939,004
Capital goods subject to amortization		873,735
Capital goods not subject to amortization		735,321
Services lodged under other accounts		10,115,223
Applied against output VAT	(19,659,195)
Allocated to VAT-exempt sales	(<u>8,515,581</u>)

Balance at end of year P -

(c) Taxes on Importation

Customs duties and tariff fees totaling P14,953,486 were paid in 2022 for all of the Company's imported inventories from its parent company.

(d) Excise Tax

The Company did not have any transactions in 2022 which are subject to excise tax.

(e) Documentary Stamp Tax (DST)

DST amounting to P96,139 was paid in 2022 related to the purchase and renewal of the Company's office and car insurances.

(f) Taxes and Licenses

The details of taxes and licenses paid in 2022 are as follows:

Business permits	Р	1,806,824
DST		96,139
Real property tax		43,506
Community tax certificate		10,500
Registration		500
_		

P 1,957,469

(g) Withholding Taxes

The details of total withholding taxes in 2022 are shown below.

Compensation	Р	15,200,765
Expanded		4,453,846
Final		158,712

P 19,813,323

(h) Deficiency Tax Assessments and Tax Cases

In 2022, the Company paid deficiency taxes and interests with a total amount of P1.13 million and P0.37 million, respectively, in relation to VAT and withholding taxes. Other than these, the Company did not have any final deficiency tax assessments from the BIR nor does it have tax cases outstanding or pending in courts or bodies outside of the BIR.